

**Greater Rome Utica Chapter
Military Officers Association of America**

CONSTITUTION

and

BY – LAWS

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CONSTITUTION AND BY-LAWS

PREAMBLE

- To inculcate and stimulate love of our country and the flag.
- To defend the honor, integrity, and supremacy of our National Government and the Constitution of the United States.
- To advocate military forces adequate to the defense of our country.
- To foster fraternal relations among all branches of the various services.
- To uphold the rights and interests of active duty and retired personnel of the uniformed services, when service matters are under consideration;

We unite to form the GREATER ROME UTICA CHAPTER of THE MILITARY OFFICERS ASSOCIATION OF AMERICA (GRUCMOAA).

ARTICLE I: NAME

Section 1. The Association known as the *Greater Rome Utica Chapter Military Officers Association of America* shall be a not-for-profit organization.

Section 2. In the event that this Association is dissolved, all its remaining assets shall be given to tax-exempt organization(s) designated by its Board of Directors.

ARTICLE II: PURPOSE

The purpose of the Association shall be to bring together commissioned officers and warrant officers, and persons who have held a status as commissioned officers or warrant officers, who support the objectives as stated in the Preamble, and other worthy causes as may be established by the Association.

ARTICLE III: MEMBERSHIP AND VOTING RIGHTS

Section 1. Subject to the provisions hereof, membership shall be composed of:

- (a) Men and women who are or have been commissioned officers or warrant officers of Army, Navy, Air Force, Marine Corps, Coast Guard, National Oceanic and Atmospheric Administration and Public Health Service and of the reserve and other components of these Services.
- (b) Widows or widowers of any deceased individual who would have been eligible for membership.
- (c) Individuals elected as Honorary Members of the Association as set forth in ARTICLE III Section 2. (c).

Section 2. Membership shall be four classes, viz.-

- (a) **MEMBERS** – Those eligible for regular membership as set forth in ARTICLE III Section 1. (a), who apply for membership and pay prescribed annual dues.
- (b) **AUXILIARY MEMBERS** – Widows and widowers of deceased members or of any deceased individual who would have been eligible for membership as set forth in ARTICLE III Section 1. (a).
- (c) **CORRESPONDING MEMBERS** - Those eligible for membership as set forth in ARTICLE III Section 2. (a) or 2. (b), who apply for membership and pay prescribed annual dues and who are confined for health reasons or whose permanent residence is 50 miles or more from the greater Rome/Utica area.
- (d) **HONORARY MEMBERS** – Individuals whether or not eligible for regular membership as set forth in ARTICLE III Section 1. (a), while serving in the Federal Government, New York State Government, or city, town and county government in the geographic areas served by the Greater Rome-Utica Chapter, or who otherwise have rendered exemplary service within the Greater Rome-Utica Chapter community, may, on the initiative of the Board of Directors, be elected Honorary Members of the Association. The Board of Directors shall have the authority to terminate an Honorary

Membership. Honorary Members shall not be entitled to vote, or required to pay dues.

Section 3. Application for membership shall be in writing and addressed to the Association Treasurer.

Section 4. The Board of Directors may reject an application for membership for cause. The applicant will be notified of the rejection and the reason therefore.

Section 5. Members shall be entitled to vote upon any matter submitted to the membership for vote.

Section 6. Members should maintain membership in Military Officers Association of America, Alexandria, VA.

Section 7. The Board of Directors may drop any member for cause, after being given the opportunity to be heard.

Section 8. As a benefit to Members, membership privileges, except the right to vote, shall be extended to their spouses. However, a spouse eligible for membership as described in ARTICLE III Section 1. (a), who applies for membership and pays the prescribed annual member dues shall be entitled to all membership privileges including the right to vote.

Section 9. There shall be at least five membership meetings per year to provide information on Association business and/or social activities. In addition, an annual meeting will be held on or about 7 December at which time officers and directors of the Association will be elected and installed. A quorum of 15 members shall be necessary to conduct the business at the annual meeting.

ARTICLE IV: DUES

Section 1. Dues, if any, for all classes of membership shall be established for each calendar year at a meeting of the Board of Directors by 1 November of the preceding year.

Section 2. A member in the Association may be dropped for non-payment of dues if the dues have remained unpaid for 120 days after 1 January of the year for

which due. The dropped member may be reinstated when dues are paid for the current year.

Section 3. No member shall be liable for the debts or other financial obligations of the Association, when incurred on behalf of the Association.

ARTICLE V: BOARD OF DIRECTORS

Section 1. There shall be a Board of Directors composed of the elected Officers of the Association, as specified in Article VI, Section 1, the immediate Past President, and a minimum of eight current members preferably representing each of the armed services; Army, Navy, Air Force, and Marine Corps; who have served as commissioned officers or warrant officers.

Section 2. Directors shall be unpaid officials of the Association and serve a period of three years, or until their successors are installed.

Section 3. Vacancies on the Board of Directors may be filled by a majority vote of all members present at the annual meeting.

Section 4. Any director may be removed from office by two-thirds vote of the Board of Directors, whenever, in its judgment, it may consider such action in the best interest of the Association.

Section 5. The business management and affairs of the Association shall be under the direction and control of the Board of Directors who shall have the authority to expend funds, incur liabilities, authorize contracts, and attend to such other matters connected with the conduct of the Association as, from time to time it may determine, or subject to vote by the membership.

Section 6. Regular business meetings of the Board of Directors shall be held not less than six times during each calendar year. Additional meetings may be called by the Chairperson of the Board, or by one-third the number of directors. Notice of such meeting shall be sent to each director at least five days prior to the

meeting. Notice may be in the form of a written notice, an email or other electronic method.

ARTICLE VI: OFFICERS

Section 1. The officers of the Association shall be the President, 1st Vice President, 2nd Vice President, 3rd Vice President, Secretary, Treasurer, and Chaplain.

Section 2. The majority vote of members present at the annual meeting shall elect officers of the Association.

Section 3. Elected officers shall be unpaid officials of the Association and serve for one year, unless an officer resigns or is removed for cause by a majority vote of the Board of Directors.

Section 4. A vacancy in the office of President shall be filled by the 1st Vice President for the remainder of the term.

Section 5. Individuals to fill vacancies in the offices of Secretary, Treasurer, or Chaplain shall be recommended by the President, and if approved by the Board of Directors, shall serve until the annual election.

ARTICLE VII: RESPONSIBILITIES OF OFFICERS AND STANDING COMMITTEES

Section 1. The Board of Directors shall serve as the Finance Committee. Standing committees may include: Program, Legislative, Personal Affairs, Membership and Nominating. The President may appoint additional ad hoc Committees.

Section 2. The duties of the President shall be to serve as Chapter executive officer; preside at meetings of the Chapter and Board of Directors; appoint special committees, serve as ex officio member on all committees with the right to vote; communicate to chapter members or the Board of Directors information or proposals that would help achieve the purposes of the Chapter; appoint liaison representatives to local military facilities by formal letter to the facility commander.

Section 3. The duties of the Secretary shall be to provide to Board Members timely notification of all Board meetings; assist newsletter chair to provide the membership timely written notification of all annual, regular and special meetings; maintain a record of the proceedings for all meetings of the Board of Directors and Chapter meetings; prepare correspondence such as might be required for chapter business; maintain the chapter's correspondence files; safeguard chapter equipment, e.g. flags, banners, etc.

Section 4. The duties of the Treasurer shall be to process membership applications and resignations in cooperation with the membership committee; collect members annual dues; maintain a record of all sums received and expended by the chapter, make disbursements that are authorized by the Board of Directors; deposit all sums received in a financial institution authorized by the Board of Directors, prepare and give a financial report at Board and membership meetings; recommend to the Board, prior to the annual meeting, a budget for the next calendar year.

Section 5. The 1st Vice President shall serve as chairperson of the Program Committee, recruit and work with members of that committee to: submit a plan to the Board of Directors prior to the annual meeting, which includes a schedule of Board meetings and membership events for the next calendar year, and include the Board approved plan with the newsletter which notifies members of the annual meeting.

Section 6. The 2nd Vice President shall serve as the chairperson of the Legislative Committee, recruit and work with members of the committee to: monitor local, state and national legislative developments that affect service retirees or national security; keep the Board of Directors and chapter members informed about legislation which affects them, and legislators supporting said actions; recommend to the Board of Directors new or revised policies, courses of action lobbying strategies to influence legislative committees of the State Council of Chapters and MOAA Legislative Division; establish and maintain good working relationships with local, state and national legislators who represent chapter members.

Section 7. The 3rd Vice President shall serve as the chairperson of the Personal Affairs Committee; recruit and work with members of the committee to: provide information to members and survivors of their entitlements; represent the chapter to express sympathy and assistance to chapter members and their families during short and long term illnesses, and bereavement; keep members informed via the chapter newsletter on facilities and services (e.g. commissaries, exchanges, officer clubs, hospitals, short and long term health care facilities, medical care and insurance, social and community agencies, etc.) available in the area; maintain a database of agencies, their addresses, telephone numbers, and provided services.

Section 8. The immediate Past President shall serve as chairperson of the Membership and Nominating Committees; recruit and work with members of those committees to: recruit new members; conduct membership drives; offer informational programs to potential members; publish the chapter newsletter; maintain a data base of chapter members and MOAA members; recruit Officer and Board of Director nominees for election at the annual meeting, and to assist the Board to fill vacancies which may occur prior to the annual election; prepare and present a slate of candidates for approval by the Board of Directors one month prior to the annual meeting; present the approved slate of nominees for election at the annual meeting.

Section 9. The webmaster is a volunteer position with no voting rights. The webmaster is responsible to maintain the Association web presence (if provided by MOAA) or the Association web site; to inform the Board of Directors regarding the renewal of the domain name and web hosting fees on an annual basis; to provide electronic distribution of the Association newsletter and/or other communications deemed appropriate by the Board of Directors.

ARTICLE VIII: CHANGES IN BY-LAWS

The constitution and by-laws may be altered, amended, or changed, or a new constitution and by-laws may be adopted by a two-thirds vote of the members present at a special meeting of the Association called for that purpose.

Adopted: March 1999

1st Amendment: December 2002

2nd Amendment: March 2013