

Bylaws
For
Vietnam Veterans of America
Charles S. Kettles Chapter 310
As approved 9 January 2020

Article I – Name

The name of the organization is Vietnam Veterans of America, Charles S. Kettles Chapter 310 as stated in the Articles of Incorporation and is hereinafter referred to as the Chapter. The motto of the Chapter shall read:

“NEVER AGAIN SHALL A VET COMING HOME FROM BATTLE BE
MADE TO FEEL ALONE AND UNAPPRECIATED.”

Article II – Purpose

The purposes of the Chapter are those prescribed by the Articles of Incorporation and by the Constitution of the Vietnam Veterans of America Incorporated.

Article III – Members

The requirements for membership are the same as the requirements in the Vietnam Veterans of America Incorporated.

Article IV – Officers

Section 1 – Officers

The Officers of the Chapter shall be a President, a Vice President, a Treasurer, Secretary and a Sargent at Arms.

Section 2 – Office Holding Limitations

- A. The President shall not hold more than one elected office at a time.
- B. The elected positions are for a term of one year.

Article V – Meetings

Section 1 - Regular Meetings

The regular meetings of the Chapter shall be held on the second Thursday of each month at 1900.

Section 2 – Quorum

Fifteen members of the Chapter shall constitute a quorum.

Section 3 – Annual Meeting

Annual meetings will be held during the month of April. The primary purpose of these meetings is the election of Chapter Officers and Board Members for the coming year.

- A. Elections – Voting shall be by ballot.
- B. Quorum for Elections – Shall be at least 15 members.
- C. Voting Time – Ballots for elections will be available for four hours on the day of the Annual Meeting.

Section 4 – Electronic Meetings

All Chapter meetings, including board meetings and committee meetings, may be conducted electronically, provided that any person who attends electronically is able to receive all communications and is able contribute to the communication throughout the meeting. Electronic meeting attendance is reserved for use only when meeting in person is not feasible.

Article VI – Board of Directors

Section 1 – Board Composition

The officers and ten directors shall constitute the Board of Directors. Five of the directors shall be elected annually to serve a term of two years or until their successors are elected. In this way, the Board of Directors will maintain five members with two years and five members with one year remaining in their term of office.

Section 2 – Board’s Duties and Powers

The duties and powers of the board shall be those prescribed by the Constitution of the Vietnam Veterans of America Incorporated. If a board member misses 3 or more

board meetings, whether excused or not, the President may dismiss the member from the board and appoint a person to serve the remainder of that member's term.

Section 3 – Board Meetings

The regular meetings of the Board shall be on the second Thursday of each month at 1730. A quorum for the Board of Directors for a meeting shall be one half of the whole number of the Board of Directors, plus one or that number greater than one half plus one which is closest thereto when the number of the Directors is not divisible by two. No matter shall be approved unless voted for by at least two thirds of those present.

Article VII – Committees

Section 1 - Ex-Officio Member

The President of the Chapter shall be an ex-officio member of all committees except the Nomination Committee.

Section 2 – Nomination Committee

The Nominating Committee shall consist of three members who shall serve for a term of one year or until their successors are appointed. The Committee will be appointed by the Board of Directors.

Section 3 – Standing and Special Committees

The Chapter may establish standing committees. The Chapter may also establish additional special committees as are necessary or proper to the conduct of the business of the Chapter.

Whenever the Board chooses to create a standing committee or a special committee, it must do so in a writing that states all the following:

- A. The committee's purpose
- B. The authority delegated to the committee
- C. Any specific prohibitions or limitations on committee action
- D. The funds and other resources provided to the committee

- E. The clear goals and expectations the board will use to determine whether the committee is operating successfully
- F. A periodic review schedule

Article VIII – Parliamentary Authority

The rules contained in Robert’s Rules of Order Newly Revised shall govern the Chapter in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order and standing rules the Chapter may adopt.

Article IX – Dissolution

Upon the dissolution of the Chapter, all assets remaining after paying or making provision for payment of all the liabilities of the Chapter, shall be distributed exclusively to any organization that supports veterans as its primary mission that operates as an exempt organization under Section 501(c19) or 501(c3) of the Internal Revenue Code of 1986, as the Board of Directors shall determine. Any assets not so disposed of shall be disposed of by the Circuit Court in which the principal office of the Chapter is then located, exclusively for veteran support purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Article X – Financial Administration

Section 1 - Fiscal Year

The fiscal year shall be the same as stated in the Vietnam Veterans of America Incorporated, which is from the first day of March to the last day of February.

Section 2 – Budget

The Vietnam Veterans of America, Charles S. Kettles Chapter 310 shall have an annual budget that coincides with the fiscal year commencing on the first day of March of each year. The budget shall predict an operating margin of plus 1.5 to 3%.

Section 3 – Audit

An Audit Committee shall be formed for the purpose of auditing all funds and accounts controlled by the Treasurer of the Chapter (this includes merchandizing) annually. An audit report shall be presented to the membership at the Annual Meeting in April of each year, or upon the death or illness of the Treasurer.

Section 4 – Checks and Financial Accounts

Checks written for the Chapter require the signature of an officer. There shall also be a minimum of at least two officers or board members who have access to any financial accounts held by the Chapter.

Article XI – Special Rules of Order

Section 1 – Order of Business

The order of business at a regular meeting shall be:

- A. Call to Order
- B. Opening Ceremonies – Pledge of Allegiance, Opening Prayer & Moment of Silence for POW-MIA's, their families and those serving in war zones overseas.
- C. Roll Call
- D. Introductions – WELCOME HOME!
- E. Approve Minutes of prior meeting
- F. Reports of Officers
 - a. President
 - b. Treasurer
 - c. AVVA Report
- G. Reports of Committees
- H. Unfinished Business
- I. New Business

- J. Good of the Chapter
- K. Upcoming Events
- L. Closing Ceremony – Salute the flag, closing prayer
- M. Adjourn

Section 2 – Motion to Table

The motion to “lay on the Table” shall not be permitted at any meeting of the Chapter.

Section 3 – Motion to Table

No motion to accept the Treasurer’s report shall be permitted.

Article XII – Standing Rules

- A. The regular monthly meetings as prescribed in the bylaws shall be held at the VFW Post 423 located at 3230 South Wagner Road, Ann Arbor, Michigan.
- B. The regular monthly meetings as prescribed by the bylaws shall start at 1900.
- C. The regular monthly meetings as prescribed by the bylaws shall adjourn by 2030.
- D. Alcohol and/or drugs will not be allowed on the premises during the meeting.
- E. Smoking will not be allowed during the meeting.

Article XIII – Customs

- A. The Chapter will maintain a food pantry.
- B. The Chapter will provide perpetual care for the Washtenaw County Vietnam Veterans Memorial in Ypsilanti Township.
- C. The Chapter President will appoint National Convention Delegates.
- D. The Chapter will endorse NO candidate for public office.
- E. Any member in good standing with the Chapter shall have his/her name inscribed on a paver brick provided by the Chapter at the Washtenaw County Vietnam Memorial in Ypsilanti Township to be dedicated Memorial Day following their passing.

Article XIV – Amendments of Bylaws

These bylaws may be amended at any regular meeting of the Chapter by a two-thirds vote, provided that the amendment has been submitted in writing at the previous meeting.