

# **San Diego 173rd Airborne Brigade Association By-Laws**

Adopted at the May 3, 2008 Regular Meeting by Unanimous Vote

## Table of Contents

### **Article I: Name, Location, and Purpose**

Section 1: Name

Section 2: Location

Section 3: Purpose

### **Article II: Membership**

Section 1: Type and Qualification

Section 2: Dues and Initiation Fees

Section 3: Termination of Membership

Section 4: Membership Denial/Revocation

Section 5: Meeting of Members; Quorum; Voting

Section 6: Order of Business

### **Article III: Association Executive Committee and Officers**

Section 1: Executive Committee

Section 2: Officers

Section 3: Election and Term

Section 4: Compensation

Section 5: Removal from Office

### **Article IV: Fiscal Year**

### **Article V: Reunions**

### **Article VI: Scholarships Awards and Honors**

Section 1: Scholarships

Section 2: Awards

Section 3: Honors

### **Article VII: Demise**

Section 1: Failure to Function

Section 2: Disposition of Funds and Assets

**Article VIII: Amendments and Procedural Changes**

Section 1: Amendments

Section 2: Procedural Changes

**Article IX: Rules of Order**

**Article X: Construction**

**Article I. Name, Location, and Purpose**

**Section 1: Name**

The official name of this organization shall be The San Diego 173<sup>rd</sup> Airborne Brigade Association, also shall be known as, “San Diego, California, Chapter 28, 173<sup>rd</sup> Airborne Brigade Association”, and referred to in these Bylaws as “The Association”.

**Section 2: Location**

The Association shall be located in the County of San Diego, State of California. It may also have other offices, either within, or outside the confines of The County of San Diego, as authorized by all its duly elected officers to conduct required business.

**Section 3: Purpose**

The purpose of the Association shall be to:

- A. Establish a nonprofit organization to further develop common bonds that exist between all who serve and have served with the Unit of The United States Army known as The 173<sup>rd</sup> Airborne Brigade, and other persons, and organizations within the World wide Airborne Community.
- B. Assemble and maintain awards, achievements, and like records of the San Diego Airborne Association, and others in order to assist those who shall preserve and publish the U.S. Armed Forces Airborne History.

- C. Perpetuate the memory of fallen members of The 173<sup>rd</sup> Airborne Brigade, assigned, or attached, as well as those of our brother Airborne Soldiers, and to honor and protect their honor.
- D. Furnish the Community a standard of Esprit de Corps attributed to the Airborne unites of the U.S. Armed Forces.
- E. Provide assistance, and service to Association members in matters pertaining to veterans' affairs, benefits, issues and concerns.
- F. Support the National 173d Airborne Brigade Association Scholarship Fund and its programs.
- G. Support the National 173d Airborne Brigade Memorial Foundation, Inc.

## **Article II. Membership**

### **Section 1: Types and Qualifications**

#### **A. Regular Members**

- 1) Any person who serves or has been assigned or attached, under competent orders with the U.S. Army Unit known as the 173rd Airborne Brigade, or who served in any US Military unit while that Unit was attached to the 173rd Airborne Brigade, or who served with Units of the U.S. Army that were to become the 173rd Airborne Brigade prior to its activation on 24 June 1963, and who was honorably discharged from the U.S. Military shall be eligible for Regular Membership.
- 2) All applicants for Regular Membership shall first submit to the Association's Treasurer an application with the required membership dues. An Applicant shall become a Regular Member upon payment in full of initiation fees and dues in US currency and approval by a two thirds (2/3) vote of the Regular Members taken at a duly noticed regular meeting.
- 3) The membership status may be revoked of any Regular Member who at any time brings discredit or engages in conduct that is inconsistent

with the good order of the Association or whose conduct is inconsistent with these By-laws. Such revocation shall require a two thirds (2/3) vote of the Regular Members present at a duly noticed regular meeting of the Association.

- 4) Regular Members may become Life Members of the National 173rd Airborne Brigade Association by submitting to the Association's Treasurer an application with the required Life Membership dues and paying the Association's annual dues.
- 5) Required head gear by Regular Members: Maroon beret with Paraglide flash or Unit flash with Unit Crest
- 6) Failure to wear the approved head gear at any meeting, event, or activity of the Association may be cause, at the discretion of the Association President, for the imposition of a fine of \$2.00 for Regular Members and \$5.00 for Association Officers without the required head gear.

#### B. Associate Members

- 1) Spouses of deceased members of the Association shall be eligible for Associate Membership upon delivery of the membership application and payment of the required dues and fees to the Association Treasurer and acceptance by a two thirds (2/3) vote of members present at a duly noticed regular meeting of the Association.
- 2) Gold Star Members: Any immediate family member of a Soldier Killed in Action while serving with the 173<sup>rd</sup> Airborne Brigade shall be eligible for Gold Star Membership. Immediate family is defined as Spouse, Children (natural, adopted, or step), Mother, Father, Brother, or Sister. Gold Star Member applicant(s) must provide to the Association Treasurer documentation of the relationship to the Service Member killed in action, the membership application and payment of the required dues and fees and approval of the completed application by a two thirds (2/3) vote of members present at a duly noticed regular meeting.

- 3) Veteran Members: Any person who has served with United States Armed Forces or its Allies shall be eligible for Associate Membership upon delivery of the membership application and payment of the required dues and fees to the Treasurer and acceptance by a two thirds (2/3) vote of members present at a duly noticed regular meeting.
- 4) Honorary Member: Any person whose activity shall have fostered the Airborne ideals on a Community\ National scale or who has provided exceptional service to the United States or to the 173<sup>rd</sup> Airborne Brigade may be nominated a member in good standing by written recommendation, to the to the President of the Association.
- 5) Required head gear by Associate Members: Maroon beret with Unit flash with Unit Crest
- 6) Failure to wear the approved head gear at any meeting, event, or activity of the Association may be cause, at the discretion of the Association President, for the imposition of a fine of \$2.00 for Associate Members without the required head gear.

## **Section 2: Dues and Fees**

- A. The Association may from time to time fix or revise membership dues of the Association.
  - 1) Annual Dues are \$24.00 of which \$16.00 shall be forwarded to the National 173<sup>rd</sup> Airborne Brigade Association.
  - 2) Life Membership shall be a one time amount \$173.00, which shall be forwarded to the National 173<sup>rd</sup> Airborne Association, plus \$8.00 annual payment to the Association due on January 1 of each year.
- B. The Association may establish additional fees as may be required to conduct its business.
- C. Annual Dues are due are as of 1 January of each year. Dues shall be paid to the Association Treasurer who shall promptly deposit such dues in the Association bank account.

D. Honorary Members are exempt from annual dues of the Association but may voluntarily contribute the dues amount.

E. Gold Star Members are exempt from annual dues of the Association but may voluntarily contribute the dues amount.

### **Section 3: Termination of Membership**

A. Membership in the Association may refused or revoked as specified above in these Bylaws upon:

- 1) Written resignation submitted to the President or;
- 2) For non-payment of dues or assessments; or,
- 3) For any reason that would warrant refusal of Membership.

### **Section 4: Membership Denial/Revocation**

Any person who is denied membership in the Association or whose membership is revoked in accordance with these Bylaws shall be informed in writing, by the Association President, of such denial or revocation.

### **Section 5: Quorum for Meetings; Voting**

- A. Quorum: At least four (4) Regular Members, including the Association President or Vice-President present at a duly noticed meeting shall constitute a Quorum. Except as otherwise specified in these Bylaws, a majority of votes cast at a duly noticed meeting shall be required to pass the motion or authorize the proposed action.
- B. Only Regular members may cast a vote on any motion or other request for action on behalf of Association.
- C. Except as otherwise specified in these Bylaws Associate Members may not vote on motions before the membership but those Associate Members present at a duly noticed meeting shall be entitled to participate in the discussion of any motion or topic of discussion brought to the floor at the meeting.

## **Section 6: Order of Business**

A. The order of business for a duly noticed meeting shall be as follows:

- 1) Roll Call of Association officers
- 2) Approval of the Agenda
- 3) Reading of the Minutes of the preceding meeting(s)
- 4) Approval of Minutes of the preceding meeting(s)
- 5) Treasurer's Report
- 6) President's Report
- 7) Report of Committees
- 8) Old business
- 9) New business
- 10) Other Reports
- 11) Announcements/Good of the Order/Welfare of the Association
- 12) Adjournment

## **Article III. Association Executive Committee and Officers**

### **Section 1: Executive Committee**

A. The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer Judge Advocate, and Sergeant at Arms. It shall:

- 1) Manage the affairs of the Association
- 2) Have the ability to act in all emergencies
- 3) At the next regular meeting of the Association it report all actions taken on the Association's behalf.
- 4) The President may appoint to the Executive Committee other Regular members as needed from time to time.

## **Section 2: Officers**

A. Qualifications: All association Officers shall be Regular Members in good standing of The Association.

B. Election, Term, and Installation

1) Election of the President and Treasurer shall be conducted on even years

2) Election for the Vice-President, Secretary and Sergeant at Arms shall be conducted on odd years.

3) Elections shall be conducted by secret ballot cast at a duly noticed regular meeting between the Months of September and November. The Secretary shall devise a ballot for each of the offices up for election with candidate's name. Ballots shall be distributed by the Sergeant at Arms to all eligible voters at the Election meeting. The Sergeant at Arms shall collect the completed Ballots, which shall be counted and certified by the Secretary who shall announce the results at the conclusion of the count and certification.

4) Elected officers shall take office upon the completion of the elections and serve a term of two (2) years.

C. Duties and Responsibilities

1) President: The President shall be the Chief Executive Officer of the Association and shall supervise and control all of its affairs. The President shall preside at all meetings of the Association.

2) Vice President: The Vice President shall perform duties at the direction of the President and perform as President when in the occasion the President is unable to perform his normal duties. The Vice President shall also be Ex-officio to all standing committees.



- 3) Secretary: The Secretary shall be responsible for;
- a) All Association correspondence receiving obligations, any and all amounts payable to the Association, presenting bills for payment to the Treasurer, record and deliver all monies to the Treasurer and record the minutes of all meetings,
  - b) Taking minutes of all Association meetings and distributing those minutes to the membership prior to or at the subsequent meeting,
  - c) Providing assistance to all committees with reports in context and form,
  - d) The dissemination of information relating to or about the Association membership, its activities, programs and events.
- 4) Treasurer: The Treasurer shall be responsible for;
- a) Maintaining accurate membership records,
  - a) Maintaining an active bank account at bank located in San Diego County, California.
  - b) Maintaining accurate records of all of the Association's financial assets and funds using accepted standard accounting procedures and practices,
  - c) Issuing official receipts from the Association for money, revenue or funds received on behalf of the Association,
  - d) Depositing in the Associations bank account(s) such monies, revenues, and funds received in the name of the Association in such Bank, Trust companies or other depositories designated by the Association, which shall be insured by the Federal Government.
  - e) Paying all legitimate bills and obligations of the Association upon the receipt of the written demand for the payment of such bill or obligation. Such payment shall be transmitted via a check drawn on the Association's account and co-signed by the President, Vice-President or Secretary of the Association.

- f) Providing a financial report, subject to audit, at every duly noticed regular meeting of the Association.
- g) Preparing and submitting a budget to the Association at a duly noticed regular meeting of the Association during the 1st Quarter of the Calendar year.
- h) Upon the request of the President or a majority of the member of the Executive Committee, submitting to Association an audited financial report during a duly noticed regular meeting held in the 4th Quarter of the Calendar year. The audit shall be conducted by two members of the Association as designated by the President.
- i) Completing, in the manner specified by law, all required legal forms relating to the Association's financial resources, revenues, or funds, such as but not limited to the annual reporting requirement of the California Franchise Board or the U.S. Internal Revenue Service.

#### D. Other Officers appointed by the Association President

- 1) The Association Chaplain shall be appointed by and serve at the direction of the President-and shall; open meetings with a non-sectarian and non-denominational prayer, conduct advisement in compassion to family and comrades of fallen members of the Association, and Swear in all newly elected Association Officers.
- 2) Quarter Master shall be appointed by and serve at the direction of the President and shall account for all equipment and property of the Association. The Quarter Master shall maintain a detailed accounting of Association property and equipment and its location. And, the status of such property and equipment shall be reported the Association at all duly noticed regular meetings of the Association. The Quarter Master shall be responsible for ensuring that flags and related accessories necessary to present a patriotic and professional image of the Associations veterans' related history and mission.

- 3) The Association Staff Judge Advocate to serve shall be appointed by and serve at the direction of the President and shall, upon the request of any Association Officer, provide advice to the Association in matters or questions pertaining to the Association Bylaws and Articles of Incorporation. The Staff Judge Advocate should have a legal back ground or a working knowledge of Robert's Rules of Order and matters related to the interpretation or explanation of bylaws or Articles of Incorporation and could be an honorary member.

### **Section 3: Vacancies**

The remaining members of the Executive Committee may appoint any Regular Member in good standing of the association to fill any vacancy other than the Presidency, who shall be filled in the order of succession as follows: Vice-President, Secretary, and Treasurer. Such appointment shall be confirmed by a majority vote of the Regular Members present at a duly noticed regular meeting of the Association. Upon confirmation the appointed person shall take that office for the remainder of the term for that office. If the appointment of the Executive Committee is not confirmed, an election shall be conducted as outline in these Bylaws at section 2.B.3.

### **Section 4: Compensation**

No Officer or member of the Association shall receive monetary compensation other than reimbursement for legitimate and authorized expenses.

### **Section 5: Removal from Office**

- A. Any Officer, elected or appointed may be removed from Office by a two thirds (2/3) vote of the Regular Members present at a duly noticed regular meeting or at a special meeting called the any member of the Executive Committee. Provided that the Association members the Association President or Executive Committee members provide at least 10 days notice of such meeting. The notice of the meeting shall also be delivered to the officer who is subject of the removal action. Such notice may be delivered in person or via electronic means such as but not limited to email or US Mail to the address in the Association membership records.

B. Recommendation or request for removal from office must be made in written form accompanied with documents supporting the reason for such removal.

C. The 2/3 vote shall have no appeal.

#### **Article IV. Fiscal Year**

The Fiscal Year for the Association shall be concurrent with the Calendar year

#### **Article V. Reunions**

At such time as the Association should wish to host a reunion a study committee shall be appointed by the President to study the proposed reunion and report its findings at a duly noticed regular meeting of the Association.

#### **Article VI. Scholarships Awards and Honors**

##### **Section 1: Scholarships**

The Association may at its discretion develop a scholarship program to enhance the education and well being of eligible students.

##### **Section 2: Awards**

The Association may, at its discretion, provide recognition to any person for achievement and service to the Association, the Airborne, the Army or the U.S Armed Forces, or United States of America, by either members of The Association or, when appropriate, by distinguished persons not members of The Association.

##### **Section 3: Honors**

The Association may participate in the “Static Line: 173rd Man of the Year”; the National 173rd Airborne Association “The Sigholtz Award”; and the President Emeritus Program.

## **Article VII. Demise**

### **Section 1: Failure to Function**

In the event that the Association ceases to function as a viable veterans' service organization.

### **Section 2: Disposition of Funds and Assets**

In the event the Association ceases to exist, all Association assets, including all property, revenue, assets and records shall be transferred to the National 173 Airborne Association, a nonprofit tax exempt organization, to be maintained in trust in the event the Association is re-activated.

## **Article VIII: Amendments and Procedural Changes**

### **Section 1: Amendments**

Amendments to these Bylaws may be adopted a 2/3 majority vote of the Regular members present at a duly noticed regular meeting.

### **Section 2: Procedural changes**

Procedural changes to these Bylaws may be made at the direction of a simple majority vote of the members present at a duly noticed regular meeting. This action must not change purpose or scope of the Chapter By-Laws. Procedural action may be editing, spelling, and or grammar corrections.

## **Article IX: Rules of Order**

Except where provided in these Bylaws, Roberts Rules of Order, Newly revised, shall determine parliamentary procedure.

## **Article X: Construction**

If there is any conflict between the provisions of the Articles of Incorporation and these Bylaws and the provisions of the Articles of Incorporations and the laws of the State of California shall govern.