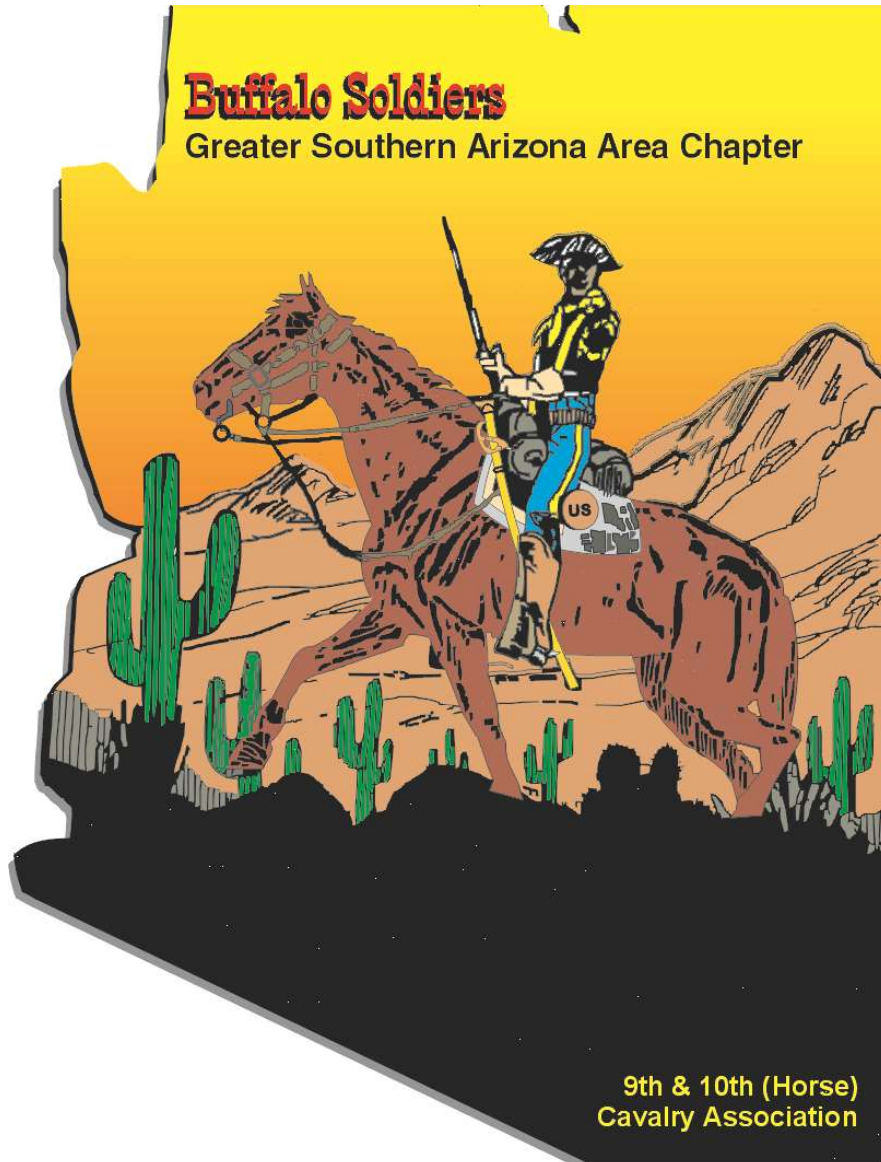


**GSAAC
BY LAWS**



JANUARY 12, 2019

BY LAWS

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BY LAWS
OF
GREATER SOUTHERN ARIZONA AREA CHAPTER
OF THE
9TH AND 10TH (HORSE) CALVRY ASSOCIATION

A State of Arizona Nonprofit Corporation
and
A Federal Tax-Exempt Organization Under Section
501 (c) (3) of the IRS Code

ARTICLE I - MEMBERSHIP

Section 1. Eligibility. Persons who meet the criteria for membership as established by the Ninth and Tenth (Horse) Cavalry Association shall be eligible for membership in the Chapter.

Section 2. Classes of Membership. Membership in the GSAAC shall be of two (2) classes, without limit in number, open at all times to any qualified person who may apply, pay annual dues, and comply with the rules of conduct as prescribed in the Constitution and By Laws.

- a. Regular Membership:** Regular Membership as described in the current GSAAC Constitution.
- b. Honorary Membership:** Shall include any person who has performed distinguished service for the nation or for this Association. Honorary members shall be exempt from payment of dues, and shall not be eligible to hold office, introduce motions, or have a vote on the floor.

Section 3. Members in-good-standing are determined by current payment of National and Chapter dues. However, members who have a Life Membership with the National are only required to pay annual chapter dues.

ARTICLE II - MEMBERSHIP DUES

Section 1. Current membership dues shall be \$100: \$50 for GSAAC and \$50 for National.

Section 2. The Chapter requires regular dues in the amount established by the Executive Board and ratified by the membership.

Section 3. A proposed change in the amount of dues may be submitted to the membership for a vote at a regular meeting. Approval of a change shall be by the consent of a majority of those members present, providing there is an official quorum.

Section 4. Annual due are payable in January.

Section 5. Dues delinquent 30 days after the month dues are payable. Members who are delinquent may be dropped from the rolls, unless there are extenuating circumstances. Delinquent members will be identified within the first quarter of the year and be made known to the membership for appropriate action.

Section 6. Chapter dues may be prorated for new members joining during the calendar year as appropriate. A chapter dues requirement by quarters is as follows:

1st Quarter	\$50.00
2nd Quarter	\$37.50
3rd Quarter	\$25.00
4th Quarter	\$12.50

Section 7. National dues will be forwarded by the Chapter Treasurer to the National Treasurer.

Section 8. With the approval of the majority of Chapter members, a surcharge can be assessed in addition to the annual dues.

ARTICLE III – MEMBERSHIP RIGHTS, DUTIES AND RESPONSIBILITIES

Section 1. Each member in-good-standing shall be eligible to attend chapter meetings, hold chapter office, introduce motions, and vote on issues brought to the general membership.

Section 2. Honorary members shall be eligible to attend chapter meetings, but may not hold office, introduce motions, or vote on issues brought to the chapter or general membership.

ARTICLE IV – DISCIPLINE

Section 1. Suspension. Membership in the Chapter is subject to suspension by a vote at a regular meeting or by written ballot. Approval of a suspension by written ballot shall be by the consent of a majority of those responding, providing the response is from no less than one-third of the active Chapter members. Such suspension may be invoked because of disorderly conduct, upon non-payment of monies due, or for other reasons as deemed appropriate by the membership.

Section 2. Reinstatement. Members who have been suspended may be reinstated upon approval by a vote of the active membership. Reinstatement is contingent upon payment of monies due and Chapter dues.

ARTICLE V - DUTIES OF OFFICERS AND APPOINTED POSITIONS

Duties of Officers: The elected officers of the chapter shall be the President, Vice President, Secretary and Treasurer. Appointed officers shall be the Assistant Secretary (if necessary), Assistant Treasurer (if necessary), Chaplain, Parliamentarian, Sergeant-at-Arms and Historian.

It shall be the duty of all officers to ensure all members comply with the constitution of this organization. The duties of elected officers are as follows:

Section 1. The Chapter President shall:

- a. The President shall be the chief elected officer of the Chapter and shall preside at all meetings of the general membership and meetings of the Board.
- b. The president shall appoint all committees, specify their duties, and shall be a member ex-officio of all committees except the nominating committee.
- c. Present to the Chapter Membership an annual report which will include a summary of the financial status of the Chapter and a summary of the Chapter's achievements during the preceding twelve months.
- d. In addition to any other duties or powers defined herein or elsewhere provided, the President shall execute such papers and documents as may require the President's signature and in general exercise control and supervision of the affairs of the Chapter.

Section 2. Vice President.

In the absence of the President, or upon the President's request, the Vice President shall perform the duties of the President as set forth in Section 1 of this article. The Vice President shall also coordinate the efforts of all committees and assure that they perform the duties assigned.

Section 3. The Chapter Secretary shall:

- a. Maintain the official records, correspondence and documents of the Chapter.
- b. Be normally present at all official meetings.
- b. Record the and distribute meeting minutes.
- c. Check the Chapter mailbox on a regular basis and will notify the Treasurer when the mailbox payment is due.
- d. Monitor the Chapter e-mail account on a regular basis and will respond to e-mails as appropriate.
- e. Assist in monitoring and updating the Chapter web site. Updates will be done with appropriate coordination.
- f. Maintain a current membership roster in conjunction with the Treasurer.

Section 4. Assistant Secretary. The Assistant Secretary shall perform the duties of the Secretary in the absence of that officer.

Section 5. The Chapter Treasurer shall:

- a. Have the custody of the GSAAC funds and securities and shall keep full and accurate account of receipts and disbursements in books belonging to the Chapter.
- b. Be bonded for faithful performance in an amount set by the Chapter.
- c. Render a financial report when called upon; open the books of the Chapter for inspection at any time for a Presidential appointed Audit Committee.
- d. Pay all bills in a timely manner.
- e. Make the financial records available for inspection.
- f. Be responsible for all matters relating to taxes and filing of all required IRS forms.
- g. Provide membership status no later than thirty (30) days after the beginning of the calendar year.
- h. Prepare, with input from the President, a proposed budget for the upcoming year for presentation to the Executive Board of Directors in December. A proposed budget will be present to the membership at the January meeting for their comments and approval.
- i. Maintain a current membership roster in conjunction with the Secretary.

Section 6. Assistant Treasurer. The Assistant Treasurer shall perform the duties of the Treasurer in the absence of that officer.

Section 7. The Chapter Chaplain shall:

- a. Direct the religious observances at meetings.
- b. Conduct "Fiddler's Green" procedures at the remembrance ceremonies of those troopers who have passed. When the Chaplain is not available, a member in "good standing," and approved by the President may conduct "Fiddler's Green" procedures.

Section 8. The Chapter Parliamentarian shall:

- a. Have general knowledge of the Chapter Constitution, Bylaws, and Policies, and shall assist the President in interpreting the rules to all concerned.
- b. Enforce the rules contained in the current edition of Robert's Rules of Order during the regular monthly business meeting in Chapter in all cases to which they are applicable and in which they are not inconsistent with the By-Laws and any special rules of order the Chapter may adopt.

Section 9. The Chapter Sergeant-at-Arms shall:

- a. Act as the doorkeeper at Chapter meetings,
- b. Assure order at meetings of the Chapter and perform other duties as the President may direct.

Section 10. The Chapter Historian shall:

- a. Be knowledgeable of origins of the Chapter, the history of the Buffalo Soldier regiments, events and persons who may have made an impact on these histories.
- b. Be prepared to bring public attention to the contributions that our regiments have made to military history and the shaping of the United States of America.

ARTICLE VI - REMOVAL, RESIGNATION AND IMPEACHMENT OF OFFICERS

Section 1. Removal of Officers

- a. Any officer of the chapter may be removed from office by a two-thirds vote of the members present at any regular meeting, called for this purpose, at which a quorum is present.
- b. A written notice of such action shall be distributed to the membership at least five days prior to the meeting and provided that such action shall have been introduced as a motion at the previous regular meeting.

Section 2. Resignation of Officer

- a. Any officer may resign at any time by giving written notice to the Chapter membership. Resignation notice may include an e-mail message. Any such resignation shall take affect at the date of the receipt of such notice or at any later time specified therein.
- b. Should the office of the President be vacated, the Vice President shall fill the vacancy for the unexpired term, and a new Vice President shall be appointed.

ARTICLE VII – DUTIES OF THE EXECUTIVE BOARD

Section 1. Members of the Executive Board shall serve without compensation. However, they may be reimbursed for incidental and necessary expenses incurred in the performance of official business of the Association.

Section 2. The Executive Board shall determine policies of the Chapter, within the limits of these by-laws; shall actively execute the purpose of the Chapter; and shall have sole authority for the disbursement of funds.

Section 3. The Executive Board shall meet at least once a quarter (January, April, July and October prior to monthly business meeting) to conduct the business of the GSAAC at a time, date, and place designated by the President or a majority of the members of the Executive Board. Special meetings may be called by the President or a majority of the members of the Executive Board whenever a special meeting is necessary to conduct the business of the Chapter. The notice calling a special meeting shall state the purpose, time, date, and place. Special meetings may be convened by using teleconferencing methods in accordance with Chapter Policy/Procedures Manual. No written proxy or telephone polling will be allowed.

Section 4. The Executive Board may accept gifts, grants, devices, or bequests in the name of the GSAAC.

Section 5. The Executive Board may buy or sell personal property deemed necessary for the Chapter.

Section 6. Decisions of the Executive Board shall be made by simple majority with a quorum present at a regular Board meeting or by a written ballot. Decisions by written ballot shall be by consent of a majority of Board members responding provided the response is from no less than one-third (1/3) of the Board members.

Section 7. The Executive Board shall report the results of all actions taken to the membership in the next general membership meeting.

ARTICLE VIII - COMMITTEES

The President shall appoint all committees, specify their duties, and shall be a member ex-officio of all committees except the nominating committee.

Section 1. Standing committees shall include the following: Audit, Rules, Membership, Scholarship and Education and Events.

Section 2. Special Committees may be formed to address an issue, or work on a project when appointed by the President.

Section 3. When directed by the President, committees will submit a written report for the chapter's archives.

ARTICLE IX - MEETINGS

Section 1. Regular Monthly Meetings - Business meetings shall be held on the third Saturday of each month, at 10 am, at a location to be determined by the membership. Notice of any changes will be provided all members prior to the scheduled meeting.

Section 3. Attendance - Any member missing three (3) consecutive meetings, unexcused, may result in being dropped from the membership rolls.

Section 4. Order of Business - The order of business for regular meetings shall be:

1. Call to order
2. Opening prayer
3. Roll call of officers
4. Election of officers (when applicable)
5. Reading and/or approval of minutes
6. Reports of Officers and Standing Committees
7. Reports of Special Committees (when applicable)
8. Old Business
9. New Business
10. Installation of newly elected officers (when applicable)
11. Summary of correspondence
12. Good of the Chapter
13. Closing prayer
14. Adjournment

ARTICLE X - QUORUM

Section 1. A quorum for meetings for the Board shall consist of at least two (2) elected officers, two (2) appointed officers and one (1) member-at-large on the active member roster.

Section 2. A quorum for regular meetings shall consist of at least two (2) elected officers and five members on the active member roster.

ARTICLE XI – PARLIAMENTARY AUTHORITY

In meetings of the Executive Board and general membership, the most recent edition of Robert’s Rules of Order shall be the authority governing all matters of procedure not covered by the Constitution and By-laws of the Association.

ARTICLE XII - VOTING

Section 1. Nominations. Elected officers shall be nominated from the floor.

Section 2. Elections

- a. Elections of officers shall be by ballot.
- b. Officers shall be elected by a majority vote.
- c. In the event of failure to elect any office by a tie vote, a runoff election for that office shall continue until a majority vote is attained.
- e. Elections will be held every two years in December.
- f. Only members’ in-good-standing shall be eligible to vote.

ARTICLE XIII - AMENDMENTS AND REVISIONS

Section 1. The bylaws should be reviewed every two years to coincide with election of officer or when deemed necessary by the membership. The bylaws may be amended or revised by the Executive Board and ratified by a majority vote of the membership.

Section 2. Proposed amendments or revisions shall be submitted by the rules committee, in writing, to the Executive Board of the chapter for review at least thirty (30) days prior to a regularly scheduled monthly meeting.

ARTICLE XIV - LIQUIDATION AND DISSOLUTION

Section 1. The GSAAC can be dissolved with a two-thirds affirmative vote, of the membership. The vote shall be conducted in secret ballot, at a specially called meeting. All members shall be notified of this special meeting. Any member who can't or will not be able to attend this meeting can submit a sealed ballot to any officer of the organization on this issue. It shall be the Secretary's responsibility in obtaining the absentee ballots on this matter.

Section 2. Upon the dissolution of the chapter, the Executive Board shall, after paying or making provision for the payment of all the liabilities of the Chapter, dispose of all of the assets of the chapter exclusively for the purposes of the chapter in such manner, or to such Organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt Organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision. of any future United States Internal Revenue Law), as the Board of Directors shall determine.

ATTESTED

APPROVED BY THE GENERAL MEMBERSHIP JANUARY 12, 2019

Sam Freeman, Jr.
President

Jon Covington
Secretary