



STATE BOARD BYLAWS

Approved by State Board on 8-28-22

ARTICLE I

ORGANIZATION

The name of the organization shall be:

HISPANIC WOMEN'S NETWORK OF TEXAS

ARTICLE II

PURPOSES

Section 2.01 The Hispanic Women's Network of Texas (HWNT), hereinafter referred as "the Network", is a statewide organization whose mission is to promote the advancement of Women.

Section 2.02

Mission: The Network seeks to promote the advancement of women in public, corporate, and civic life through education and personal and professional development.

Vision: To be the premier women's organization and an agent of change.

Values: Respect, integrity, servant leadership, and collaboration.

Beliefs: We have a responsibility to empower and inspire our community.

Section 2.03 The Network unites to celebrate the positive image and values of its Hispanic heritage.

Section 2.04 The Network performs other purposes that qualify as exempt from federal tax under section 501 (c) (3) of the Internal Revenue Code of 1954.

ARTICLE III

PROHIBITED ACTIVITIES

No part of the net earnings of the Network shall inure to the benefit of or be distributable to its members or officers, other parties of the Network, except that the Network shall have the authority to pay reasonable compensation or fees for services rendered to or for the Corporation. No substantial part of the assets of the Network shall be used to perform services for its individual members unless these services are identical to the Network's main or principal purpose or mission. Notwithstanding any other provision of these Bylaws or the Articles of Incorporation of the Network, the Network shall not engage in or carry out any activities not permitted to be engaged in or carried out by a Corporation described in Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of a future federal income tax law).

ARTICLE IV
DISSOLUTION ARTICLE

Upon the dissolution of the Network, the Executive Committee shall, after paying or making provision for the payment of all of the liabilities of the Network, dispose of all of the assets of the Network used exclusively for the purposes of the Network to such organizations who share the same purposes of the Network and qualify as an exempt organization or organizations under section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Committee shall determine. Any such assets not so disposed of shall be disposed of by the Court of Civil Appeals of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and created exclusively for such purposes.

ARTICLE V
PRINCIPAL OFFICE

Section 5.01 The location of the principal office of the corporation shall be determined by the State Board of Directors and shall be within the State of Texas.

Section 5.02 The Network shall have and continuously maintain, in the State of Texas, a registered office, and a registered agent whose office is identical to such registered office as required by the Texas Nonprofit Corporation Act. The registered office may be, but need not be, identical to the Principal office of the corporation in the State of Texas. The address of the registered office may be changed from time to time by the State Board of Directors.

ARTICLE VI
MEMBERSHIP

Section 6.01 The Network welcomes into its membership any person who is in accord with its purposes and who will cooperate in carrying out its programs and stated activities. Membership will be constituted by payment of annual dues as contained in the Standing Rules and communicated to Chapters by the State Board of Directors, on the Network website, and Vision newsletter. Each member shall have one vote.

Section 6.02 The Network offers affiliate and corporate memberships to organizations or agencies wishing to help the Network in promoting the stated purposes of the Network as described in Article II. State and Chapter requests for affiliate and corporate membership are subject to State Board approval. Dues and membership privileges are described in the Standing Rules of the Network. The Network will join, as an affiliate, state, and national organizations that advance similar advocacy and purpose, with the approval of the State Board of Directors.

ARTICLE VII
BOARD OF DIRECTORS

Section 7.01 The State Board of Directors shall exercise all powers of the Network.

Section 7.02 The State Board of Directors shall consist of at least one representative from each Chapter. There shall be no more than two (2) Executive Board officers elected from the same Chapter with the exception of appointing an officer to fill a vacancy.

Section 7.03 The Chapter representative is elected in the respective city in accordance with the Bylaws and Standing Rules and must have served a minimum of two years as an active member of HWNT. The two-year requirement does not apply to newly created Chapters. The representative is a member of the State Board of Directors and should represent the Chapter at every State Board of Director meeting. An alternate may attend meetings in the absence of the representative.

All members of the State Board of Directors shall support the Network by pledging and providing an annual monetary contribution to the Network at the State level. The State Treasurer collects the pledges at the first State Board meeting of the year. The pledge demonstrates the Chapter's commitment to the grants and fundraising efforts provided by the State office and can be supplemented by the Chapter resources.

Section 7.04 The Network shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, directors, employees, and other agents, against any liability, asserted against or incurred by any officer, director, employee, or agent in such capacity or arising out of the officer's, director's, employee's or agent's status as such.

Section 7.05 To the full extent authorized under the laws of the State of Texas, the Network shall indemnify any director, officer, employee, or agent, or former member, director, officer, employee, or agent of the Network, or any person who may have served at the Network's request as a director or officer of another corporation (each of the foregoing members, directors, officers, employees, agents, and persons is referred to in this Article individually as an "indemnitee"), against expenses actually and necessarily incurred by such indemnitee in connection with the defense of any action, suit, or proceeding in which that indemnitee is made a party by reason of being or having been such member, director, officer, employee, or agent, except in relation to matters as to which that indemnitee shall have been adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of a duty. The foregoing indemnification shall not be deemed exclusive of any other rights to which an indemnitee may be entitled under any bylaw, agreement, resolution of the State Board of Directors, or otherwise.

Expenses (including reasonable attorneys' fees) incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Network in advance of the final disposition of such action, suit, or proceeding, if authorized by the State Board of Directors, upon receipt of an undertaking by or on behalf of the indemnitee to repay such amount if it shall ultimately be determined that such indemnitee is not entitled to be indemnified hereunder.

ARTICLE VIII

CHAPTERS

Section 8.01 The Chapter is an affiliated unit of the Network which operates within a community under authority of a charter granted by the State Board of Directors upon approval of an application for Chapter charter. A Chapter must have a membership of a minimum of ten (10) members and elect the required five Board officers.

Section 8.02 Powers of the Chapter:

- A Chapter will follow the State Bylaws and Standing Rules to carry through its administration and work.
- A Chapter may initiate and carry through fundraising, civic, social, and welfare projects on its own or in cooperation with other acceptable organizations, provided said projects do not violate or contradict the principles of the Network or its insurance liability guidelines.
- A Chapter can suspend and drop from its membership roll any member who is in arrears with the membership dues. It can also suspend or expel any member guilty of actions contrary to the best interests of the Chapter.
- A Chapter may remove from office any of its officers guilty of causes enumerated in Section 12.03 of these Bylaws.
- A Chapter is responsible for ensuring that members are current on their membership dues and in good standing in order to vote at the State Conference and at Chapter membership meetings and elections.

Section 8.03 Limitations of the Chapters: A Chapter may not assume the authority to speak or act for the Network in matters of state scope involving the Network policies unless authorized by the State Board of Directors. In no instance may a Chapter bind the Network or become an affiliate in any matter except with the consent of the State Board of Directors. A Chapter organized less than thirty (30) days prior to a State Conference, whose charter has not been officially approved, may send observer members, but will not have the right to cast votes.

Section 8.04 Responsibilities of the Chapter: Each Chapter is responsible to promote the growth of its membership and the scope of its activities complying with the provisions of the Bylaws, adopted resolutions, policies, and customs, including its own. Each Chapter should have these five (5) elected officer positions, known as the Executive Committee:

- (1) Chapter Chair
- (2) Chair-Elect
- (3) Vice Chair of Membership
- (4) Secretary
- (5) Treasurer

Each Chapter is responsible for electing a representative and identifying an alternate to the State Board of Directors. The responsibilities of the State Representative are:

- To author a quarterly report that summarizes the Chapter's activities,
- To represent the Chapter at each State Board of Directors meeting,
- To participate in the State and Chapter board meetings,
- To submit and present the required Chapter reports by required deadlines at the State and Chapter Board of Director meetings and at required meetings, and

- To communicate to the Chapter the activities, orders, and resolutions of the meetings held by the State Board of Directors.

Two (2) consecutive unexcused absences of a State Representative at a State meeting shall serve as the basis for removal from office. Any Chapter officer/director failing to perform the prescribed duties as stated in these Bylaws may also be subject to removal.

Each Chapter is responsible for holding at least six (6) Board of Directors meetings and a minimum of four (4) membership meetings per year. A Chapter shall establish a regular schedule of meetings during its first meeting following the election of officers and notify all members. Meetings shall be conducted according to Bylaws and Robert's Rules of Order Revised. Each Chapter must prepare and submit quarterly reports to the State Board of Directors and to remit membership dues to the State according to the established schedule as required by the Treasurer for purposes of reporting to the IRS and auditors. Failure to do so may be cause for the dissolution of said Chapter.

Section 8.05 A fully paid member in a Chapter with a concern should seek to resolve the matter with the Chapter officers including through written correspondence. If unable to do so, the member may seek assistance from the State Chair or Executive Director. The State officers should respond within seven (7) calendar days and work jointly with the Chapter to resolve the matter within thirty (30) calendar days.

ARTICLE IX **VACANCIES**

Section 9.01 Any vacancy of directors in the Chapter shall be filled by the respective Chapter. A director elected to fill a vacancy shall serve the remainder of the term being vacated.

Section 9.02 Vacancies of State Board officers of the Executive Committee shall be elected by the State Board of Directors to serve until the next election of officers as described in Section 12.02 and the Standing Rules.

ARTICLE X **MEETINGS**

Section 10.01 The State Board of Directors shall meet no less than quarterly per year at times and venues designated by the State Executive Committee. Notice of such meetings shall be sent to directors and Chapter Chairs thirty days (30) in advance. The State Executive Committee may provide by notification the time and place for the holding of additional meetings.

Section 10.02 The State Executive Committee consists of the State officers and shall meet quarterly, or as frequently as needed, including through teleconferences.

Section 10.03 Statewide membership meetings shall be held no less than once annually. Notice shall be sent to all members thirty days (30) in advance.

Section 10.04 Directors shall not receive any salaries for their services, but by resolution of the State Board of Directors, a fixed sum may be allowed for the expense incurred in attending each meeting of the Board. However, nothing herein contained shall be construed to preclude

any director from serving the Network in any other capacity and receiving compensation therefore.

ARTICLE XI
QUORUM

At all meetings or teleconferences of the State Board of Directors, a simple majority of the directors in office at the time shall constitute a quorum for the transaction of business.

ARTICLE XII
ELECTED STATE AND CHAPTER OFFICERS OF THE EXECUTIVE COMMITTEE

Section 12.01 Officers are elected to serve a two-year term and may serve no more than two (2) consecutive terms in the same position. That officer, however, may be elected to a different officer position. Only two (2) elected officers from the same chapter may serve at the same time on the State Board of Directors. Elected State officer positions include the Chair, Chair-Elect, Vice Chair of Membership, Vice Chair of Development, Vice Chair of Marketing, Vice Chair of Education, Secretary, and Treasurer. These positions serve on the Executive Committee of the State Board of Directors with voting rights.

Section 12.02 Officers are to be elected through a nominating process as described in the Standing Rules of the Network. Officers shall be elected by a simple majority of the membership at the annual meeting. When unforeseen circumstances arise, an election may be held through electronic means as close as possible to the first State Board of Directors meeting of the new calendar year. The State officers will submit and communicate via electronic means the candidate(s) for any unfilled position(s). Members will vote within five (5) days, and election results will be communicated to the membership five (5) days thereafter. A simple majority of those voting by the deadline determines the election results. The newly elected officer(s) will participate in the Board of Director meeting.

Section 12.03 Any officer or director elected or appointed to the State Board of Directors may be removed by the State Board of Directors whenever, in its judgment, the best interests of the Network would be served thereby. ~~but~~ Such removal shall be without prejudice to the contract rights, if any, of the officer so removed. Two (2) consecutive unexcused absences of a director or officer at a state and Board meeting shall serve as basis for removal from office. Any officer or director failing to perform the prescribed duties as stated in these Bylaws may also be subject to removal.

Section 12.04 Other members of the Executive Committee include the Immediate Past Chair who is a voting member. Further, the Network Chair, appoints the Parliamentarian, Historian, and Advisory Chair who are not voting members.

Section 12.05 The Network State Chair shall be the official representative of the Network and shall preside at all meetings of the Network. Should the Network State Chair be absent, the State Chair-Elect shall perform her duties.

The State Network Chair oversees the activities of the Network through the following Standing Committees: (1) Finance, (2) Self Development, (3) Credentials, Nominations, and Elections,

(4) Marketing and Communications, (5) Education, (6) Legislation and Issues, and (7) Development. The State Chair creates ad hoc and special committees as needed. The State Network Chair manages the hiring and performance evaluations of staff and consultants with input and guidance from the Executive Board. The Chair leads efforts of the Development, and Finance Standing Committees.

Section 12.06 The State Chair-Elect shall perform the duties of the State Network Chair in the event of absence or disability and shall assist the State Chair in such duties as the State Chair shall assign. The State Chair-Elect ensures officers carry out responsibilities, operational tasks, and deadlines for the following Standing Committees: (1) Marketing and Communications, (2) Education, and (3) Bylaws.

Section 12.07 The State Vice Chair of Membership shall perform the duties of the State Network Chair in the absence of the State Chair and State Chair-Elect. The State Vice Chair of Membership coordinates the work of the membership activities of the organization and works with the Chapters' membership representatives to ensure members are in good standing required for voting. The State Vice Chair ensures members meet the qualifications required to seek office at the State Board level and provides the data to the Immediate Past State Chair who leads the Credentials and Nomination Committee. The State Vice Chair's work closely with the Treasurer to ensure all Chapter financial reports include membership financial reports reconciled with ~~that~~ those submitted to the State.

Section 12.08 The State Vice Chair of Development shall perform the duties required to assist in fundraising for the organization including sponsorships for the State Annual Meeting and Conference. The State Vice Chair of Development coordinates activities with the Executive officers and the Executive Director to ensure the sustainability of the organization. The State Vice Chair of Development will chair the Development Committee.

Section 12.09 The State Vice Chair of Marketing shall perform the duties required to publicize and communicate the activities of the Network and the State Annual Meeting and Conference. The State Vice Chair of Marketing seeks to link Chapter announcements and accomplishments to the Network's website and the quarterly newsletter. Said officer chairs the Marketing and Communication Committee with the Chair-Elect as co-chair. and serves as the webmaster responsible for the Network's website.

Section 12.10 The State Vice Chair of the Education is responsible for supporting Chapters with the Education Series Program and seeking and establishing education activities including any state scholarship programs. The State Vice-Chair of Education chairs the Education Committee with the Chair-Elect as co-chair.

Section 12.11 The State Secretary shall record and report all meetings and distribute minutes of the Executive Committee, State Board of Directors, and the annual meeting no later than thirty (30) days after the meetings are held. The State Secretary provides records and reports to members of the Board and Executive Director as needed and to the Historian for archival efforts.

Section 12.12 The State Treasurer shall be responsible for the receipt and custody of all monies of the Network and disbursement thereof. At a minimum, a compilation and tax return filings will be performed by a third party qualified Certified Public Accountant (CPA) with guidance from the State Treasurer and Executive Director. The Finance Committee, appointed

by the Network State Chair, shall oversee the financial reporting and disclosure, as well as oversee the work of the external CPA. The State Treasurer serves as an Ex-Officio member of the Finance Committee. The State Treasurer will ensure that Chapters comply with the financial reports to auditors and the IRS.

Section 12.13 The Immediate Past State Chair continues to serve on the board as a voting member and chairs the following Standing Committees: (1) Credentials, Nominations, and Elections, (2) Self Development, and (3) Legislative and Issues.

Section 12.14 The State Parliamentarian, a position appointed by the State Network Chair, serves the officers and the members on matters pertaining to the interpretation of the Bylaws and parliamentary procedures. The State Parliamentarian is not a voting member of the Executive Board. The State Parliamentarian chairs the Bylaws Committee with the State Chair-Elect as co-chair.

Section 12.15 The State Board of Directors will hire and remove appropriate staff or consultants to conduct the business of the Network. The Executive Director shall exercise such powers and perform such duties as is determined from time to time by the State Board of Directors.

Section 12.16 The compensation of all staff or consultant(s) of the Network shall be determined by the State Board of Directors.

Section 12.17 Any staff or consultant selected or appointed by the State Board of Directors may be removed at any time by the vote of a simple majority of the State Board of Directors. Such removal shall not affect the legal rights of the person so removed. The State Board of Directors shall determine if the venue for such vote shall be by teleconference, online, or via email.

NON-EXECUTIVE MEMBERS OF THE BOARD

Section 12.18 The State Historian shall be the custodian of all records including historical records of the Network and maintained at the Nettie Benson Latin American Collection of the University of Texas at Austin. The State Historian is a non-executive position appointed by the State Network Chair and is a non-voting member. The State Historian works closely with the State Secretary and Executive Director to acquire the records including an annual outreach to Chapters for significant documents.

Section 12.19 The State Representatives are the official representatives of each Chapter at the State Board of Directors meeting. They are elected by the Chapters, are not members of the State Executive Committee, but serve on the State Board of Directors as voting members. They submit the Chapter's quarterly report of activities and communicate to their Chapters the activities, orders, and resolutions of the State Board of Directors.

Section 12.20 The State Advisory Chair is a former Chair of the Network appointed by the Network Chair as a non-voting member to the Executive Committee. The State Advisory Chair provides a historical perspective of the Network's mission and assists with the accomplishments of strategic goals and operational tasks of the Standing Committees.

ARTICLE XIII

COMMITTEES

Section 13.01 The State Executive Committee will consist of the officers of the Network and will act on matters of urgency when the State Board of Directors cannot meet.

Section 13.02 The Standing Committees of the Network are designed to conduct business in an efficient and prudent matter. The Committee Chair schedules the meetings of Standing Committees. The State Executive Board approves membership for each committee.

Section 13.03

13.03a Bylaws: This Committee, chaired by the State Parliamentarian and co-chaired by the State Chair-Elect, is responsible for the constant evaluation of the Bylaws and the Standing Rules, of the Network.

13.03b Finance: The State Network Chair leads the Finance Committee with the State Treasurer with the purpose of providing oversight of financial reporting and disclosure for all financial accounts. It will recommend investment of the Network's funds on an annual basis or as needed.

13.03c The Self-Development Committee shall be chaired by the Network Immediate Past State Chair and is responsible for creating and implementing a leadership development program and disseminating information on openings to boards and commissions at the Chapter and State levels.

13.03d Credentials, Nominations, and Elections: This Committee shall be chaired by the Immediate Past State Chair and is responsible for recommending the slate of qualified candidates for vote by the membership at the Annual Meeting at the State Conference, and ensuring the election is carried out.

13.03e Marketing and Communication: This Committee shall be chaired by the State Vice Chair of Marketing and co-chaired by the Chair-Elect. The Committee is responsible for promoting the Network to external audiences by means of appropriate and available medium, with affiliates, and through Chapter efforts. Information garnered is utilized, as appropriate, on the Network website, in the quarterly newsletter, and for developmental purposes.

13.03f Education: This Committee is chaired by the State Vice Chair of Education and co-chaired with the State Chair-Elect to ensure implementation of the educational efforts. The Committee ensures required reports are acquired and maintained for funding sources.

13.03g Legislation and Issues: The Committee is chaired by the Immediate Past State Chair and appointed members that are subject matter experts to the issue at hand. The Committee is designed to respond promptly to issues and needs that align to the mission of the Network and ensure the position and statements are free of partisan politics that risk the 501 (c) (3) status. The Network may respond in conjunction with or separately of the Network's affiliates.

13.03h Development: The Committee, chaired by the State Vice Chair of Development and co-chaired by the Network Chair, works closely with the Executive Director and the Board of

Directors to identify key operational and program needs, seek funding sources, and acquire funds annually.

Section 13.04 Ad Hoc or special committees shall be designated by the Network State Chair as needed for the purpose of carrying out the duties designated by the Network State Chair and said committees will disband upon completion of their respective assignments.

Summary HWNT State Board of Directors

Elected (E) or Appointed (A)	Voting	Role or Standing Committee	Summary of Key Duties
Chair (E)	Vote	Oversees all standing committees	Represents HWNT, presides over Network activities; hiring & performance evaluations with input from Board; fiduciary responsibilities
Chair Elect (E)	Vote	Oversees implementation by Marketing & Communications, Education and Bylaws	Duties of Chair in the absence of Chair; ensures officers carry out duties associated with roles & assigned Standing Committees
Immediate Past Chair (E)	Vote	Chairs Credentials, Nomination & Elections, Self-Development, Legislation & Issues	Leads & ensures operational goals of Standing Committees are carried out
Vice Chair Membership (E)	Vote	Chairs Membership	Acts in absence of Chair & Chair Elect; Membership activities at chapter & state level, confirms membership in good standing & qualifications for office; fiduciary role with Treasurer
Secretary (E)	Vote	Accurate recordkeeping	Record all meetings of the Executive Committee and State Board of Directors
Vice Chair Development (E)	Vote	Chairs Development with Chair as Co-Chair	Fundraising, sponsorship of conference & annual meeting, Development & funds for sustainability of HWNT
Vice Chair Marketing (E)	Vote	Chairs Marketing & Communications with Chair-Elect as Co-Chair	Marketing HWNT & conference including on website, quarterly newsletter,
Vice Chair Education (E)	Vote	Chairs Educational efforts with Chair Elect as Co-Chair	Education series, programs & scholarships throughout the state & funded by the Network State Office

Treasurer (E)	Vote	Ex-Officio on Finance Committee	Fiduciary accuracy; custody of funds & disbursement; Ex-Officio on Finance Committee with Chair
Parliamentarian (A)	No	Chairs Bylaws with Chair-Elect as Co-Chair	Interprets bylaws & parliamentary procedures
Historian (A)	No	Leads archival efforts of Chapter & State activities	Custodian of records, seeks Chapter records for archives; provides records to Nettie Benson Collection
Advisory Chair (A)	No	Projects as assigned	Guidance & historical perspective and assists with accomplishments of strategic goals and operational tasks of the Standing Committees
State Representatives (E)	Vote Not members of Executive Committee	Standing Committees as requested	Represent Chapters at Board meetings, submit quarterly reports of Chapter activities; communicate to Chapters the activities, orders & resolutions of the State Board of Directors

**ARTICLE XIV
PARLIAMENTARY AUTHORITY**

Robert’s Rules of Order Newly Revised, the current edition in print, will be the parliamentary authority of the network.

**ARTICLE XV
AMENDMENT OF BYLAWS**

Section 15.01 Thirty (30) days advance written notice, through email, shall be provided to the HWNT State Board members prior to voting on any proposed amendments to the Bylaws. Voting on amendments, by the State Board may be conducted through electronic methods. Once approved by the State Board, the proposed amended bylaws must be emailed to the HWNT members thirty (30) days in advance of the annual membership meeting.

Section 15.02 A simple majority is required to approve any changes to the Bylaws.

**ARTICLE XVI
MISCELLANEOUS PROVISIONS**

Section 16.01 The Network shall indemnify any person who was or is a party to any threatened, pending or completed action suit or proceeding whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Network), partnership, joint venture, trust or other enterprise against expense (including attorney’s fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by her or him in connection with such action, suit, or proceedings if she or he in good faith and in a HWNT State Board Bylaws – Approved by State Board 8-28-22

manner she or he reasonably believed to be in or not opposed to the best interest of the Network, and with respect to any criminal action or proceedings, had no reasonable cause to believe her or his conduct was unlawful.

Section 16.02 Indemnification hereunder shall be made only upon a determination in the specific case that indemnification is proper under the substantive standards established hereunder. Such determination shall be made (1) by the State Board of Directors by a simple majority vote of a quorum comprised of Directors who were not parties to such action, suit or proceeding, or (2) even if a quorum of disinterested Directors so directs, by independent legal counsel in a written opinion.

ARTICLE XVII

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 17.01 The State Board of Directors may authorize any officer or officers, agent or agents, of the Network in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Network. Such authority may be general or confined to specific instances.

Section 17.02 All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Network shall be signed by such officer or officers, agent or agents of the Network and in such manner as shall from time to time be determined by the State Board of Directors, such instruments shall be signed by the Treasurer. Instruments in excess of \$1,000 shall need two of the signatures in bank records.

Section 17.03 All funds of the Network shall be deposited from time to time to the credit of the Network in such banks, trust companies or other depositories as the State Board of Directors may select.

Section 17.04 The State Board of Directors may accept on behalf of the Network any contribution, gift, bequest or device for the general purposes or for any special purposes of the Network.

ARTICLE XVIII

BOOKS AND RECORDS

Section 18.01 The Network shall keep correct and complete books and records of accounts and shall also keep minutes of its membership meetings, State Board of Directors meetings and committee meetings, and shall keep at the registered or principal office a record giving the names and addresses of the members. Any member or agent or attorney may inspect all books and records of the Network for any purpose at any reasonable time.

Section 18.02 The records of the Network shall be archived at Rare Books and Manuscripts Reading Room of the Nettie Lee Benson Latin American Collection of the University of Texas at Austin. The Network's Historian maintains the archives.

ARTICLE XIX
FISCAL YEAR

The fiscal year of the Network shall begin on the first day of January and will end on the last day of December of each year.

ARTICLE XX
SEAL

Section 20.01 The State Board of Directors, at its discretion, shall provide the Network a seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Network.

Section 20.02 The logo of the Network shall be the official logo of the Hispanic Women's Network of Texas. The logo shall be used on all official Network stationery, documents and other papers of the Network. Any variations of the logo shall not be accepted as official. The State Board of Directors shall deal with any unwarranted and unauthorized use of its logo. Any Chapter seeking to use the logo on any merchandise other than stationery, documents or other papers or for fund-raising, must first seek approval from the State Board of Directors. Any use of the logo on merchandise other than stationery and used for fund-raising must be approved in advance by the State Board of Directors.

Section 20.03 HWNT Newsletter: is accessible via the Network website or emailed to each active member. HWNT newsletter may not be used by any Network member, any other group or individual, within or outside the organization, for the promotion of political candidates, platforms, partisan politics, or paid political advertisements.

ARTICLE XXI
WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Texas Nonprofit Corporation Act or under the provisions of these Bylaws or by Articles of Incorporation of the Network, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.
