

# Navy League Of The United States

## Bremerton-Olympic Peninsula Council



### **BYLAWS**

#### **ARTICLE I - GENERAL PROVISIONS**

##### **Section 1**

In addition to supplementing the Council Articles, these bylaws are intended to supplement the National Bylaws of the Navy League, and regulations governing local councils as promulgated by the Navy League of the United States.

#### **ARTICLE II - MEMBERSHIP**

##### **Section 1**

Classes of membership are as established in the National Bylaws. To be eligible for membership in this Council, one must be a member of the national organization. No person shall be denied membership due to sex, race, color, or religion.

##### **Section 2**

Dues shall be in the amount set by the national organization for each established class of membership; such dues to be paid directly to the National Treasurer. Council dues may be established by the Council Board of Directors and these Council dues shall be paid to the Council Treasurer on such date of each year as directed by the Board of Directors.

##### **Section 3**

Members whose dues payments are current shall be considered Members in Good Standing, and shall have all resulting rights and privileges of membership, including the right to vote and to serve as Council Officers and/or on the Council Board of Directors.

##### **Section 4**

An individual's membership shall be terminated for failure to pay required dues or assessments within 30 days of the due date. In addition, a member may resign by forwarding a resignation in writing to the National Corporate Secretary, with a copy to the Council President. Such resignations shall be effective when received by the National Corporate Secretary unless otherwise indicated in the letter of resignation.

##### **Section 5**

Any outstanding person who has shown and expressed unusual interest in this Council and who has performed great service to the United States Navy, shall be eligible for honorary membership upon unanimous approval of the Council members present at a regular monthly meeting. No dues shall be assessed against such honorary members. Honorary members are privileged to take part in all social activities of the Council, but shall not be eligible to vote or to hold regular office in the Council.

#### **ARTICLE III - PROHIBITIONS**

##### **Section 1**

No officer or member of the Council shall undertake in the name of the Council or the Navy League any

action intended to prejudice the aims of and the established policies of the Council or the Navy League and no member shall communicate with any Department of the United States Government in the name of the Navy League on general policy matters without the approval of the Council President and the National President.

## **Section 2**

No use may be made of the Navy League name, logo, seal, or other symbol or indicia of the League, including lists of members' names and addresses, for any purpose other than direct fulfillment of the mission of the Navy League.

## **ARTICLE IV - OFFICERS AND DIRECTORS**

### **Section 1**

This Council shall have the following elected Officers: President, one or more Vice Presidents, Treasurer, Secretary and Judge Advocate. Additional Vice Presidents may be elected for functional areas as required. During the year, the President may propose to the Board any new Vice President required. After Board approval, a confirmation by membership vote at the next meeting will be required.

### **Section 2**

The Board of Directors shall consist of the Officers, the immediate past President and a minimum of ten elected Directors. During the year, the President may propose to the Board any new Director required. After Board approval a confirmation by membership vote at the next meeting will be required.

### **Section 3**

The Officers and Directors of this Council shall be elected for a term of one year or until their successors are elected. The President shall not be elected for more than two consecutive terms.

### **Section 4**

Officers and Directors shall be elected by a majority of those members present and voting, by secret ballot unless there is but one candidate for an office, in which case election may be by voice vote. Elections will be held at the Annual Meeting. Installation of new Officers and Directors may follow the elections at the Annual Meeting, or be conducted at a subsequent meeting or event. The President shall have the authority to fill a vacancy, should one arise, subject to ratification by the Board of Directors at its next meeting.

## **ARTICLE V - DUTIES OF OFFICERS AND DIRECTORS**

### **Section 1**

The control and management of this Council's assets and affairs shall be vested in the Board of Directors. The Board may adopt Bylaws and regulations or delegate its authority to the elected Officers and such other Council members as it so desires. Council Bylaws and amendments must be consistent with national Bylaws and with the policies, purposes and objectives of the Navy League.

### **Section 2**

The President shall direct the activities of the Council; preside at meetings including those of the Board of Directors; appoint committee chairmen; assure compliance with national Bylaws and Regulations Governing Local Councils; submit the Council's Annual Report and other reports requested by higher authority; represent the Council in public affairs and in national, region, and state organization activities. The President shall have authority to sign checks against the Council's bank accounts.

### **Section 3**

Vice Presidents shall assist the President as approved by the Board of Directors. Vice Presidents may serve as chairmen of major committees, represent the Council at events which the Council President is unable to attend, and generally be understudying the duties of the Council President.

### **Section 4**

The Treasurer of the Council shall maintain all financial records of Council funds; establish the Council's bank accounts and serve as a signer on checks for all disbursements; prepare and oversee the Council's budget; submit periodic reports at all scheduled Board of Directors meetings and an annual report to the membership; and prepare the financial portion of the Council's Annual Report.

### **Section 5**

The Secretary shall maintain Council records such as Bylaws, minutes of meetings, election results and an accurate membership roster, prepare an annual report to the Council membership; handle correspondence as designated by the President; and provide appropriate notice of meetings.

### **Section 6**

The Judge Advocate shall advise the Council President and Officers on legal matters affecting the Council and interpret Bylaws and Regulations. The Judge Advocate shall serve as Council Master-at-Arms.

### **Section 7**

In the event of the death, resignation, or removal of an officer, such vacancy shall be filled by approval of the Board of Directors with a candidate proposed by the President at the next regular meeting of the Board or at a special meeting called for that purpose.

### **Section 8**

The President, with approval of the Board of Directors, shall have the power to remove any officer or local official for failure to properly discharge the duties of his office, provided, however, that any such officer or official shall have received thirty (30) days notice of the President's intention to seek such approval from the Board of Directors, and shall have been provided with an opportunity to be heard.

## **ARTICLE VII - COMMITTEES**

### **Section 1**

A Nominating Committee shall be established annually. It shall be comprised of the following:

- a. a member appointed by the President,
- b. two members selected by the Board of Directors, and
- c. two members elected by a vote of the membership.

Notice of membership of this Committee shall be announced sixty days in advance of the annual meeting and a report of the Committee shall be made to the membership at least thirty days prior to the annual meeting. The Nominating Committee shall select at least one nominee for each office and nominations may be made from the floor at the election meeting. No member of the Nominating Committee shall be eligible for nomination to any elective office.

## **Section 2**

The President shall appoint the members of such standing committees as may be provided for by the Board of Directors from time to time with such powers and duties as may be delegated by the Board of Directors. Each Committee shall determine its own rules of procedure, subject to approval by the Board of Directors.

## **Section 3**

The Board of Directors may, at their discretion, create an Advisory Committee of representative citizens to support the work of the Council.

## **Section 4**

**Past President's Advisory Council:** The past Presidents of this Council shall constitute a permanent advisory committee to the President of the Council. Past Presidents shall be members of the Board of Directors of the Council on an ad hoc basis (advisory and non-voting), and shall be eligible for appointment to any committee of the Council. The permanent advisory committee of past Presidents shall be available to counsel with the President on such matters as the President may request. The past Presidents shall meet from time to time as it may deem appropriate. The presiding officer of the advisory committee shall be the President of the Council. The past president's advisory committee shall at all times be subject to the Board of Directors of the Council.

# **ARTICLE VII - MEETINGS**

## **Section 1**

The Board shall meet at least once each quarter upon call by the President. One-third of the Board of Directors shall constitute a quorum. Upon written request to the President by any three members of the Board of Directors, the President shall call, within three weeks, a meeting of the Board of Directors. Should the President fail to call such meeting so requested within the prescribed time, the requesters may issue such call, reciting the President's failure, and any meeting held pursuant to such call shall be a legal meeting, and its acts and proceedings as valid and binding as though such meeting had been called by the President.

## **Section 2**

The general membership of this Council shall meet at least once each quarter upon call by the President. Ten percent (10%) of the membership shall constitute a quorum. The Annual Meeting of Members shall be held during the last quarter of the fiscal year. At this meeting, the President, Treasurer and Secretary shall submit their annual reports to the members. (Copies of these reports must be sent to National Headquarters with copies to the appropriate State and Region Presidents.) Elections for Council Officers and Directors for the subsequent fiscal year also shall be held at this meeting. Written proxies shall be allowed at all membership meetings.

## **Section 3**

Minutes of all meetings of the Board and general membership will be recorded by the Secretary, or an Acting Secretary, and copies thereof provided upon request.

## **Section 4**

The rules set forth in the current edition of Robert's Rules of Order Newly Revised shall govern the Council in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order that the Council may adopt.

## **ARTICLE VIII - FISCAL YEAR AND AUDITS**

### **Section 1**

The fiscal year of the Council shall conform to that of the Navy League of the United States National Headquarters (the calendar year).

## **ARTICLE IX - EXPENDITURES**

### **Section 1**

No money shall be authorized to be expended and no contract or obligation incurred in the name of or on behalf of this Council beyond the money actually in hand, appropriated, and set aside for the purpose.

## **ARTICLE X - GENDER**

### **Section 1**

Whenever the masculine form is used herein, the feminine form is intended to be included.

## **ARTICLE XI - AMENDMENTS**

### **Section 1**

These Bylaws shall not be amended unless the amendment has been approved by the Board of Directors and subsequently confirmed by a two-thirds vote of the members present at a general meeting, in the call for which, notice of the proposed amendment has been included.

## **ARTICLE XII - ADDRESS**

### **Section 1**

The Council shall at all times maintain a post office box as its official address for the receipt of mail.

## **ARTICLE XIII - RATIFICATION**

### **Section 1**

These Bylaws have been adopted by majority vote of the whole number of the Board of Directors of the Navy League of the United States, Bremerton - Olympic Peninsula Council and ratified by majority vote of members attending a scheduled meeting on April 8th, 1997. Notice of the proposed revision was published in advance in accordance with existing bylaws. All previous bylaws for this council are hereby superseded and repealed.

### **Section 2**

A copy of these Bylaws has been placed in the minutes and records of the Council.