

## BYLAWS

### SOUTHERN ARIZONA CHAPTER OF THE USAFA ASSOCIATION OF GRADUATES

#### ARTICLE I – NAME

The name shall be the Southern Arizona Chapter of the USAF Academy Association of Graduates.

#### ARTICLE II – PURPOSE

The society shall be formed with the goal of furthering the principles and welfare of the United States Air Force Academy and its graduates through the service to community, county and graduates of the Air Force Academy.

#### ARTICLE III – MEMBERSHIP

Membership in the chapter shall be voluntary and restricted to graduates of the United States Air Force Academy and other associate members. Membership in this organization does not convey automatic membership in the national Association of Graduates.

#### ARTICLE IV – DUES

Membership dues shall be \$10.00 per year or at a rate established by the Board of Directors of the Chapter. Members shall renew their membership by paying in advance the prescribed dues. Failure to pay dues will result in termination of membership. Payment of dues will entitle the member to the privileges of chapter membership for the current fiscal year.

#### ARTICLE V – BOARD OF DIRECTORS

The governance and management of the chapter shall be vested in an executive body of six of its members known as the Board of Directors. On all questions of interpretation of the Bylaws or other rules of the chapter, the decision of the Board of Directors shall be final unless later rescinded by the general membership at the Annual Business Meeting or at a special meeting called for the specific purpose of reviewing that interpretation. The Board of Directors shall have the authority to invest the chapter's treasury in whole or in part in the manner in which it deems prudent to achieve maximum growth with reasonable safety.

Board members will be elected for a term of three years, one-third being elected each year at the Annual Business Meeting by a majority of the members present. Ties will be broken by additional balloting until all vacancies are filled.

Board members serving in the second year of their term will form the committee that nominates candidates to fill projected vacancies and any out-of-cycle vacancies that occur. Other

nominations may be made from the floor at the Annual Business Meeting. Outgoing Board Members may be re-elected.

The Board will meet regularly as necessary to conduct the business of the Chapter and as called by an Officer of the Chapter or by three Board members.

A quorum for any Board meeting will be three board members, either present or represented by proxy. A majority vote of the quorum will be required to decide issues before the Board.

The Board shall establish operating committees, as it deems necessary.

The Board shall establish a fiscal year that shall be used for such things as determining terms of office for officers, collection of dues, extending membership privileges, and dates of meetings.

The Board shall submit a report of the affairs of the Chapter, including the expenditures of the past year and an estimate of the expenses for the coming year, at each Annual Business Meeting. It shall report at other times if called upon to do so by ten or more members in writing.

#### ARTICLE VI – OFFICERS

The officers of the Chapter shall be President, Vice President, Secretary, and Treasurer, each with a term of one year starting with the first day of the fiscal year.

Officers shall be elected at the Annual Business Meeting. Officers may be reelected.

The President will normally preside over all events sponsored by the Chapter and shall be a member of the Board of Directors. He/she shall perform such duties as directed by the Board of Directors.

The Vice President shall have such powers and duties as prescribed by the President and shall discharge the duties of President in his/her absence.

The Secretary shall be responsible for keeping the records of the organization, preparing reports, conducting the correspondence, maintaining a membership roster, and publishing such items as directed by the President.

The Treasurer shall be the custodian of all organizational funds and shall disburse funds to defray the expenses authorized by the organization or the Board of Directors, report the status of funds at each regularly scheduled meeting, and present an annual financial report to the Board of Directors at the Annual Business Meeting.

The offices of Secretary and Treasurer may be combined if such action is beneficial to the organization.

#### ARTICLE VII – MEETINGS

The Annual Business Meeting will be held in the fourth quarter of the Chapter's fiscal year for the purpose of electing new officers for the upcoming year and conducting other business as permitted by these by-laws.

Regular meetings will be held on a quarterly basis. Special meetings may be called by the President or upon written requests of six members. At least seven days' notice of the special meeting shall be provided to all members by the Secretary. Business to be conducted as at special meeting shall be confined to the issue that prompted the Special Meeting.

Business may be conducted at any meeting of the chapter. After it has been established that a quorum is present, the order for business shall be as follows:

- a. Reading of the minutes of the previous meeting
- b. Financial report
- c. President's report
- d. Committee reports
- e. Old business
- f. New business
- g. Adjournment

#### ARTICLE VIII – COMMITTEES

Such committees as may be deemed necessary by the Board of Directors shall be formed. The President shall have the responsibility to appoint committee chairmen.

#### ARTICLE IX – AMENDMENTS

Amendments or changes to these bylaws may be made at any meeting of the chapter by a two-thirds vote of those present or represented by a proxy. Such proposed amendments and changes may be considered only after copies of such proposed amendments or changes shall have been distributed to the members at least seven calendar days prior to the meeting.

#### ARTICLE X – DISSOLUTION

If necessary, dissolution shall be proposed by the Board of Directors for consideration by the membership. Not less than seven calendar days prior to voting on the issue of dissolution, the Board must notify all members of the proposed vote. Dissolution shall be completed in accordance with all applicable federal, state, and local laws and regulations. Assets in excess to obligations shall be distributed as directed by majority vote of the membership with consideration given to donation to the national AOG.