



BYLAWS
of the SILVER STRAND CHAPTER,
MILITARY OFFICERS ASSOCIATION of AMERICA **

PREAMBLE

To live by the goals contained in the preamble to the current bylaws of Military Officers Association of America Incorporated, the national MOAA organization.

** Changed by membership vote 12/17/02

ARTICLE I - NAME

The name of this organization shall be the Silver Strand Chapter of the Military Officers Association of America (MOAA). Throughout these bylaws the Silver Strand Chapter will be referred to as the Chapter.

ARTICLE II - PURPOSES

The purposes of this organization shall be to bring together the local members of MOAA in order to:

1. Enjoy the camaraderie of fellow MOAA members:
2. Provide support for each other in time of need.
3. Provide service to the community and support such other worthy causes as approved by the Chapter¹'s leadership.
4. Support the objectives of MOAA to the extent selected by the Chapter's leadership.

ARTICLE III - REGIONAL AREA

The area encompassed by this chapter shall be the cities of Coronado, Imperial Beach, and adjoining communities.

ARTICLE IV - MEMBERSHIP

1. **ELIGIBILITY FOR MEMBERSHIP.** To be eligible for regular membership in the Chapter, membership in National MOAA is required to be maintained. No person, otherwise qualified for membership in the Chapter, shall be denied membership in the Chapter solely on the basis of sex, race, religion, creed, or color.
2. **MEMBERSHIP IN THE CHAPTER** will consist of the following classes:
 - a. **MEMBERS.** Subject to the provisions herein, membership in The Chapter shall be composed of: Persons who are or have been commissioned officers and warrant officers of the Army, Navy, Air Force, or Marine Corps, and of the reserve and other components of these Services. For the purpose of these bylaws, this category will include those who are Life Members of MOAA.
 - b. **AUXILIARY MEMBERS.** The surviving spouses of persons who were members or who would be eligible for membership in MOAA are eligible for membership in this Chapter as an Auxiliary Members.
 - c. **HONORARY MEMBERS.** Persons, whether or not eligible for membership as set forth above, who hold an elective or appointive office at the national, state, or local level may, by the action of the Board of Directors, be elected Honorary Members of the Chapter. The Board of Directors may terminate honorary memberships.
3. **APPLICATION FOR MEMBERSHIP** in the Chapter shall be in writing and addressed to the Secretary. Using application forms would be helpful but is not necessary.
4. **NOMINATIONS FOR HONORARY MEMBERSHIP.** Any member of the Board of Directors may nominate to the Board of Directors a deserving person for membership as an Honorary Member. Such nominations should be in writing.
5. **TERMINATING MEMBERSHIP.** The Board of Directors may drop from Chapter membership any person for good and sufficient cause provided that person has clearly had the opportunity to be heard.

ARTICLE V - BOARD OF DIRECTORS

1. **ELECTION & INSTALLATION** of the Board of Directors shall be accomplished at the Annual Membership Meeting.

2. COMPOSITION. The Board of Directors shall consist of the Chapter Officers, as identified below, and Service Representatives of the Army, Navy, Air Force, and the Marine Corps. The Immediate Past President may serve and should be encouraged to do so. If he/she does, he/she could also be a Service Representative and would be a bonafide member of the Board of Directors.

3. AUTHORITY. The Board of Directors shall have supervision, control, and direction of the affairs of the Chapter, shall determine its policies or changes therein within the limits of the bylaws, shall actively prosecute 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 the execution of the powers granted, appoint such agents as it may consider necessary.

4. QUORUM. A majority of the entire Board shall constitute a quorum at any meeting of the Board.

5. MEETINGS of the Board will be held at the call of the President.

ARTICLE VI - OFFICERS

1. OFFICERS of the Chapter shall consist of a President, a First Vice President (VP), a Second VP, a Treasurer, and a Secretary. They are elected for one year but may be removed by the Board of Directors for good and sufficient cause provided that the officer has clearly had the opportunity to be heard. There is no limit to the number of terms in office that a member may serve. The office of Treasurer and Secretary may be combined, if necessary.

2. QUALIFICATION FOR ELECTION. Only Members may be elected to office in the Chapter.

3. VACANCIES. If the President is unable to continue service in office, the vacancy will be filled by the First Vice President. If other vacancies occur, they will be filled by the Board of Directors.

4. DUTIES

a. The PRESIDENT will be the chief presiding officer of the Chapter and the Board of Directors.

b. The FIRST VICE PRESIDENT will preside in the absence of the President and will also serve as Program Chairperson.

c. The SECOND VICE PRESIDENT will also serve as the Membership and Recruiting Chairperson.

d. The SECRETARY will perform the administrative functions of the Chapter. The Secretary

shall record the minutes of Chapter meetings and meetings of the Board of Directors, shall maintain chapter directory and files, and will mail all notices of regularly scheduled meetings.

e. The TREASURER shall receive, deposit, expend (at the direction of the Board of Directors) and account for all Chapter funds. The Treasurer shall also establish a checking account in an insured institution. All Chapter funds, except a \$25.00 petty cash fund will be kept in the institution. All expenditure, except for petty cash, will be by check signed by both the President (if available) and one other officer of the Chapter. The Treasurer will maintain an approved accounting system and will make a financial report at each meeting of the Board of Directors.

ARTICLE VII - ELECTION OF OFFICERS

1. **NOMINATING COMMITTEE.** During the third quarter, the President will appoint a Chapter Member to serve as Chairperson of the Nominating Committee. The Chairperson, in turn, will enlist two additional members to serve on the Nominating Committee.

2. **ELECTION** of the Officers shall be conducted during the Annual Membership Meeting in December.

3. **CONDUCT OF THE ELECTION.** At the Annual Membership Meeting, the Chairperson of the Nominating Committee will place in nomination those persons nominated by the Nominating Committee. Additional nominations will be solicited from the floor. The nominations will be closed and the election held. A simple majority of votes cast by members present will determine the outcome of the election provided that a quorum is present.

4. **INSTALLATION** will immediately take place. The Chairperson of the San Diego Council of Chapters will be invited to officiate at the installation. In his absence, and Chapter Past President will then be invited to officiate.

5. **TERM OF OFFICE.** Although the installation ceremony takes place during December, the term of office for the Officers is one year beginning with the January Board of Directors Meeting. During early January the different officers meet to effect transitional planning.

ARTICLE VIII - DUES

1. **ANNUAL DUES** shall be set by the Board of Directors, during budget preparations, for the succeeding year. The Chapter's fiscal year will be on a calendar year basis. Dues are payable on or before January 1st of each year. Those joining after the last day of June shall pay one half of the dues upon joining.

2. **PAYMENT.** Members are required to pay dues to the Chapter as indicated below:

*Members and Auxiliary Members** are required to pay dues.

Honorary Members are not required to pay dues.

* Changed by membership vote 12/14/95.

4

3. NON-PAYMENT OF DUES. Any member who fails to pay dues within 60 days from the time they become due, normally January 1st, shall be notified by the Secretary of the delinquency. If the member fails to make payment within the next 30 days, the Board of Directors may, without further notice and without hearing, drop the member from the roll. The member shall thereupon forfeit all rights and privileges of membership.

ARTICLE IX - MEETINGS

1. ANNUAL MEMBERSHIP MEETINGS

a. The NORMAL DATE for the Annual Membership Meeting is during the month of December on a date approved by the Board of Directors.

b. NOTICE OF THE ANNUAL MEMBERSHIP MEETING will be mailed to the membership at least 15 days prior to such meeting. This same requirement will apply for Special meetings of the Membership. Notice of meetings shall include a brief description of the purpose of the meeting.

c. QUORUM for a Membership Meeting is 10% of chapter membership at the time.

d. VOTING by members is authorized as follows:

(1) Members in good standing are authorized to vote on Chapter business.

(2) Honorary Members and Auxiliary Members are not authorized to vote.

e. PROXY voting is not permitted.

2. CHAPTER MEETINGS shall normally be six times per year on dates selected by the Board of Directors from those recommended by the Program Chairperson.

ARTICLE X - COMMITTEES

The President appoints committees as may be necessary.

ARTICLE XI - FISCAL CONSTRAINTS

1. Officers and Members of the Board of Directors shall not receive compensation for their services. However, the Board of Directors may authorize reimbursement of expenses incurred in

the performance of their duties.

2. The Chapter shall use its funds only to accomplish the purposes specified above and no part of said funds shall inure or be distributed to members.

3. In event of dissolution of the Chapter and after the discharge of all its liabilities, the remaining assets shall be given to a non-profit organization whose purposes and objectives are similar to those of the Chapter, such organization to be designated by the Board of Directors.

ARTICLE XII - LIABILITY

1. The Chapter is a non-profit organization operated solely and exclusively for the purposes set forth above.

2. No member of this organization shall be held liable for the debts, liabilities, or other financial obligations of the Chapter other than in the proper exercise of the function of his office.

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

ARTICLE XIII - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association 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 Chapter may adopt.

ARTICLE XIV - CHANGES TO THE BYLAWS

The bylaws may be changed or new bylaws adopted by a two-thirds vote of the members present at a regular or special meeting of the Chapter provided that a quorum of members is present. Small changes may be described at the meeting prior to being the subject of a vote.

ARTICLE XV - THE AMERICAN FLAG

The American Flag shall be displayed and honored at all meetings of the Chapter.

ARTICLE XVI – MEMBERSHIP ROSTER

The membership roster is a controlled document and is not intended for distribution or publication outside the Chapter. The Board of Directors is responsible for security of members' information in the roster and will determine if, when and under what conditions the roster will be released outside the Chapter. A request for the roster must be submitted, in writing, to the Board of Directors for their deliberation and decision. The annual request by National MOAA for an electronic copy of the Chapter's Membership Roster to update their files shall be considered an acceptable and approved request.

THIS CERTIFIES THAT THE ABOVE BYLAWS WERE APPROVED AT A MEETING OF THE MEMBERS OF THE SILVER STRAND CHAPTER OF TROA. A QUORUM WAS PRESENT AND MORE THAN TWO-THIRDS OF THOSE MEMBERS VOTED IN FAVOR OF THESE BYLAWS.

<u>Thursday</u> (day of the week)	<u>20</u> (date)	<u>February</u> (month)	<u>1992</u> (year)
--------------------------------------	---------------------	----------------------------	-----------------------

President

Secretary

CHANGE TO THE BYLAWS

THIS CERTIFIES THAT THE ABOVE BYLAWS WERE CHANGED TO REFLECT A NEW NAME FOR THE SILVER STRAND CHAPTER OF TROA TO THE SILVER STRAND CHAPTER OF THE MILITARY OFFICERS ASSOCIATION OF AMERICA. THIS CHANGE



WILL BE EFFECTIVE ON JANUARY 1, 2003. A QUORUM WAS PRESENT AT THE ANNUAL MEMBERSHIP MEETING ON DECEMBER 17, 2002 AND MORE THAN TWO-THIRDS OF THOSE MEMBERS VOTED IN FAVOR OF THE CHANGE.

Tuesday
(day of the week)

14
(date)

January
(month)

2003
(year)

President

Secretary

THIS CERTIFIES THAT THE ABOVE BYLAWS WERE CHANGED BY ADDING ARTICLE XVI ADDRESSING SECURITY OF THE SILVER STRAND CHAPTER MEMBERSHIP ROSTER. A QUORUM WAS PRESENT AT THE CHAPTER MEETING OF JUNE 21, 2005 AND MORE THAN TWO-THIRDS OF THOSE MEMBERS VOTED IN FAVOR OF THE CHANGE.

Tuesday
(day of the week)

19
(date)

July
(month)

2005
(year)

President

Secretary

