

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

**CONSTITUTION**

**and**

**BY – LAWS**

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

**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 Chapter 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 Chapter 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 Chapter 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 Chapter.

**ARTICLE III: MEMBERSHIP AND VOTING RIGHTS**

**Section 1.** Subject to the provisions hereof, membership shall be composed of: Men and women who are or have been commissioned officers or warrant officers of Army, Marine Corps, Navy, Air Force, Coast Guard, Space Force, US Public Health Service and National Oceanic and Atmospheric Administration and of the reserve and other components of these Services.

- (a) The spouse or surviving spouse of an individual who would have been eligible for membership.
- (b) Individuals elected as Honorary Members of the Chapter as set forth in ARTICLE III Section 2. (d).

**Section 2.** Membership shall be five classes, viz.-

- (a) **MEMBERS** – Those eligible for regular membership as set forth in ARTICLE III Section 1. , who apply for membership and pay prescribed annual dues.
- (b) **AUXILIARY MEMBERS** – The spouse or surviving spouse of any member or of any individual who would have been eligible for membership as set forth in ARTICLE III Section 1.
- (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. , 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.
- (e) **LIFE MEMBERS** - Those eligible for regular membership as set forth in ARTICLE III Section 1. , who apply for a life membership and pay prescribed life membership dues. Life Members are granted the right of survivorship based on the eligibility criteria as set forth in ARTICLE III Section 1. (a).

**Section 3.** Application for membership shall be in writing and addressed to the Chapter 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 are expected to 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. 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 Chapter business and/or social activities. In addition, an annual meeting will be held on or about 11 November at which time officers and directors of the Chapter 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 Chapter 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 Chapter, when incurred on behalf of the Chapter.

#### **ARTICLE V: BOARD OF DIRECTORS**

**Section 1.** There shall be a Board of Directors composed of the elected Officers of the Chapter, as specified in Article VI, Section 1, the immediate Past President, and a minimum of four current members preferably representing each of the

armed services; Army, Marine Corps, Navy, Air Force, Coast Guard and Space Force; who have served as commissioned officers or warrant officers.

**Section 2.** Directors shall be unpaid officials of the Chapter 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 those members present at the annual or special 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 Chapter.

**Section 5.** The business management and affairs of the Chapter 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 Chapter 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 method.

## **ARTICLE VI: OFFICERS**

**Section 1.** The officers of the Chapter shall be the President, Vice President, Secretary, and Treasurer.

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

**Section 3.** Elected officers shall be unpaid officials of the Chapter 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 immediate Past President, if none, then by the Vice President for the remainder of the term.

**Section 5.** Individuals to fill vacancies in the offices of Vice President, Secretary or Treasurer 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; be the point of contact for the New York State Council of Chapters and MOAA correspondence .

**Section 3.** The Vice President shall serve as the chairperson of the Legislative Committee, monitoring local, state, and national legislative developments; and the legislators that support those actions affecting chapter members and the Board of Directors; recommend to the Board of Directors new or revised policies; establish and maintain good working relationships with local, state and national legislators who represent chapter members.

**Section 4.** The duties of the Secretary shall serve as chairperson of the Program Committee, who submits the annual calendar to the Board of Directors prior to the annual meeting that includes the Board meetings and membership events for the next calendar year. The Board approved calendar is included in the newsletter which notifies members of the annual meeting. Further, the Secretary shall provide to Board Members timely notification of all Board meetings; 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, electronic equipment, etc.

**Section 5.** 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 6.** 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.

#### **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 Chapter called for that purpose.

**GRUC Charter conferred by MOAA (previously TROA) on 17 August 1972**

**Adopted: March 1999**

**Amendment: December 2002, March 2013, March 2021**