

Bylaws of the Lancaster, Pa. Chapter, of the Military Officers Association of America

Updated: 4/17/2008

Article I – Name

The name of this organization shall be The Lancaster, Pa. Chapter of the Military Officers Association of America.

Article II – Purposes

The purposes of this organization shall be as listed in the following sections:

Section 1. To promote the aims of the Military Officers Association of America, as stated in the preamble to the bylaws of that organization.

Section 2. To further the legislative and other objectives of the Military Officers Association of America.

Section 3. To encourage and facilitate camaraderie among retired, active and former officers of the uniformed services.

Section 4. To provide useful services for, and to protect the interests of members and their dependents and survivors.

Section 5. To provide assistance to military and community projects without regard to their ability to pay.

Article III – Status

Section 1. This organization shall be a nonprofit organization, operated exclusively for the purposes specified in Article II above.

Section 2. Officers and other directors shall not receive any stated compensation for their services, but the Board of Directors may authorize reimbursement of expenses incurred in the performance of their duties.

Section 3. Nothing herein shall constitute members of the organization as partners for any purpose. No member, officer, or agent of this organization shall be liable for the acts or failure to act on the part of any other member, officer, or agent. Nor shall any member, officer, or agent be liable for his or her acts or failure to act under these bylaws, excepting only acts or omissions to act arising out of his or her willful misfeasance.

Section 4. The organization shall use its funds to accomplish only the purposes specified in Article II above, and no part of said funds shall inure to, or be distributed to members.

Section 5. In the event of dissolution of the organization, after the discharge of all its liabilities, the remaining assets shall be given to a nonprofit organization whose purposes and objectives are similar to those of the organization. The receiving organization shall be approved by a majority vote of the Board of Directors.

Article IV – Membership and Voting Rights

Section 1. The membership of this organization shall be composed of (a) men and women who are or have been commissioned and warrant officers of the seven U.S. uniformed services (Army, Navy, Air Force, Marine Corps, Coast Guard, National Oceanic and Atmospheric Administration, and Public Health Service) and the Reserve and other components of these services, and (b) widows and widowers of any deceased individuals who, if living, would be eligible for membership. The membership date of a widow or widower shall be that of the deceased member.

Section 2. There shall be only one category of membership regardless of how it is acquired. Each member will be considered a member in full standing regardless of the member's dues category as long as dues are credited in a timely manner.

Section 3. Applications for membership shall be submitted to the Membership Chairman and presented to the President for review.

Section 4. Any member may be dropped from membership for non-payment of dues. Any member may also be dropped for any other sufficient cause, by majority vote of a panel consisting of the five principal officers, President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer. The results of this vote will be provided in writing to the affected member who shall have an opportunity to appeal this decision. Should the member decide to appeal, a hearing will be conducted by a panel of the six directors of the board chaired by the immediate Past President, who shall only vote to resolve a tie. The results of this panel's majority decision will be considered final. Any member of the Board of Directors may not participate in both the principal officer and director panels.

Section 5. Members will be encouraged to hold and maintain membership in the Military Officers Association of America at the national level, but are not required to hold and maintain such membership to belong to this chapter.

Section 6. All members shall be entitled to vote on any matter submitted to the membership for vote. Proxy voting shall not be permitted.

Article V – Dues

Section 1. The operations of the chapter will rely on dues paid by the members. There will be four categories of dues available to each member. The specific amounts and other criteria shall be established by the Board of Directors and presented to the membership for approval.

- a. Annual term– Dues are paid once a year as specified in Section 3.
- b. Multiyear term – A reduced rate will be offered for a term longer than one year.
- c. Complimentary term– Annual dues payments are waived for a limited period of time based on certain criteria.
- d. Life term – Annual dues will not be required from such members.

Section 2. The annual dues for each member, for the calendar year, shall be determined by the members present at the next regular meeting following the recommendation of dues by the Board of Directors.

Section 3. The annual dues for a calendar year shall be due on January 1 of that year. New members are exempt from paying dues their first calendar year of membership.

Section 4. Members who fail to pay their dues within 60 days from the time they become due shall be contacted by the Membership Chairman and, if payment is not received within a reasonable time, as determined by the Membership Chairman, may be dropped from the rolls and thereupon forfeit all rights and privileges of membership.

Section 5. Members who have been dropped for nonpayment of dues may be reinstated upon reapplication for membership and payment of dues for the full current year. Dues exemption for the first calendar year shall not apply to members who allow their membership lapse and then are reinstated.

Section 6. When circumstances justify such action, the Board of Directors may exempt a member from payment of dues.

Article VI – Meetings

Section 1. The next to last meeting of the year will be an annual meeting for the election of officers and directors, the determination of annual dues, and the transaction of other business. This meeting shall be one of six regular meetings normally held each year, as scheduled by the President using guidelines set by the Board of Directors. The President may also call special meetings.

Section 2. Notice of each meeting shall be mailed to each member at least 15 days in advance of the meeting, with time and place specified, and information regarding subjects to be considered at the meeting. Members present at any meeting shall constitute a quorum.

Section 3. The rules contained in the current edition of Robert's Rules of Order shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt.

Section 4. The American Flag shall be displayed and honored at all general membership meetings of this organization.

Article VII – Board of Directors and Officers

Section 1. The Board of Directors shall be composed of the elected officers (President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer), the immediate Past President, and six elective Directors, all of whom must be members of the Chapter.

Section 2. The officers and directors shall be elected annually by the members present at the next to last meeting of the year. Election shall be by a majority of votes cast. Officers and directors elected shall be installed and take office at the last meeting of the year. Officers shall serve for a term of one year. Directors shall serve for a term of three years. Two of the six directors shall be elected each year.

Section 3. The Board of Directors shall have supervision, control, and direction of the affairs of the organization, shall determine its policies or changes therein within the limits of the bylaws, shall actively further its purposes, and shall have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as may be deemed advisable, and may, in execution of the powers granted, appoint such agents as it may consider necessary.

Section 4. The Board of Directors shall not be authorized to adopt resolutions, change dues, assess members or establish positions in the name of the organization. Such matters shall be decided by a majority vote of members present at any meeting of the organization.

Section 5. The Board shall meet upon call of the President at such times and places as he or she may designate, and shall also be called to meet upon demand of a majority of its members. Notice of all meetings of the Board shall be sent to each member of the Board at least 10 days in advance of the meetings.

Section 6. A majority of the entire Board shall constitute a quorum at any meeting of the Board. Each member of the Board shall be entitled to one vote.

Section 7. The President shall be the principal elected officer of the organization, shall preside at meetings of the organization and of the Board of Directors, and shall be a member *ex officio*, with right to vote, of all committees except the nominations committee. He shall also, at the annual meeting and at such other times as he may deem proper, communicate to the organization or the Board of Directors such information or such proposals as would in his or her opinion tend to promote the welfare and increase the usefulness of the organization. Further, he or she shall perform such other duties as are necessarily incident to the office of the President.

Section 8. No member shall be eligible to serve more than two consecutive years as President or Vice President. No other officer or director shall be eligible to serve for more than six consecutive years. In exceptional cases, the membership shall allow a one-year extension to the term of an office. The Vice President shall automatically fill a vacancy in the office of the President. A vacancy in any other office or on the Board of Directors shall be filled as the Board of Directors may decide.

Section 9. In the event of the President's temporary disability or absence, the Vice President shall perform the duties of the President. In the event of the temporary disability or absence of both the President and the Vice President, the Board of Directors shall decide who will be in charge until the next election.

Section 10. The Recording Secretary shall give notice of and attend meetings of the organization and shall keep a record of all proceedings of the organization and of the Board of Directors. This officer shall maintain a copy of the membership records and shall provide safekeeping for all important documents and records belonging to the organization. This officer shall annually report the names and other information to the national office of the officers, board members and other committee chairpersons.

The Corresponding Secretary shall receive and distribute as appropriate all correspondence directed to the Chapter's postal address. This officer shall maintain the organization's correspondence files and shall respond to all correspondence as directed by the President. This officer shall perform the duties of the Recording Secretary as necessary. This officer shall maintain a record of all reservations for and attendance at the bimonthly general membership meetings and disseminate that information as appropriate.

Both Secretaries shall perform such other duties as are commensurate with their respective offices, or as may be assigned by the Board of Directors or the President.

Section 11. The Treasurer shall collect annual dues, follow up on unpaid dues, maintain a record of all sums received and expended for the organization, and make disbursements authorized by the Board of Directors. Prior to dropping any member from membership for nonpayment of dues, the Treasurer will advise the membership chairman in order that he or she can ensure that the member actually intends to be dropped. All sums received shall be deposited in a financial institution approved by the Board of Directors, and funds may be drawn therefrom only upon the signature of the Treasurer, and in his absence, upon the signature of the President or the Vice President. He or she shall report at the annual meeting, or when called upon by the President. The funds, books, and vouchers held by the Treasurer shall at all time be subject to inspection and verification by the Board of Directors.

Article VIII – Committees

Section 1. The President shall annually or as needed appoint such standing and special committees as he or she finds advisable, **and shall be an *ex-officio* member of all committees.**

Section 2. By June of each year, the Board of Directors shall appoint a nominating committee of members to nominate candidates for the elective offices of the coming year. The committee shall notify the Secretary, in writing, at least 30 days before the date of the annual meeting, of the candidates it proposes. This information shall be mailed to all members at least 15 days before the annual meeting.

Section 3. In January the President will appoint a committee to audit the chapter books.

Section 4. In January the president will appoint a committee to review and, if appropriate, make recommendations for changes to these bylaws.

Article IX – Amendments

These bylaws may be amended, repealed, or altered, in whole or in part, by a two-thirds vote at any duly organized meeting of the organization, provided that a copy of any amendment proposed for consideration has been mailed to each member at least 15 days prior to the date of the meeting.

ARTICLE X – Nondiscrimination Policy

Discrimination as to membership, participation in or access to its programs and activities on the basis of race, color, religion, age, gender, national origin, marital status, handicap, political affiliation or any other reason prohibited by law is not permitted by members.

Article XI – Anti-Harassment Policy

Harassment, sexual or otherwise, is not permitted by members against either members or nonmembers of this chapter.

This is to certify that these bylaws were reviewed, approved and adopted at a meeting of the Lancaster, Pennsylvania Chapter of the Military Officers Association of America on 17 April 2008.

Name: _____

James J. Cunningham

Rank and Service: Lt. Col, USAF, Ret.

Office: Chapter President