

# ***BY-LAWS***

OF THE

## **1/5 Vietnam Veterans Unit Chapter**

### **1<sup>st</sup> Marine Division Association**

#### ***ARTICLE I***

##### **PURPOSE**

- A. To form a Unit Chapter of the 1st Marine Division Association in conformance with the principles and articles of the 1st Marine Division Association, a non-profit corporation, organized under the laws of the State of New York.
- B. To preserve incidents and memories of our 1/5 Vietnam Veterans Unit Chapter and of the 1st Marine Division.
- C. To foster, encourage, and perpetuate the memory and the spirit of the comradeship in arms of members of our 1/5 Vietnam Veterans Unit Chapter and the 1st Marine Division.
- D. To support the active duty Marines serving in the 1<sup>st</sup> Battalion, 5<sup>th</sup> Marine Regiment, 1<sup>st</sup> Marine Division.
- E. To promote and enhance patriotism and love of country.
- F. To promote and safeguard the principles of justice.
- G. To perpetuate the spirit and traditions of the United States Marine Corps.
- H. To promote and cultivate social communications and fellowship among all members.
- I. To hold meetings and social gatherings for the better understanding of the above named purposes.

#### ***ARTICLE II***

##### **MEMBERSHIP**

- A. Any individual who, having been approved for membership in the 1st Marine Division Association, Inc., may, upon proper application, apply for membership in the 1/5 Vietnam Veterans Unit Chapter. Upon providing evidence of his current membership in the 1st Marine Division Association, Inc., and upon the payment of dues as hereinafter prescribed, said individual shall be eligible for membership in the 1/5 Vietnam Veterans Unit Chapter.
- B. Dues shall be \$25.00 per year, payable on the first day of February each year. The amount of dues may be adjusted from time to time by a vote of the majority of the Board of Directors at a regularly scheduled meeting after notice to the members. If dues are not

- paid in a timely manner as prescribed by the Board of Directors, the member's name shall be dropped from the membership. However, failure to pay dues in the 1/5 Vietnam Veterans Unit Chapter shall not be deemed to be a bar in membership in the 1st Marine Division Association.
- C. The method of application for membership shall be determined by the 1/5 Vietnam Veterans Unit Chapter Officers who are in office at the time, and in accordance with the By-Laws of the 1st Marine Division Association, Inc.
- D. Any member may be expelled or suspended for improper conduct by a two-thirds vote of the 1/5 Vietnam Veterans Unit Chapter Officers who are in office at the time, who have been duly elected, and who are present at any meeting provided a quorum is present. Such action may take place only after a reasonable opportunity to be heard has been given to the member with whom to be dealt.
- E. Honorary membership in the chapter may be given to persons upon review of the recommendations of the 1/5 Vietnam Veterans Unit Chapter Officers providing two-thirds of the officers of the chapter vote in favor of such honorary membership. However, no honorary membership may be given to an individual who is not an honorary member of the 1st Marine Division Association, Inc., in his or her own right.

### ***ARTICLE III***

#### **MEETINGS OF MEMBERS**

- A. Meetings: Meetings shall be held on a regular basis annually, during the Division and Chapter reunion, as determined by the membership.
- B. Quorum: There shall be present 10% of the membership at the time who are entitled to vote (members in good standing) to constitute a quorum for the transaction of business. But a lesser number may adjourn to some future time or to the next regular meeting date.
- C. Special Meetings: Special meetings of members, other than those heretofore specified, may be called at any time by the president, or by the majority vote of the members. Notice shall be served by mail to each member entitled to vote not less than thirty (30) days before the date set for that meeting. The president shall in a like manner call a special meeting of members whenever so requested by a majority of members entitled to vote. No business other than that specified in the call for the meeting shall be transacted at any special meeting of the members.
- D. Voting: At all meetings of the members, all questions shall be resolved by majority vote of those present only and not by proxy. All voting shall be given by voice, except when a vote shall be by ballot upon order of the president of such meeting.
- E. Order of Business:
1. Call meeting to order.
  2. Opening Invocation by Chaplain.
  3. Pledge of Allegiance.
  4. Roll Call of Officers. (Sign log of those in attendance.)
  5. Secretary's Report. (Reading of Minutes from previous meeting.)
  6. Reading of communications.
  7. Treasurer's Report. (Receipts and Expenses.)

8. Applications for new members.
9. Report of Officers and Chapter Representative.
10. Reports of committees.
11. Reports of illness or death of members.
12. Unfinished business.
13. New business.
14. Good of the Order.
15. Closing. (Salute to the Flag and Benediction.)

## ***ARTICLE IV***

### ***OFFICERS***

- A. Officers: The officers of the 1/5 Vietnam Veterans Unit Chapter, 1st Marine Division Association, shall be:

President  
Vice President  
Secretary  
Treasurer  
Chaplain  
Sergeant-at-Arms  
Legal Officer

- B. Election: All officers shall be elected by the members by mail-in ballot, except as hereinafter specifically otherwise provided, and shall take office during the Annual Chapter Meeting during the election year (held during the Annual Reunion) following the announcement of the voting results and a supporting vote of the members attending the Annual Chapter Meeting. Officers shall hold office for the term of two years, or until their successors are elected. In case of death or resignation of any officer other than the president or vice president, the successor shall be appointed by the president until the next annual reunion meeting of members.
- C. Voting: The nominees for office receiving plurality of the votes cast shall be declared elected.
- D. Eligibility: The nominees and/or all officers shall be members in good standing with the 1st Marine Division Association and the 1/5 Vietnam Veterans Unit Chapter of the 1st Marine Division Association.
- E. Duties of Officers: The duties and powers of the officers of the 1/5 Vietnam Veterans Unit Chapter shall be:
1. President
    - a. The president shall preside at all meetings of the members unless he shall designate a chairman to preside at any meeting. He and the Legal Officer shall sign and make all contracts and agreements in the name of the 1/5 Vietnam Veterans Unit Chapter.
    - b. He shall cause to be called irregular and special meetings of the members and in accordance with the By-Laws of the 1/5 Vietnam Veterans Unit Chapter and the 1st Marine Division Association.

- c. He shall appoint such committees as he may deem necessary or advisable.
  - d. He shall see that the books, reports, statements and certificates required by statute are properly kept, made and filed according to law and/or the 1/5 Vietnam Veterans Unit Chapter By-Laws.
  - e. He shall enforce these laws and By-Laws and perform all of the duties incident to the position and office and which are required by law and the By-Laws of the 1/5 Vietnam Veterans Unit Chapter of the 1st Marine Division Association, and the By-Laws of the 1st Marine Division Association, Inc.
2. Vice President:
  - a. During the absence or inability of the president to deliver and perform the duties of the president as set forth in these By-Laws or in the acts under which this 1/5 Vietnam Veterans Unit Chapter is formed and organized, the same shall be performed and exercised by the vice president. When so acting, the vice president shall have the same powers and be subject to the same responsibilities hereby given to or imposed upon the president.
3. Secretary:
  - a. The secretary shall keep the minutes of the meetings of the members, and any special meetings in appropriate books.
  - b. The secretary shall be custodian of all records and the seal, and affix the seal when required.
  - c. The secretary shall give and serve all notices of the chapter.
  - d. The secretary shall supervise the office with the exception of the work under the jurisdiction of the treasurer, subject to the authority of the president.
  - e. The secretary shall keep records so as to show at all times the names of the members of the chapter, their post office addresses, the time they became members of the 1/5 Vietnam Veterans Unit Chapter of the 1st Marine Division Association and the amount paid as dues.
  - f. The secretary shall present to the 1/5 Vietnam Veterans Unit Chapter at their meetings all communications, other than those of routine nature, addressed to him officially.
  - g. The secretary shall attend to all correspondence and perform all the duties incident to the office of secretary.
4. Treasurer:
  - a. The treasurer shall have the care and custody of, and be responsible for, all the funds and securities of the 1/5 Vietnam Veterans Unit Chapter and

deposit all such funds in the name of the Chapter in such bank, or safe deposit vault as the president may designate. The checking account shall have three (3) signatories (President, Vice President, and Treasurer).

- b. The treasurer shall exhibit at all times the books and accounts to any member of the 1/5 Vietnam Veterans Unit Chapter upon application at the office of the 1/5 Vietnam Veterans Unit Chapter, 1st Marine Division Association during business hours.
- c. The treasurer shall render a statement of the condition of the finances of the 1/5 Vietnam Veterans Unit Chapter at each regular meeting, and at such times as shall be required.
- d. The treasurer shall keep books of accounts of all business and transactions and such other books of accounts as the 1/5 Vietnam Veterans Unit Chapter may require and in a format to be determined and to be presented by the 1st Marine Division Association, Inc. treasurer.
- e. The treasurer shall, if required by the membership, provide bond.
- f. The treasurer shall make the books and records available within thirty (30) days after a calendar year for an audit to be conducted by three persons other than officers or directors of the Chapter, who shall be appointed by the president and who shall verify the cash on hand and submit a signed report of the audit and of the cash verification to the chapter and to the 1st Marine Division Association, Inc., no later than sixty (60) days after the end of the calendar year.
- g. The treasurer shall transmit all dues collected by the 1/5 Vietnam Veterans Unit Chapter in behalf of the 1st Marine Division Association, Inc., to the 1st Marine Division Association, Inc., in a timely manner.

5. Chaplain:

- a. The chaplain shall open meetings with prayer and close the same with the benediction under the direction of the president, and act as the spiritual officer of the 1/5 Vietnam Veterans Unit Chapter of the 1st Marine Division Association, Inc. and shall hold a fitting funeral ceremony when called upon to do so, and be consulted when services memorializing people of the 1/5 Vietnam Veterans Unit Chapter are contemplated.

6. Sergeant-at-Arms:

- a. The sergeant-at-arms shall, under the direction of the presiding officer at any and all meetings, be empowered to preserve the dignity and decorum of the meetings.

7. Legal Officer:

- a. The legal officer shall take care of all legal matters arising between the 1/5 Vietnam Veterans Unit Chapter and individuals not including duties, rights or privileges of officers or members.

*ARTICLE V*

**OPERATIONS**

- A. The operations of the 1/5 Vietnam Veterans Unit Chapter shall conform with the purpose and intent of the 1st Marine Division Association and shall not be such as to bring discredit upon the Association and the Marine Corps.
- B. The 1/5 Vietnam Veterans Unit Chapter shall not take any action whatsoever on political, legislative, or public policy matters whether general or local.
- C. The 1/5 Vietnam Veterans Unit Chapter shall maintain accounts of all business and financial transactions on a calendar year basis and at year end, shall prepare a summary of the year's receipts and disbursements following a format to be presented by the 1st Marine Division Association Treasurer. The 1/5 Vietnam Veterans Unit Chapter shall provide for an audit of the accounts and of the year's summary within thirty (30) days after the end of the calendar year by three persons other than officers of the chapter.
  - 1. The auditors shall also verify the cash on hand and shall submit a signed report of the audit and of the cash verification to the Chapter and to the Association not later than sixty (60) days after the end of the calendar year.
  - 2. The 1/5 Vietnam Veterans Unit Chapter shall not pay any officer any salary without specific approval of the membership and the National Board of Directors.
- D. The 1/5 Vietnam Veterans Unit Chapter may impose dues upon their members over and above dues for membership in the Association.
- E. The 1/5 Vietnam Veterans Unit Chapter shall not obligate the Association in any manner whatever unless permission to do so has been secured in writing from the Board of Directors of the Association.
- F. The 1/5 Vietnam Veterans Unit Chapter shall not conduct any enterprise of any kind for fund raising which does not conform to established local customs and local, state, and federal laws and regulations.
- G. The 1/5 Vietnam Veterans Unit Chapter shall not incur obligation in an amount which is beyond the unencumbered and uncommitted funds available in the chapter at the time the obligation is incurred without prior adoption of a resolution authorizing such action at a meeting held after five (5) days written notice mailed to each member. It shall, further, procure from the executive committee or the Board of Directors of the 1st Marine Division Association permission to incur such obligation indicating in the application the reasons therefore and the financial capability to support the contemplated action. The foregoing is not intended to restrict the incurring of obligations for the conduct of affairs for which there is reasonable expectation that the costs will be defrayed by those attending.

- H. Solicitation, except from the local chapter members, of donations or contributions of any kind, or sale of advertising space by any local chapter for any purpose whatsoever, is prohibited unless written approval is secured from the Executive Committee or Board of Directors of the 1st Marine Division Association.
- I. The 1/5 Vietnam Veterans Unit Chapter shall not adopt, purchase, or otherwise acquire, sell or otherwise distribute or display for sale, insignia, devices, paraphernalia, uniforms, or items of uniform which incorporate with Association's name or seal or which refer to the Marine Corps in any manner whatever, without approval of the Board of Directors of the 1st Marine Division Association.
- J. The 1/5 Vietnam Veterans Unit Chapter shall be governed by the provisions of such By-Laws that they may adopt providing that the latter do not conflict with the By-Laws of the 1st Marine Division Association.
  - 1. No By-Laws or amendments thereto of the 1/5 Vietnam Veterans Unit Chapter now or hereinafter organized shall become effective unless and until the same have been approved by the Board of Directors of the Association.
- K. The 1/5 Vietnam Veterans Unit Chapter, officers and duties thereof, meetings, committees, and the procedures governing the conduct of the foregoing, shall conform to normal parliamentary rules of organization and procedures as determined by the needs of the 1/5 Vietnam Veterans Unit Chapter.
- L. No auxiliary organizations to the 1/5 Vietnam Veterans Unit Chapter will be formed for any purpose.
- M. The 1/5 Vietnam Veterans Unit Chapter shall at all times be amenable and subject to the supervision and control of the 1st Marine Division Association and shall be governed by the provisions of the By-Laws under "Chapters".
- N. The 1/5 Vietnam Veterans Unit Chapter shall not grant, award, or issue any college, university or higher technical trade school scholarships unless approval has been received from the National Board of Directors.