**Greater Augusta-Fort Gordon Chapter**

**Association of the United States Army**

**BYLAWS**

Article I – Title

This organization, chartered under the authority of the Association of the United States Army, shall be known as the “Greater Augusta-Fort Gordon Chapter of the Association of the United States Army” (hereinafter, “Chapter”).

Article 2- Aims and Objectives

The aims and objectives of the Greater Augusta-Fort Gordon Chapter of the Association of the United States Army shall support the National aims and objectives of the Association of the United States Army while supporting the local community and Fort Gordon by the education of its members (corporate and individual); supporting the military community through scholarships, soldier support activities, and special events; support of ROTC activities; and support of other events that further the aims and objectives of the association.

Article 3- Geographic Area

The regional area encompassed by the Chapter shall include the Augusta, Georgia metropolitan area and Fort Gordon. This area consists of the following counties in Georgia: Burke, Columbia, Glascock, Jefferson, Jenkins, McDuffie, Richmond, Warren, Baldwin and Bibb; and, the following counties in South Carolina: Aiken, Barnwell, Edgefield, Greenwood, McCormick, and Saluda Counties in South Carolina.

Article 4- Authority

The Chapter shall operate on Fort Gordon as a non-profit, private organization with the consent of the Installation Commander or his/her designee under the provisions of Department of Defense Instruction (DODI) 100.15 and Army Regulation (AR) 210-22. In accordance with these provisions, the following provisions apply.

1. The nature, function, and objectives of the organization, together with the provisions for membership, eligibility, management responsibilities, financial management, and proper disposition of residual assets and liabilities upon dissolution are established in these Bylaws.
2. The organization will be self-sustaining and will provide adequate insurance to protect against public liability and property damage claims or other legal actions that may arise as the result of activities of the organization or one of its member’s action on its behalf.

3. The organization will comply with all State and local jurisdictional laws.

4. The organization will neither propagate extremist activities nor advocate violence against others or the violent overthrow of the Government.

5. The organization will not seek to deprive individuals of their civil rights.

Article 5- Membership

Section 1- Eligibility and Classes: Membership in the Chapter shall be open to all those persons residing in, or with place of business in the regional area designated in Article 3 above, and who subscribe to both Article 2; and, Article 5, Section 2 of these Bylaws. Types of membership shall include Community Partner and Individual. National sustaining member designees will also be accepted as members. Community Partner members affiliated with the chapter and corporate member designees will be enrolled as members.

Section 2- Anti-Discrimination: The Chapter does not and shall not discriminate on the basis of race, color, religion, creed, gender, gender expression, age, national origin, disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors and provision of services. We are committed to providing an inclusive and welcoming environment for all members of our staff, clients, volunteers, members, subcontractors and vendors.

Section 3- Terms of Membership: Chapter membership shall remain in force so long as the member maintains its/his/her current status by payment of all dues, and subscribes to and upholds the standards set forth in these Bylaws.

Article 6- Officers

Section 1- Composition and Eligibility: The officers of the Chapter shall consist of the following: President, Immediate Past President, Executive Vice President, Various Vice Presidents as appointed by the President with the consent and approval by the Board of Directors, Secretary, and Treasurer. The officers shall serve without compensation.

Section 2- President and Executive Vice President: The positions of President and Executive Vice President shall be elected by the General Membership, at a General Membership meeting held in May of each election year, by a simple majority of those voting at the meeting. The term of service for these positions shall be for two (2) years beginning on July 1 of the election year, and ending on June 30 of the next election year. Members of the active military or National Guard /Reserves on extended active duty may not hold elected office.

Section 3- Appointed Officers: The President shall appoint, with consent and approval by the Executive Board of Directors, certain Chapter members to serve in various capacities to assist in the conduct of the Chapter’s business. Presidential appointees shall be designated as Vice Presidents for various purposes deemed necessary by the President. These appointed positions shall be as follows: Vice President for Individual Membership, Vice President for Community Partner Membership, Vice President for Retiree Affairs, Vice President for National Guard and Reserve Affairs, and other Vice President positions as deemed necessary by the President, with the approval and consent of the Board. The Executive Board of Directors shall consider and vote to approve of these positions and candidates by majority vote of a quorum present at a Board meeting. The Vice President positions and names of candidates shall be presented for consideration by the President to the Board, by e-mail or regular mail, at least thirty (30) days prior to a scheduled Board meeting. All appointed officers shall serve a two (2) year term, consistent with the dates set forth in Article 6, Section 2 above.

Section 4- Executive Board of Directors: The Executive Board of Directors shall consist of a minimum of ten (10) persons, including but not limited to the following: President, Executive Vice President, Immediate Past President, Secretary, Treasurer, Various Vice Presidents as appointed by the President with consent and approval by the Board, and other Chapter members chosen and appointed “at large” by the President to represent various groups within the membership. Appointed “at large” Board members shall include members representing various sub-groups of the Chapter, including, but not limited to: retirees, active duty military personnel, reserve components and Community Partners. Past Presidents can also be members of the Executive Board of Directors. The Executive Board of Directors shall also offer the opportunity for the Cyber Center of Excellence Commander at Fort Gordon to appoint a liaison to the Board. This liaison will be a non-voting member of the Board. The Board members shall serve without compensation. The term of a member of the Board shall be for two (2) years, but can be renewed for an additional two (2) year term upon approval by a majority of a Quorum of the Board of Directors

Section 5. Vacancies on Executive Board of Directors and Officers: In the event that the office of any officer or Board member shall become vacant prior to the expiration of such director's term, a majority of the then remaining Board members shall elect a successor Board member or officer who shall serve until the expiration of the term of the Board member or officer whose place has become vacant. Any Board member or officer may resign at any time; and, any Board member or officer may be removed, with or without cause, by a majority vote of the entire Board. A Board member or officer shall be considered incapacitated if for any reason he/she is unable to carry on the duties of his/her office and the remaining Board members have declared him/her incapable of serving by two‑thirds (2/3) vote of the Board members voting.

Section 6- Executive Committee: A subset of the Executive Board shall be the “Executive Committee”, consisting of the following: President, Executive Vice President, Immediate Past President, Secretary, and Treasurer. This group will assist the President in recommending policies and providing direction and advice to the President regarding Chapter business to present to the Executive Board for future consideration in upcoming meetings.

Section 7- Status and Powers: The Executive Board shall be the governing body of the Chapter and will govern in accordance with the Bylaws of the National Association and these Bylaws. The Board will meet monthly, or in emergency meetings at the direction of the President.

Section 6- Duties of Officers:

President: The President is the principal executive officer of the Chapter. The President will preside at the meetings of the Board and at General Membership Meetings. The President appoints, with the concurrence of the Board, any non-elected officers and committee chairpersons. The President is responsible for ensuring sound organization and effective Chapter management.

Executive Vice President: The Executive Vice President will perform Presidential duties in the absence of the President. The Executive Vice President will perform other duties and responsibilities as assigned by the President and/or Board. Upon expiration of the President’s term of office, the Executive Vice President will automatically assume the position of President for a subsequent two (2) year term.

Secretary: The Secretary serves as the primary administrative officer for the chapter. Responsibilities include: keeping the minutes of all Chapter meetings, reporting Chapter activities to AUSA National, maintaining membership rosters, and other duties assigned by the President and/or Board. The records of the Chapter shall always be open for inspection by any Board member.

Treasurer: The treasurer is responsible for:

1. The proper receipt and disbursement of funds belonging to the Chapter and the safeguarding of funds and other assets.

2. The maintenance of necessary accounting records and the preparation and submission of a monthly financial report to the Board.

3. Maintenance of bank accounts for the safety of Chapter funds.

4. Submissions of required financial documents to AUSA National in accordance with its guidelines.

5. The financial records of the Chapter shall always be open for inspection by any Board member.

Section 7: Committees: These will be established by the Board to assign and designate various officers as required to facilitate the business of the Chapter.

Article 7- Meetings

Section 1: General Membership/Board Meetings: A biannual meeting of the General Membership for the purpose of electing the President and Executive Vice President will be held in May of each even- numbered year. Installation of officers will occur in July following the election, as set forth in Article 6 above. Other General Membership meetings will be held as necessary, with the goal of holding a minimum of two General Membership meetings per Chapter fiscal year.

Section 2: Board Meetings will be held monthly at a time and place announced by the President. Specially “called” Board Meetings may be held for emergency or urgent matters, as may be requested by the President or by a majority of the Board members. The President, at his/her discretion, may authorize Board meetings to be conducted by means of electronic transmission (eg. via “Zoom”, “Webex”, “FaceTime”, etc.)

Section 3: A Quorum for conducting General Membership business shall consist of a minimum attendance of at least fifty-one (51%) percent of those present at a General Membership meeting. A Quorum for conducting Board business shall consist of a minimum attendance of at least Fifty-One (51%) percent of the active roster of Board members present for a meeting.

Article 8- Amendments

These Bylaws may be amended by first providing a copy of the amended Bylaws to the Board. Respective Board members shall then have at least thirty (30) days for consideration of the amended Bylaws. At the next Board meeting following the 30-day consideration period, the Board shall discuss the proposed changes and vote either to accept, reject or table the Amended Bylaws, by a majority vote at the Board meeting at which a Quorum is present.

Article 9- Financial Controls

The Board must approve all expenditures over $250.00 by the Chapter. The President, and executive board members selected by the President, will be issued AUSA credit cards for conducting Chapter business. Expenditure limits will be established for these cards by the Board, and adjusted as necessary. The Treasurer shall be responsible for having an annual financial review, or formal audit completed, all as may be directed or required by AUSA National financial guidelines.

Article 10- Dissolution

In the event of dissolution of the Chapter, or shall cease to exist for whatever reason, all net assets remaining after financial obligations have been paid, shall be transferred to AUSA National.

These Bylaws are hereby adopted by the Executive Board or Directors on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, and hereby amend, replace and supersede any Chapter Bylaws previously adopted by the General Membership or Executive Board of Directors.

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Approved at National Headquarters on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

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