



# MG HARRY GREENE, APG CHAPTER AUSA

## BY-LAWS OF THE MAJOR GENERAL HARRY GREENE, ABERDEEN CHAPTER ASSOCIATION OF THE UNITED STATES ARMY

### ARTICLE I, TITLE

This organization, chartered under the authority of the Association of the United States Army shall hence be known as the Major General Harry Greene Aberdeen Chapter of the Association of the United States Army.

### ARTICLE II, AIMS AND OBJECTIVES

The aims and objectives of the Major General Harry Greene Aberdeen Chapter of the Association of the United States Army shall be wholly educational, literary, scientific; fostering esprit de corps, dissemination of professional knowledge, and the promotion of the efficiency of the Army components of the Armed Forces and our Country; and by local action to further the aims and objectives of the Association of the United States Army. The Major General Harry Greene, Aberdeen Chapter will neither promulgate, condone, or tolerate illegal extremist activities, or advocacy of the use of violence against US citizens, or the violent overthrow of the United States Government.

### ARTICLE III, CHAPTER AREA

#### Section 1. Coverage.

The area encompassed by the Major General Harry Greene, Aberdeen Chapter of the Association of the United States Army shall include those counties within the state of Maryland which are adjoining the Chesapeake Bay, its watershed, and its tributaries: Caroline, Cecil, Dorchester, Harford, Kent, Queen Anne's Somerset, Talbot, Wicomico, and Worcester. The Major General Harry Greene, Aberdeen Chapter, as a private organization, may conduct activities on Aberdeen Proving Ground with the consent of the installation commander under the provision of AR 210-22.

#### Section 2. Subchapters.

The Chapter President may, with the approval of the Board of Directors, and National Headquarters, establish subchapters. The listing of these subchapters will be maintained as part of the permanent records of the Major General Harry Greene, Aberdeen Chapter. Subchapters may be added, or deleted, by the president with the consent of the Board of Directors and National Headquarters. Subchapters may have their own subchapter president, secretary, and vice president as deemed appropriate. Subchapters may not have treasurers or separate financial records or bank accounts. All administrative support and financial assistance will be performed by the parent

chapter. Members of the subchapters will remain affiliated with the Major General Harry Greene, Aberdeen Chapter but may conduct activities under their own identity.

## ARTICLE IV, MEMBERSHIP

### Section 1. Eligibility.

Membership in the Major General Harry Greene, Aberdeen Chapter of the Association of the United States Army shall be open to all those persons residing in, or with place of business in, the regional area designated in Article III above, and who subscribe to Article II of these By-Laws.

Section 2. Classes of Membership. Individual, Sustaining, Corporate and Life membership shall be in accordance with Article III Section 2, 3, 4, and 5 of the National Bylaws.

1 General/Individual. General Membership in the Association of the United States Army and the Major General Harry Greene, Aberdeen Chapter shall be open to any individual subscribing to the Articles of these Bylaws and Article II of the National Bylaws.

2. Life. Life Memberships to the Chapter may be granted at the discretion of the Board of Directors.

3. Corporate. Corporate Membership shall be open to commercial, industrial, professional or technical businesses, local government and civic groups, veteran organizations and societies that wish to support the aims, objectives and purposes of the Chapter. Corporate members will be affiliated with the chapter and corporate member designees will be enrolled as chapter members.

4. Honorary: The chapter may institute Honorary memberships, which will not be carried as such on National rolls.

Section 3. Terms Of Membership. Membership in the Major General Harry Greene, Aberdeen Chapter of the Association of the United States Army shall remain in force so long as the member maintains current status by payment of dues to the National organization. Members are responsible for updating their personal contact information to the chapter and to National.

## ARTICLE V, ELECTED OFFICERS AND SPECIAL APPOINTMENTS

The elected officers of the Chapter shall be a President, Vice President, Secretary, and Treasurer. Their terms of office shall be two years, and shall end on 30 June. No officer shall serve in the same office more than two consecutive terms. No officer may continue in office if the officer relocates or is reassigned away from Chapter's boundaries.

## ARTICLE VI, EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS

### Section 1. Executive Committee:

The Executive Committee of the Major General Harry Greene, Aberdeen Chapter of the Association of the United States Army shall consist of: a President, Vice President, a Secretary, and a Treasurer, the immediate Past President and an active-duty Military Liaison. The Executive Committee shall have the power to act in the Board's name in situations requiring decisions before the next scheduled Board of Directors meeting, and will meet monthly at the call of the President.

### Section 2. Board of Directors:

The Board of appointed Directors shall consist of members, appointed by the President with the majority approval of the Executive Committee. The President, Vice President, Treasurer, Secretary and Immediate Past President are ex-officio members of the Board of Directors. The Board of Directors shall be the governing body of the Chapter. They govern in accordance with the By-Laws of the Association of the United States Army and the By-Laws of the Major General Harry Greene, Aberdeen Chapter.

## ARTICLE VII, DUTIES OF OFFICERS.

### Section 1: Duties of President:

The President shall be the principal executive officer of the chapter. He/she is responsible for insuring a sound organization and effective overall chapter management. The President shall preside at the meetings of the Executive committee and at General Membership Meetings. The President shall appoint any non-elected officers and committee chairpersons with simple majority approval of the Executive Committee.

### Section 2: Duties of Vice President:

The Vice President shall assist the President and other board members in the governing of the chapter activities, finances, responsibilities and other tasks. As such, he/she will be responsible for coordinating and the preparing Chapter Activity Reports (CAR) to the National organization. The Vice President shall represent the Chapter with other organizations and professional associations The Vice President shall preside in the president's absence. In the event the president is no longer able to serve, assumes the duties of the President until a special election can be held.

Section 3: Duties of Secretary: The Secretary shall serve as primary administrative officer for the chapter. The Secretary shall keep minutes of all chapter and Executive Committee meetings.

He/she is responsible for all communications and sending reports to AUSA National. The Secretary shall be responsible final proof-editing of chapter correspondence prior to release.

**Section 4: Duties of Treasurer** The Treasurer shall comply with duties and requirements as outlined in the AUSA National Treasurer's Handbook. He/she shall have responsibility for all monies, debts, obligations and assets belonging to the Chapter, to include the creation of and monitoring of the Annual Budget. The Treasurer shall cause all monies of the Chapter to be deposited to the Chapter accounts in a bank or banks insured by the Federal Deposit Insurance Corporation. The Treasurer shall have direct control over, and supervision of, all Chapter assets and of all payments of Chapter debts and obligations. The Treasurer shall insure strict compliance with these Bylaws in all matters pertaining to the financial affairs of the Chapter. The Treasurer shall publish on the Chapter's Website a full and correct report semiannually on the financial status of the Chapter. The Treasurer shall also give a full and correct report on the financial status of the Chapter at any meeting of the Board of Directors. All checks or other orders for the payment of monies in the name of the Chapter shall be signed by the Treasurer or by such other person(s) as designated by the Executive Committee, and who is (are) overseen by the Treasurer. The Treasurer shall submit to the Treasurer at National, on forms provided by National Headquarters, financial reports covering the calendar year, as approved by the Executive Committee. Date of submission will be as indicated by the National Treasurer and/or the National Treasurer's Handbook.

**Section 5: Duties of Immediate Past President:** The Immediate Past President will be responsible for interface and Liaison with the National Organization.

#### **Section 6: Interim Appointments**

In the event of the death, resignation, disability or disqualification of the Vice President, Secretary, or Treasurer, the Executive Committee shall make an interim appointment to the office so vacated for the balance of the unexpired term. In the event of the death, resignation, disability or disqualification of a candidate for the office of Vice President, Secretary, or Treasurer, running unopposed, or elected but not yet seated, the Executive Committee shall make an interim appointment to that office for not more than one year, during which time a special election will be held to fill the office for the remainder of the term.

#### **Section 7: Financial Accounts**

The Executive Committee will specify a minimum of one additional Elected Officer's name other than the Treasurer as signature authority on the Chapter's accounts.

### **ARTICLE VIII, COMMITTEES.**

The President may establish ad hoc committees as needed with simply majority approval of the Executive Committee. There shall be nine standing committees of the Chapter, as follows:

- Ways and Means
  - Coordination of Budget with the Chapter Treasurer
  - Donations/Contributions
  - Scholarship Presentation
  - Sponsorship
- Fisher House
- Programs
- Policy
- Fund raising
  - Annual Golf outing
- Communications
  - Newsletter
  - Website
- Membership
  - Corporate Member Support
  - Membership Drive
  - Membership Retention/Renewal Activity
  - Retiree Event
- Nominating Committee
  - Identification and recruitment of talent and future leaders
- Soldier Outreach
  - Deployment/Redeployment
  - Wounded Warrior Program interface and support
  - Reserve Component and National Guard Support
  - ROTC/JROTC/OCS Support
  - Events/programs for veterans and soldiers

## ARTICLE IX, ELECTION OF OFFICERS

### Section 1: Nominating Committee

The Nominating Committee, which shall consist of three members appointed unanimously by the Executive Committee in July preceding an election year.

Section 2: Nominations: The Nominating Committee will select a slate of candidates not later than 1 April prior to the biennial election in June and cause this slate to be published on the Chapter's website.

Section 3: Nominations from the membership: Members in good standing constituting at least 5% of the active membership may nominate a slate consisting of not more than two nominees for each office. Such nominations must be submitted to the Secretary in writing, must include each member's signature and printed name, and must be received by the Secretary not later than 1 May. The Secretary will cause this slate to be published on the Chapter's website.

Section 4: Elections: Elections will occur biennially in odd number years. A biennial meeting of the general membership for the purpose of electing chapter officers shall be held in the month of June. The officers elected will be installed in the month of July. A minimum of 10% of the Chapter's membership must be present at the biennial meeting to constitute a quorum and to hold the election.

## ARTICLE X, FINANCIAL CONTROLS

Section 1: General. The Chapter derives its legal existence from the charter for the Association of the U.S. Army, incorporated in the District of Columbia on 5 July 1950, and operating as an educational organization exempt from Federal income taxation under the terms of Section 501 (c) (3) of the Internal Revenue Code. Financial administration will be conducted in accordance with written procedures approved by the Board of Directors. Neither the Federal Government nor Aberdeen Proving Ground will have any liability for the Chapter's actions or debts. Public and Association Professional liability insurance coverage for the Chapter and its officers is provided by AUSA National for permitted activities of the chapters. The chapter will not incur debts beyond its financial capacity to make payments when due. The Chapter will ensure that all required Federal, State and jurisdictional laws are met. Chapter members will not be held liable for debts of, or claims against, the Chapter. The Chapter will reimburse the US Army for utility expenses, unless use is incidental.

Section 2: Fiscal Year: The fiscal year of the Chapter shall be from 1 July through 30 June.

### Section 3: Obligations And Indebtedness

- A. Only the elected Officers or persons authorized by the Executive Committee to act on behalf of the Chapter shall incur any obligation or indebtedness in the name of the Chapter. Authority to incur obligation or indebtedness beyond the elected officers of the Chapter will be in writing, limited to specified persons, for a set time frame, and for a specified maximum amount of funds to be obligated. Contracting Authorities cannot obligate the Chapter, until contracts are approved by a majority vote of the Executive Committee, and payment is authorized or made by the Chapter Treasurer. All obligations or indebtedness incurred in accordance with the provisions of these Bylaws shall be incurred solely as corporate obligations. No personal liability whatever shall attach to or

be incurred by any member or Officer of the Chapter by reason of any such corporate obligations or liability.

B. No elected Officer or any other person authorized by the Executive Committee to act on behalf of the Chapter shall incur any obligation or indebtedness in the name of the Chapter that would exceed a sum that is one percent (1%) of net dues revenues in the preceding fiscal year without approval by the Board.

## . ARTICLE XI, MEETINGS

Section 1. General Membership Meetings General Membership Meetings will be held the third Tuesday of each month, excepting those coincidental to special events, or altered by the Board of Directors.

Section 2. Board of Directors Meetings. Board of Directors meetings shall be held at a minimum on a quarterly basis.

Section 3. Executive Committee Meetings. Executive committees shall be held at a minimum on a monthly basis.

Section 4. Quorum. Ten percent of members present shall constitute a quorum for the conduct of business at a chapter General Membership Meeting. A quorum of the Board of Directors shall be greater than 50 percent of the Executive Committee and the standing Committee Chairs.

Section 5. Authority to Operate on DOD Installation. The installation commander may revoke the permission for the Chapter to operate within the installation's boundaries at any time.

## ARTICLE XII, AMENDMENTS

These By-Laws may be amended at the biennial General Membership meeting based on recommendations from the Policy Committee that will be posted 15 days prior to said meeting on the Chapter website, disseminated to the Chapter Membership and provided further that such change is subsequently approved by the National Association. Bylaws may also be amended based on petition from 5% of the membership. Amendments proposed by such petition shall be submitted to the Secretary in writing and shall be signed by each member. A vote on these proposed changes shall occur at the next General Membership meeting at which a quorum is present and voting, provided advance notice of fifteen days or more of such proposed amendment has been given posted on the Chapter's website and disseminated to the Chapter Membership, and provided further that such change is subsequently approved by the National Association.

## ARTICLE XIII. DISSOLUTION

In the event that this chapter shall cease to exist for any reason, all fiscal assets remaining after all obligations have been satisfied will be transferred to National Headquarters.

These By-Laws adopted by the chapter membership on \_\_\_\_\_.

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Tamera Rush, Chapter President

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National Headquarters approved the By-Laws of the Major General Harry Greene, Aberdeen Chapter on \_\_\_\_\_.

\_\_\_\_\_ (Signing For the Committee of Trustees)