

NORTH COUNTY RETIRED MILITARY ASSOCIATION
Post Office Box 4705
Oceanside, California 92052

11 September 1993

“NOTIFICATION AND DECLARATION OF ADOPTION”

Subject: Amendment and Revision of the Association’s Articles and Bylaws 1-93

To: Internal Revenue Service
State of California Franchise Tax Board
NCRMA Members

1. **Notification.** As previously required and provided for in Article IV of said Association’s Bylaws, dated 31 March 1990, members were notified of the “need, intent and purpose” of the subject action. Proposals for subject action was reviewed by members on 10 July 1993; receiving an affirmative majority-vote from eligible voting members at a meeting of “Members and Board” on 7 August 1993.
2. **Declaration of Adoption.** Effective this date, and hereafter, the Articles and Bylaws of **North County Retired Military Association**, previously subscribed to on the 31st day of March 1990, are **amended and revised as set forth and affixed therein, and herein unto.** Said amendment and revision shall include that effective this date, the 11th day of September 1993, said document shall read as, be known as, and referred to as the:

“CONSTITUTION AND BYLAWS”
of
NORTH COUNTY RETIRED MILITARY ASSOCIATION

3. **Disposition.** All previous editions/copies of its Articles and Bylaws published on or after 31 March 1990, shall be placed in its “Historical File (Original)”, or destroyed.
4. **Filing Instructions.** A copy of this notification and declaration page shall be filed immediately in front of **page 1 of this Association’s amended and revised “Constitution and Bylaws”**, as such has been adopted this date.

(President)

(Secretary)

CONSTITUTION AND BYLAWS
OF
NORTH COUNTY RETIRED MILITARY ASSOCIATION (NCRMA)
(Founded/Incorporated on March 31, 1990)

As a “Constitution” has been Added and this document’s “Title” has been Changed; and, it’s Articles, Bylaw and Bylaws have been Altered, Amended and, or Revised this 11th Day of September 1993;

CONSTITUTION

PART I

We, constituting Retirees of the ARMED FORCES OF THE UNITED STATES OF AMERICA, said Retirees Dependent Family Members, and others of our community associated with said ARMED FORCES, as prescribed hereunto, in order to attain the Goals and Purposes set forth herein and hereunto, do Establish and Adopt this, OUR CONSTITUTION.

PART II

DAILY from the ARMED FORCES OF THE UNITED STATES OF AMERICA, come men and women who are Honorably Discharged and Retired from Active Duty in the service of their Country. The majority has completed long and faithful service, with some that are medically retired for reasons associated with such service. All have been of great service to their Country, both in peace and war; having made unaccountable personal and family sacrifices during said service. To many, this transition from military lifestyles to civilian encounters, of which they are often not familiar with or accustomed to; and, in many instances not easily understood by him or her, provides for a substantial degree of interruption and insecurity to their personal and family welfare. For these reasons, NORTH COUNTY RETIRED MILITARY ASSOCIATION was FOUNDED.

PART III

We, being of the aforementioned ARMED FORCES OF THE UNITED STATES OF AMERICA Retirees, and other associated with said military services, past and present, as set forth and prescribed hereunto; being of mutual concern, purpose and understanding, shall be dedicated, individually and collectively as the NORTH COUNTY RETIRED MILITARY ASSOCIATION, in striving to attain the Goals and Purposes herein, and hereunto prescribed:

ARTICLES AND BYLAWS

ARTICLE I NAME

The Name of this organization shall be, as aforementioned and subscribed, the NORTH COUNTY RETIRED MILITARY ASSOCIATION (NCRMA), hereinafter referred to as the "Association".

ARTICLE II NONPROFIT CHARTER

The purpose for which this Association was organized is for the transaction of any, and all lawful business for which nonprofit associations may be incorporated under the Laws of the State of California, and as such laws may be amended from time to time.

ARTICLE III PURPOSE

1. The primary objects for which this Association was organized is for such charitable purposes prescribed hereunto or, as may be designed and implemented by a majority of its Board and Members. Such purposes may include research assistance, charitable, health, welfare, recreational, and the social needs of ARMED FORCES retirees and their families. Said persons must be residents of the United States and/or its possessions; with particular reference to its members and said persons who are local residents of the County of San Diego, State of California.
2. To make involvement in the NORTH COUNTY RETIRED MILITARY ASSOCIATION a model of equal opportunity for all members, regardless of race, color, creed, sex, or national origin; to include all branches of the ARMED FORCES OF THE UNITED STATES OF AMERICA.
3. To attract to the NORTH COUNTY RETIRED MILITARY ASSOCIATION members with the ability, desire, and dedication to promote its growth.
4. To provide the opportunity for everyone, its members and participants in its events and activities, to rise to as high a level of responsibility for the Association and our community as possible, dependent only upon his or her individual talent and diligence.
5. To hold those who do business with or for the Association, or receive assistance from said Association, to full compliance with its policies in/and of equal opportunity and fairness.
6. To contribute to the improvement of our community, with particular reference to its aged and disadvantaged citizens, and youth development; through greater utilization of the Association's human and physical resources, while maintaining full

effectiveness in the performance of NORTH COUNTY RETIRED MILITARY ASSOCIATION primary objectives, through:

- a. Supporting charitable Community and Civic Activities assisting the aged, needy, and under-privileged citizens, through:
 - (1) Annual monetary contributions, as provided for hereunto, and as determined by the Association's Board of Directors, for the aged and needy.
 - (2) Periodical Association-sponsored food and clothing drives for the needy and disadvantaged of our community.
 - (3) Annual monetary contributions, as provided for hereunto, and as determined by the Association's Board of Directors, to community sponsored Youth Development Programs.
 - (4) **Support** of Community and Civic activities in such efforts to aid and assist individual citizens and families of the local communities that have, or are experiencing devastating financial difficulties due to a **man made or natural disaster**, or a **catastrophic life-threatening illness**; as provided for hereunto, and determined by the Board of Directors.
 - (5) **Providing** emergency financial aid to active-duty Armed Forces members and their **dependents**, with **particular reference to said persons in the junior ranks/pay-grades**, i.e., pay-grade "E-5 and below", as provided for hereunto and determined by its Board of Directors. Said aid may be granted when the military members designated charitable relief, society, or agency has exercised all available efforts, to include such "exception to policy" provisions available to it in providing the military member adequate emergency financial relief from such hardship, and such has been determined as **insufficient**. However, such aid/assistance **shall not** be rendered to any one individual, or family unit, more than once during any given 12-month period; **nor** shall it be granted to said persons who have a history of financial irresponsibility, or who have **disregarded** previous counseling afforded them to prevent such hardships.
 - (6) **Support** of Community **sponsored** projects designed to furnish aid and comfort to the **aged, underprivileged and needy**, and Youth Development Programs through its membership participation, where those possessing the required skills are available.
- b. **Providing**, where membership with the desired skills is available, volunteers to assist its local "Military Retired Affairs Office."

7. **To assist** retired and disabled members of the ARMED FORCES in obtaining civilian employment, and fostering an environment that is accessible to any usable by them, through:
 - a. Promoting employment opportunities and positions, where possible, for its Members, disabled and other military retirees; through an Association and membership developed Employment and Job Search Network Assistance Program.
 - b. Providing said military members assistance in the procurement, and the preparation of job applications and résumés where possible.
8. To aid each military retiree to readjust to civilian lifestyle, by:
 - a. Providing forums for discussion, and enhancement of retiree military retirement benefits and other compensations.
 - b. Promotion of good fellowship, sociability, and mutual understanding among its members, other military retirees, and the community.
9. To provide a safe and healthy social environment, free from any recognized ideological hazards for all Association members, participants and guest, by:
 - a. Conducting entertainments, excursions, et cetera, to enhance said purpose and camaraderie among its membership and others of the community.
 - b. Establishing and maintaining a “Club” for Association members and their families, providing conveniences and privileges normally afforded to members of such associations.
10. To take a personal interest in providing a positive image in the community, and a role model for the Youth of the community to emulate.
11. To render moral support and emergency financial assistance to Association members, other Armed Forces retirees, and said persons’ dependent family members, as provided for hereunto and determined by its Board of Directors.
12. To render assistance to its members, other Armed Forces retirees, and said persons’ families, in identifying and obtaining their military service-related benefits, through an Association developed Information Service and Assistance Program.
13. To support the emergency needs of both retirees and active-duty members of the Armed Forces of the United States of America, and their families, through annual charitable monetary-contributions to local military agencies established to render such aid, as provided for hereunto and, as determined by the Board of Directors.

14. To raise funds for the accomplishment of aforementioned objects and purposes of this Association through organizational membership and fees, and such other legitimate fund-raising activities as may be authorized and deemed appropriate by the Government of the United States, and the State of California for non-profit charitable corporations and associations.
15. To do and exercise all efforts available, suitable or proper for, and in the accomplishment or attainment of any or all of the objects and purposes herein-before described; - or, which at any time appear conducive, or expedient for accomplishing said objects and purposes of this Association, and; for the protection of this Association, its members, and the community in which said Association exists.
16. This Association shall not, except to an insubstantial degree, engage in any activities, or exercise any powers, which are not in furtherance of the primary objectives and purposes of the Association.

ARTICLE IV MEMBERSHIP

Section 1. General. Membership in this Association shall be voluntary, and may consist of Active Members, and Members-At-Large based upon the eligible persons desires, Association membership in and of itself, shall be viewed as support of the objects and purposes hereto-before prescribed.

Section 2. Eligibility for “Regular” Membership. Any person, without regard for rank, that was Honorably Discharged and Retired from the ARMED FORCES OF THE UNITED STATES OF AMERICA, to include the Reserve Components thereof, the United States Coast Guard, State Air and Group National Guards, and those military members medically retired, shall be eligible for regular membership in this Association. Additionally, the spouses, widows and widowers of said retirees; the widows and widowers of Armed Forces members who died in combat; and other immediate family members of said retirees or military members that were dependents of such service members at the time of his or her demise, shall be eligible for said membership, provided he or she is at least 21 years of age, and is recognized as the retiree’s or service member’s dependent by the United States Department of Defense. All persons applying for membership in this Association shall be required to present proof of his or her eligibility for same; acceptable proof of eligibility shall be:

- a. Retirees. His or her “valid” United States Uniformed Service Identification Card (DD Form 2 (Retired)).
- b. Spouses, Widows and Widowers. Said persons/members of retired or deceased Armed Forces members, shall be required to present proof of their membership “eligibility”, to include upon such renewal, in satisfactory form as hereunto prescribed, and deemed appropriate and sufficient by the Board of Directors.

- (1) a valid “Dependents Uniformed Service Identification and Privilege Card (DD Form 1173)”;
 - (2) A Marriage and or Death Certificate of their “sponsor (retiree or the deceased Armed Forces member)”;
 - (3) In the case of dependent children and others of a deceased retiree or Armed Forces member at the time of his or her death, the “applicant’s” Birth Certificate, or other recognized “official” documentation as proof of such a dependency status.
- c. Proof of Continued Membership Eligibility. All Association members, except those in the categories hereunto-with specified, shall be required to present proof of his or her continued membership eligibility upon renewal annually as affixed herein the Bylaws:
- (1) Retired Armed Forces members, to include those “medically-retired” on a permanent basis.
 - (2) Those Association members who have applied for, and have been accepted as a “Life [Time] Member”, and;
 - (3) The “spouses” of military retirees that are also members [in good-standing] of this Association at such times as membership-renewal is required of the spouse.

Section 3. Charter Members. The Association’s founding members (those “regular” members on it’s roster prior to April 1, 1991), that have maintained his or her membership in good-standing, as such members are identified herewith-onto, shall hereafter be “honorably recognized” as this Association’s Charter Members. Specified “honorees” shall be afforded such rights and privileges associated with said membership-status, as affixed herein the Bylaws, and as such may be amended, changed, or altered from time to time. Said members failure to abide by this association’s Constitution and Bylaws shall result in the removal of his or her membership status, as aforementioned, and may constitute his or her removal from this Association’s Record of Membership as with any other regular or associate member. Said Charter Members shall be:

Robert Jones	Roberta Alleman	Willie J. Jackson
Ronald Daniel	Thomas E. Greene	Zondra Greene
William Prince	Cathleen M. Morton	Ryan Stafford
Theodore Richardson	Eddy Ross	Willie Smith
Willie Stills	Willie Little	James Thorpe
James Smith	Stanley W. Taylor	Karen King
Kenneth Williams	Harry Boatman	John Grier

Section 4. “Associate” Members. At the discretion of its Board of Directors, the Association may have such membership, not to exceed two percent (2%) of its regular/charter membership strength. Associate members may be civilian or active military of the local communities that are ineligible for “regular-membership”, but support the Association’s objectives and purposes, and have a desire to become members. These selected persons shall be required to complete all **membership administrative** requirements, to include the remittance of membership fees [as prescribed and affixed herein its Bylaws for “regular/charter members”]. Said Associate Members shall be afforded all rights and privileges of its “regular-membership” except, that he or she shall not be permitted to participate as a **voting-member** during “Annual and General Elections” of its Officers and Directors, as required, nor be elected as, or serve as the Association’s President, Vice-President, or its Assistant Vice-President.

Section 5. “Honorary” Members. The Association may bestow the title of Honorary Member upon citizens of the civilian and military communities that have rendered a significant degree of support to its efforts to achieve its primary objectives and purposes. Such persons may, from time to time, be permitted to participate in, or attend activities and events of the Association, but shall not be afforded any rights and privileges normally afforded to its regular/charter or associate members.

Section 6. **Membership Restrictions.** Spouses, widows, widowers, and other persons affixed herein the Bylaws that have a change in marital status that makes them ineligible as recognized Uniformed Services “Dependent”; or that enters a branch of the Armed Forces of the United States of America on “active-duty, or an active-duty reservist, shall be denied Association Membership renewal while such conditions exist.”

Section 7. “Sponsorship” of Applicants for Membership. New applicants, to include former Association members that are non-military retirees must be “sponsored by a current member of this Association; for the purpose of “attesting” to the applicant’s eligibility for such membership. Knowingly introducing ineligible persons into the Association for membership in same by its members shall not be tolerated, and may result in such members’ censure, suspension or expulsion.

ARTICLE V MEMBERSHIP FEES

Section 1. **Classification of Membership Fees.** All monies acquired by this Association as “membership fees” shall be considered as, and classified as a donation for charitable purposes, and, as such shall not be refunded or reimbursed to the person making said donation once he or she has been accepted for membership in NORTH COUNTY RETIRED MILITARY ASSOCIATION, and has been notified of his or her acceptance by the Association.

Section 2. **Annual Membership and Fee.** Hereafter, applicants, members, and former members may elect membership in this Association for a period of one or more years by indicating his or her desire for such option on the required Membership Application, and remittance of his or her membership fee of Twenty Five Dollars (\$25.00) per year for such election. Said fee of \$25.00 shall before a one-year (12 month) membership period in the

Association, expiring on the last day of the month that he or she joined in, during the next or succeeding year(s) as appropriate and elected by the member. Each Association member under this annual membership option shall be **reminded** of his or her membership expiration date 30 to 45 days prior to such date in writing, and furnished a new application form for membership renewal. The annual membership fee of Twenty-Five Dollars (\$25.00) per year shall apply to **all** regular, charter and associate members.

Section 3. Life [Time] Membership Option and Fee(s). All applicant’s current and former members of this Association; except those medically retired from the Armed Forces on a “temporary –basis” with less than 18 ½ years of active military service, shall be eligible to elect Life Membership in the Association at the time he or she applies for its membership, membership renewal, or at any time he or she elects to do so while a member in good standing. The fee for Life Membership must be remitted in full upon the member or applicant’s election of said membership option with his or her Membership Application Form. Upon acceptance as a Life Member by the Association, such members thereafter shall be responsible for contacting, and notifying this Association of any change in his or her status, address, telephone number, etc., as such changes may occur; that the Association may update its Membership Records. The fee(s) for said membership option shall be based upon he applicant or members age at the time he or she elects said membership option, as affixed herewith in the Bylaws, and shall apply to Regular, Charter, and Association Members:

<u>Applicant/Members Age</u>	<u>Lifetime Membership Fee</u>
Through Age 40	\$ 160.00
Age 41 through 50	145.00
Age 51 through 60	120.00
Age 61 through 70	80.00
Age 71 and over	40.00

Section 4. Lifetime Membership Option Exceptions. Members electing this option, and are accepted for such membership by the Association prior to a change in marital status, shall be permitted to retain said membership in the Association. Additionally, temporary medically retired members with 18 ½ years or more years of creditable active-duty military service shall require the affirmative majority vote of the Board of Directors prior to his or her acceptance as a Life Member, based upon such persons probability of not being recalled to active military service should such medical problem be corrected.

Section 5. Membership Fees and Honorary Association Members. Said “Honorary” members of this Association shall be exempt from having to pay membership fees. However, should he or she desire to make a charitable donation to the Association, such shall be permissible and used for said purposes.

Section 6. Defaults in Membership Fees. Members failing to renew his or her membership in the Association prior to its expiration by completing a new Membership application and remitting the required/desired membership option fee shall be ipso facto suspended from all rights and privileges afforded to its members, to include the right to vote, to be elected as an

Officer or Director of this Association, and shall be removed from his or her office or position on the Board of Directors by the President, if such an office or position is held. The exception shall be those members who have requested, and been granted an extension, not to exceed 90 days from date of membership expiration, in remittance of his or her membership fee(s) and application for renewal, due to a financial hardship at the time such renewal is due.

Each member entering a default in membership shall be notified in writing of such default within 20 days of same by the Association's Secretary, or its appointed "Director of Membership and Recruiting Committee."

Section 7. **Removal from Membership due to Default in Membership Fee.** Any member that has not requested and been granted an extension to remit his or her renewal membership fee and application to remit his or her renewal fee and application, or has failed to respond to the written notification of "default" aforementioned within 45 days of such default, shall be removed from the Association's Membership Records/Roll during the next Meeting of Members and Board, without the benefit of, or further consideration given to his or her behalf by the Association.

Section 8. **Renewal and/or Reinstatement of Members in "Default".** Any member that has not requested and been granted an extension in the remittance of his or her membership fee for Association membership renewal, and has been in default of same for 60 or more days, shall be viewed as a **new member**, with an anniversary date of Association membership established as/on the date of his or her reinstatement. Said person(s) shall have thereby forfeited any and all membership rights and privileges afforded to Association members of his or her membership tenure, and status, as affixed herein in its Bylaws, as he or she may have been entitled to prior to the stated default. Hereafter, there shall be no exceptions to the foregoing.

ARTICLE IV METINGS AND FUNCTIONS

Section 1. **General.** Where special events, social functions and such activities are sponsored and conducted by this Association, its members and their families, and other retiree of the Armed Forces and their family members shall be afforded first priority to participate, when the site or capacity requires such consideration.

Section 2. **Place of Meetings.** Any, or all meetings of this Association may be held within, or without the State of California, except that the Annual Meeting of Members shall be held in its registered place of Oceanside, California.

Section 3. **Annual Meeting of Members.** Shall be held at a place in Oceanside, California, as designated by the Board of Directors, convening no later than 10:00 am. On the First Saturday of March each year, with its primary agenda being the Association's annual, or General Election of its Officers and Directors.

Section 4. **Annual Meeting/Event.** Said event or function shall be held for its members and guest on the Third or Fourth Saturday of March each year, but no later than the first day of April

each year, for the primary purpose of “installing” the Association’s newly-elected officers and, or other members of the Board of Directors, as required and deemed appropriate.

Section 5. **Notice of the Annual Meeting of Members.** Written notification of said meeting, including its date, time and location, shall be provided to each eligible voting member of the Association at least 30 days prior to the date of such meeting, as affixed herein the Bylaws.

Section 6. **Delayed Annual Meeting of Members.** All reasonable efforts shall be exerted to avoid such action. However, if for any unavoidable reason said meeting must be delayed, such may be held at a forum designated as a Special Meeting of Members and Board, provided each voting member of the Association is given written notification of such action and intent, as set forth hereunto in its Bylaws.

Section 7. **Order of Business at Meetings.** The Order of Business at any forum of the Association’s members shall be as affixed herewith, and deemed appropriate there from by the President:

- a. Call to Order
- b. Roll Call
- c. Observance of the “National Anthem”, or “Pledge of Allegiance”
- d. Reading of Minutes from last meeting, as appropriate
- e. Report from President
- f. Report from Secretary
- g. Report from Treasurer
- h. Reports from Directors (Chairpersons) as appropriate
- i. New Business
- j. Open Floor for Membership Input
- k. Election of Officers and director, as appropriate, and in the absence of any objections
- l. Adjournment.

Section 8. **Special Meeting of Members.** Such forums may be called at any time by the President, in his or her absence by the Vice-President, or a “majority” of the Board of Directors. The method by which such forums may be called shall be as prescribed herewith. Upon receipt of a specification in writing, setting forth the date, time, location and object [to include any “allegations” as appropriate and necessary] for such meeting, signed by the President or Vice-President in his or her absence, or by the “majority” of the Board of Directors, the Secretary, or the Assistant Secretary in his or her absence, shall:

- a. Prepare and sign the requisite notices of, and for such required forums, ensuring that said notice has he or her printed or typed name thereon, and his or her personal signature (facsimile signature stamp being permissible).
- b. Affix the Association’s “Seal” to such notice, as deemed appropriate.

- c. Mail such notices in a timely manner, which provides for its receipt by Association members at least five (5) days prior to the specified forum.

Section 9. **Organizational Meeting of the Board of Directors.** Shall be called by the President, or President-Elect, as appropriate, immediately following an Annual or General Election of Association Officers and Directors, but not later than the Third Saturday of March each election year, to “appoint” elected Board Members to required offices and managerial positions of this Association.

Section 10. **Regular Meetings of Members and Board.** The Association shall conduct such forums not less frequently than once each month, except as affixed herein its Bylaws. Such meetings shall be held on the first Saturday of each month unless such day occurs during a “Federal Holiday period (the day before, of, or after)”, on which occasion, the meeting shall be scheduled for the “second” Saturday of that particular month. Said forums shall be scheduled and published quarterly, at a particular month. Said forums shall be scheduled and published quarterly, at a minimum. All Association members shall be encouraged, and welcome to attend these forums, presenting at the Board of Directors notification of such intent “only” if he or she desires to present an issue or agenda item for discussion, or consideration by the Board of Directors and Members at such meetings).

Section 11. **Regular Meetings of the Board of Directors.** Where possible, said meetings shall be held in conjunction with the aforementioned monthly Meetings of Members and Board. When such is not feasible, said Meeting(s) of the Board of Directors shall be held immediately prior to, or immediately after the monthly Regular Meeting(s) of Members and Board as affixed herein the Bylaws. Notices of such requirements may be given in writing, or by telephone a minimum of two (2) days prior to the needed forum.

Section 12. **Special Meetings of the Board of Directors.** Shall be held as deemed necessary and appropriate in the management and conduct of the Association’s business affairs, and the welfare of its members and other military retirees. However, said forums shall be conducted annual as affixed herewith in its Bylaws:

- a. **During the Month of January Each Year.** For the purposes of conducting the following Association business affairs:
 - (1) Determining “available funds” for distribution as provided for hereunto in.
 - (2) Finalizing requirements to conduct the Association’s Annual, or General Elections of Officers and Directors, as appropriate and required.
 - (3) Preparation for its Annual Meeting of Members, and
 - (4) Preparation for the Association’s Installation of Officers annual event/function.

b. During the Month of April Each Year. For the purposes of conducting the following Association business affairs:

- (1) Establishing goals for the Association during the next twelve (12) month period, to enhance achievement of its primary objects and purpose.
- (2) Reviewing its financial assets, and establishing a “budget” for the next twelve (12) month period, and,
- (3) Finalizing the “appointment” of Chairpersons from its elected body to enhance effective management of Association business affairs, to include appointment of its Agents.

d. During the Month of December Each Year. For the purposes of:

- (1) Appointing a Board Member to Chair the Association’s annual, or General Election Committee, as appropriate.
- (2) Finalization of the Association’s Holiday Event/Function for its members and their families, and,
- (3) Review and discussion of the Association’s outstanding debts, and disbursements for the same prior to the start of its next Fiscal Year.

Section 13. Meetings of the Executive Committee. Shall be as “required” during any interim periods between Regular Meetings of Members and Board, and the aforementioned regular and Special Meetings of the Board of Directors, to address emergency issues involving its members, other military retirees, and business affairs of this Association, as deemed necessary and appropriate. Said forums shall be utilized to censure, suspend and, or expel Association members that have violated its Constitution and Bylaws, as may be deemed appropriate.

Section 14. Notices of Mailing. All notices required to be given by, and under any provisions of these Bylaws, shall “state” the authority pursuant to which they are issued, as “By Order of the President”, or “By Order of the Board of Directors”, as such may be. Such shall also bear the Secretary’s, or Assistant Secretary’s “authentication” as hereto before affixed in its Bylaws. Every written notice shall be deemed duly served when the same has been deposited in the United States Mail, with prepaid postage and plainly addressed to its intended recipient at his or her [or its] last known mailing address, as such appears in the records of this Association.

Section 15. Waiver of Notice(s). As affixed herein, notice of the time, date, place and purpose of any Meeting of Members and Board, Meeting of the Board of Directors, or Meeting of the Executive Committee, as hereto before prescribed, may be waived by telegram, radiogram, cablegram or other writing, either before or after such a forum has been held, providing that the urgency of such a forum precluded notification otherwise, and as affixed herein the Bylaws.

**ARTICLE VII
CODE OF CONDUCT**

Section 1. Officers and Directors. As the Association’s duly elected and/or appointed officials and representatives, its Officers and Directors shall be expected, and required to adhere to, and to enforce its Constitution and Bylaws. Said members shall conduct themselves in a professional and creditable manner at all times; thereby fostering a favorable impression and image of self, and this Association by his or her constituents, contemporaries, and the general public of its community (ies). Such members shall also refrain from the use of his or her office, or position, for personal gain, personal recognition, or political reasons.

Section 2. Membership Conduct Expectations and Requirements. To an insignificant lesser degree, the aforementioned expected and required conduct of the Association’s Officers and Directors shall be expected from, and among all of its membership as a whole. Such shall include their compliance with this, its “Constitution and Bylaws”, in said entirety, as such applies to each of its members and the primary objects and purposes of this Association. Purposefully violating the aforementioned, the spreading of false rumors concerning the Association or its members, the making of untrue misleading or disparaging statements concerning the same [or any part thereof], with or without the intent to injure or cause an injurious affect in the standing, prestige or influence of said members or this Association shall be considered as unbecoming, and shall not be tolerated. Such shall be considered as misconduct, along with any other actions with a negative affect upon this Association and its members, and shall be viewed as, and deemed prejudicial to the Association, and may result in the offenders removal from its membership roll and records, as provided for herein the Bylaws.

Section 3. Oath of Office (Officers and Directors). All elected or appointed Officers and, or Directors and designated Agents, prior to assuming such offices or positions, at a time, date and place designated by the President and Board of Directors, shall be administered, and attest to the following OATH:

-NORTH COUNTY RETIRED MILITARY ASSOCIATION “OATH OF OFFICE-

“I, BY MY ACCEPTANCE OF THIS OFFICE OR POSITION FOR WHICH I HAVE BEEN ELECTED, AND BY THIS SOLEMN ACT, DO SWEAR (OR AFFIRM) THAT I SHALL FAITHFULLY EXECUTE THE DUTIES AS SET FORTH IN THE CONSTITUTION AND BYLAWS OF NORTH COUNTY RETIRED MILITARY ASSOCIATION; THAT I SHALL STRICTLY ADHERE TO THE SAME, ENFORCE THOSE THAT FALL UNDER MY PERSONAL COGNIZANCE, AND SHALL REFER THOSE TO THE PROPER AUTHORITY WITHIN THIS OUR ASSOCIATION WHICH DO NOT. FURTHERMORE, I HEREBY SWEAR OR AFFIRM, THAT MY ACCEPTANCE OF THIS OFFICE OR POSITION IS WITHOUT COERCION OR RESERVATION, NOR FOR PERSONAL RECOGNITION, PERSONAL GAIN OR POLITICAL REASONS, AND, THAT I SHALL PURSUE AND ACHIEVE THE

**OBJECTS AND PURPOSES OF THIS ASSOCIATION TO THE BEST OF
MY ABILITY AND CAPACITY – SO HELP ME GOD!”**

Section 4. **Membership Understanding and Community Awareness.** To ensure its members fully understand his or her commitment, expectations and responsibility for, and within the Association and its objectives and purposes, hereafter, each member shall be provided an opportunity to read and or retain a copy of this, the Association’s “Constitution and Bylaws”. Such shall be made available within thirty (30) days of the member’s acceptance, or an Amendment or Revision of same.

**ARTICLE VIII
MANAGEMENT**

Section 1. **Governing Body.** The control and management of this Association’s affairs shall hereafter be vested in a membership elected Board of Directors, hereafter referred to as the “Board”, consisting of not less than six (6), nor more than twenty-five (25) members of this Association.

Section 2. **Composition of the Board.** The Board of Directors shall consist of the Association’s President, Vice-President, Assistant Vice-President, Secretary, Assistant Secretary, Treasurer, and Assistant Treasurer as its Officers, and a designated number of Directors, not to exceed a total of twenty-five (25) members. Said Officers and Directors shall be elected by its regular and charter members, and commencing with the 1994 General Election, shall hold such offices and positions for a term of two (2) years, except as affixed, provided for, and subscribed to herein its Bylaws.

Section 3. **Dual Offices.** Except for that of the Association’s Chaplain and, or Master-At-Arms, no elected or appointed Officer of this Association shall act in, or fill the requirements of more than one Officer capacity during his or her term of office, to include the Association’s appointed “Internal Auditing Officer”. However, any Officer or Director may be appointed to Chair one or more Committees, as affixed herein the Bylaws, or such committee(s) that may hereafter be deemed necessary and appropriate to effectively manage the Association’s business affairs.

Section 4. **Increasing or Decreasing of the Board.** Based upon the Association’s growth, member resignations, dismissal or removal, and/or members demise, the existing Board shall have the right and authority to increase or decrease its members within the limits hereto-before affixed in the Bylaws, in the manner hereunto prescribed.

Section 5. **Functional Area Managers.** Upon adjournment of the Annual Meeting of Members and, or an Annual or General Election, the President or the President-Elect, as appropriate, shall convene a meeting, as hereto-before affixed in the Bylaws, for the purpose of “appointing” elected or existing Directors to Chair committees as deemed appropriate and necessary for the efficient management of the Association’s business affairs.

Section 6. “**Employees**”. The Association’s Board may screen and engage the services of such other persons as it’s employees from the civilian or military community, including but not limited to an Executive Secretary and, or Managing Director, or an Accountant, as is deemed necessary, or advisable for the accomplishment of the primary objectives and purposes of this Association. Such employees shall be advisors or assistants in their areas of expertise and function, and as appropriate, may serve as ex-officio members of the Board. Elected or appointed Officers and Directors of this Association shall be “prohibited” from such employment whereas he or she would be serving in an advisory, or ex-officio member of the Board capacity, and receiving compensation (employee wages) from the Association for such services.

Section 7. **Executive Committee.** Said committee shall be composed of the President, Vice-President, Assistant Vice-President, Secretary, Treasurer, Assistant Secretary, Assistant Treasurer, and such other Directors (Chair persons) of Committees and Sub- Committees deemed necessary and appropriate by the President, such being based upon the primary objective and purpose for which said committee shall be convening. The Executive Committee shall possess, and may exercise the powers of the Board of Directors in all Association “business affairs” during interim periods between regular or special meetings of the Board, as affixed hereunto-before in its Bylaws.

ARTICLE XIV OFFICERS

Section 1. **Officers.** Shall be as hereto-before subscribed in Article VIII, Section 2 of these Bylaws, and, shall include a Chaplain, Master-At-Arms, and an Internal Auditing Officer.

Section 2. **President.** He President, elected by the Association’s regular and charter members, shall have served as a member of the Board during its previous term, to qualify and be elected for such office. He or she shall be the Association’s Chief Executive Officer, presiding over all meetings of its Members and Board, its Board of Directors, and Executive Committee. He President shall have general and active managerial cognizance over all business affairs of this Association, ensuring that its “Constitution and Bylaws” hereof are complied with, that all goals, projects, orders and resolutions of, and by he Board are carried into effect in a timely, proper, and orderly manner. Additionally, he or she shall be an ex-officio member of all standing or event required committees, with the power and duties of supervision, and management, usually vested in the office of President, or that of the Chief Executive Officer of an association.

Section 3. **Vice-President.** Shall be elected from, and by the Association’s regular and, or charter membership. He or she shall be a member of the Board, and shall assist the President, or perform the duties and exercise the powers of the President, in short-term absences of said President on a temporary basis. The Vice-President may not fill a vacancy in the office of President, temporarily or otherwise for a period greater than ninety (90) consecutive days during the Presidents term; nor succeed that President in office, unless the Vice-President, temporarily or otherwise for a period greater than ninety (90) consecutive days during the President’s term, nor succeed that President in office, unless the Vice-President has completed three fourths of his or her term as Vice-President, or was a member of the previous Board of Directors during its

term, and then only if he or she is confirmed by an affirmative majority vote from the Board of Directors.

Section 4. **Assistant Vice-President.** Shall also be elected from, and by the Association's regular and charter membership. In the event said members should fail to avail themselves as candidate(s) for this office, the elected Board shall appoint a member of its body to serve as the Assistant Vice-President. Said Officer shall, normally, serve as the Association's Master-At-Arms, in addition to his or her regular duties of assisting the Vice-President and, or President of this Association. In said Officer's absence, as appropriate, he or she shall be authorized to exercise the powers of the office of Vice-President and, or President of this Association. In said Officer's absence, as appropriate, he or she shall be authorized to exercise the powers of the office of Vice-President, and/or that of the President. He or she shall succeed the Vice-President in the event of a vacancy in that office but, shall be bound by the qualifications and restrictions affixed in the Bylaw hereto-before, as for the Vice-President, in filling a vacancy in the office of President.

Section 5. **Secretary.** Shall be elected from this Association's regular, charter, or associate membership, by its regular and charter members. In the event said eligible members fail to avail themselves as candidate(s) for this office, the elected Board shall appoint a member of its body to serve as the Secretary. The Secretary shall attend all meetings, as prescribed hereto-before in the Bylaws, and shall preserve in the "Books/Records" of the Association "true" minutes of such forums and proceedings. He or she shall be the keeper of the Seal of this Association, and shall have the authority to affix the same to all instruments generated by the Association, where its use is appropriate, or is required. The Secretary shall perform such other duties as may be delegated to him or her by the Board or Executive Committee from time to time, and be responsible for monitoring the Association's membership roll, reminding members of their membership expiration dates, the execution of "default" notifications, and the recording of all new memberships, membership renewals and reinstatements. Said Officer shall also be responsible for maintaining a ledger-record of all funds acquired (received) by the Association, to include membership fees, donations, its fund-raising activities, etc., and the transfer of all such funds to the Treasurer. He or she shall also serve as the Association's Director (Chairperson), Fund-Raising Committee. At the discretion of the Board, the Secretary "may" be required to register a satisfactory "Bond" with this Association; however, such shall not be "mandatory" unless such a determination receives an affirmative majority-vote of said Board.

Section 6. **Treasurer.** Shall be elected from the Association's regular, charter, or associate members, by its Regular and Charter members, or, be "appointed" by and from the Board elected-body if members as candidates fail to avail themselves for election to such office. The treasurer shall have custody of all funds and securities of this Association, and shall keep in "Books/Records", the property of this Association, full and accurate accounts of all receipts and disbursements. He or she shall deposit all monies, securities and other valuable effects in the name of this Association in such depositories as may be designated for that purpose by the Board, and disburse the funds of this Association, as provided for herein these Bylaws and as approved or ordered by its Board of Directors, taking proper vouchers and recording such transactions of disbursements. The Treasurer shall render to the President and Board, at all Association forums, or when so directed, an up-to-date account of all transactions executed by

said Officer, and of the financial status of this Association. If required by the Board, the Treasurer shall keep in force a satisfactory “Bond” in form, amount, and with surety or securities, conditioned for faithful execution and performance of his or her office, and for restoration to this Association in case of his or her death, resignation, replacement or removal from office, to include all Books/Records, papers, vouchers, funds and other property of whatever kind in his or her possession or control belonging to this Association. Additionally, the Treasurer shall chair the Association’s “Finance Committee” and be responsible for developing annual budget proposals, and monitoring expenditures of the Association for its operational costs based upon the Board’s “approved” annual budget for such functions; said budget proposal being required prior to the first Saturday of April each year. The Treasurer shall also provide all records, as may be required and related to the receipt and disbursement of Association funds, to the Association’s appointed Internal Auditing Officer, when so directed to do so by the President.

Section 7. Assistant Secretary and Assistant Treasurer. Where its members avail themselves as candidates for such offices, said Officers shall be elected from the Association’s regular, charter or associate membership, or be “appointed” as such from the Board’s elected body by the same. Said Officers shall assist their respective primaries in the performance of duties assigned to such office(s), and shall serve in such primaries capacity during their absence or, succeed such primaries in a vacancy of said office(s).

Section 8. Chaplain. Any Association Officer or Director may be “appointed” to said office by the Board, and serve as such as an “additional duty”, or such office may be filled by any member of the Association desiring such duty, in which he or she shall not be considered, or viewed as a Member of the Board. This office shall not be mandatory, nor require that the appointed officer be elected for such office.

Section 9. Internal Auditing Officer. Shall be appointed by the President from the Board’s elected body. At the direction of the Association’s President, he or she shall be responsible for conducting “unannounced” audits of the Association’s financial account, to include all records under the cognizance and control and control of its Secretary, and Treasurer. Such audits shall be directed at least three (3) times each fiscal year of the Association.

Section 10. Consecutive Terms of Office. The Association’s President, and Vice-President, shall be limited (restricted) to “three consecutive terms” in such office for which he or she was elected, at which time he or she shall be required to surrender such privilege(s) for a period of not less than one elected term (two [2] years), to become eligible for re-election to the same office. Such shall not affect his or her eligibility as a candidate and election to another office or position on the Board.

Section 11. Charter Members. Shall be elected by popular membership vote to serve as the Association’s President, or Vice-President, but, if said members have been previously “elected” to serve as a member of the Board, in any other capacity (office or position, except President or Vice-President), he or she may be appointed by the Board to fill such other vacancies that exist on the Board.

**ARTICLE X
BOARD OF DIRECTORS**

Section 1. **Number and Term of Officers and Director.** Shall be as hereto-before affixed in the Bylaws (Article VIII). The exception to the two- year term, without the requirement for being re-elected, shall be the Association’s prescribed Charter Members, as affixed hereto-before in its Bylaws, that have been previously elected to serve as Members (Directors) of the Board, and are currently filling such positions, provided:

- a. Said member(s) desire to remain on the Board as a “Director”;
- b. Said Charter member is an active participant of the Board in the management of Association business affairs;
- c. Said Charter Member is nominated by the remainder of the Board for continued service as a Director, and;
- d. Said Charter Member’s Association Membership is in good standing.

Section 2. **Vacancies.** Vacancies caused by growth, resignations, illness of members, dismissal, removal, or the demise of Board Members, may be filled by temporary appointment(s) by the remaining Officers and Directors from their elected body, provided such appointment(s) is not in conflict with the provisions herein-before specified in regards to the holding of Dual Offices. Each person so appointed shall remain in such office or position until his or her successor has been elected during the next Annual, or General Election, whichever occurs first or as appropriate, or such an election is held at a Special Meeting of members duly called by the Board for that purpose, and held at least thirty (30) days prior to, or after the Annual Meeting of Members as fixed herein.

Section 3. **Action by Majority Written Consent.** If and when its Membership shall severally, or by a majority, consent in writing to any action to be taken by the Association, such action shall be considered as valid Association action, as though it ad been authorized at a meeting of the Board of Directors, provided such action is not in violation of its Constitution and Bylaws hereof.

Section 4. **Power to Make Bylaws.** The Board shall be authorized and empowered to make and alter Bylaw, or Bylaws upon notification of such intent to General Membership; except, said Board shall not alter or change any Bylaw or Bylaws fixing the qualifications, classification, term of office and, or position of any member of members of the then existing Board.

Section 5. **Power to “Appoint” Officers.** Providing an adequate number of members failed to avail themselves as election-candidates to fill the required Officer vacancies of the Association, the Board may, from its elected body, appoint members to the office(s) of Assistant Vice-President, Secretary, Treasurer, Assistant Secretary and Assistant Treasurer, and such Association Officers not requiring election, that shall normally be appointed by the President or

Board, i.e., the Chaplain and Internal Auditing Officer. Such action shall be completed immediately following the Annual Meeting of members, and the Annual or General Election of Officers and Directors, as affixed herein the Bylaws, but not later than the third Saturday of March each election year.

Section 6. **Removal of Officers and Directors.** Any Officer or Director, to include the Association's President, and Vice-President, may be removed from the Board and, or membership by a majority affirmative vote from the remaining Board Members, whenever it has been determined beyond reasonable doubt that such member has violated, purposefully, the Constitution or Bylaws of this Association, and, that the image and business interest of the Association will e better served by such member's removal. Prior to such action, the offender shall be afforded such rights as is provided for hereunto and affixed herein.

Section 7. **Notification of Intent to Remove from Office, Position, or from Membership.** Any member is violation of the Constitution or Bylaws of this Association, or, whose conduct is deemed prejudicial to the same, may be removed from its Membership. Such action may be initiated, and affected once the offender shall have been served with written notification of intent, the accusation against him or her, and shall have been given an opportunity to produce the witnesses and, or written affidavits from such witnesses in his or her behalf, if any. He or she shall also be afforded the right to appear, and be heard at the meeting which such action and vote shall be taken, t include his or her censure, suspension, or expulsion. Such notices of intent served to the member-offender, shall be executed in the manner affixed hereto-before in Sections 8 and 14, Article VI of these Bylaws.

Section 8. **Procedure for Filling Vacancies.** Except as provided for otherwise, and affixed herein the Bylaws, the filling of vacancies on a permanent basis shall be accomplished during the Association's annual and General Elections of Officers and Directors, as such may be necessary and appropriate. The office of President may be filled by appointment of the Vice-President to said office if such a vacancy occurs, and the elected Vice-President in office is qualified to succeed to the same, as set forth and affixed hereto-before in the Bylaws. Upon such appointment, said Vice-President shall be the President until the next Annual or General Election of Officers and Directors is held, or that elected President's term in office is completed, whichever shall occur first. In the event said Vice-President is unqualified for, or declines such appointment, the Board shall call a special Meeting of members and Board for the primary purpose of electing a qualified member of the existing Board of Directors as the Association's President, to serve as such until the next General Election of Officers and Directors is held, as affixed hereunto in the Bylaws.

Section 9. **Power to Appoint "Other" Officers and Agents.** The Board shall have the power to appoint such other Officers and, or Agents from its elected body as deemed necessary and appropriate, from time to time, for the transaction of Association business in specific one-time activities and events.

Section 10. **Delegation of Powers.** For any reason deemed appropriate by the Board, whether occasioned by absence or otherwise, the Board of Directors may delegate all, or any of the powers and duties of such absentee Officer or Director to his or her Assistant [or other Board

Member], to include the President and, or Vice-President, but no Officer or Director shall execute, acknowledge or verify any instrument in more than one such capacity.

Section 11. **Absenteeism of Officers and Directors.** Unless under special circumstances previously filed with, and approved by the Board, the absence of any Officer or Director from three consecutively scheduled forums of this Association shall constitute her or her dismissal from the Board by the President. Prior to such action by the President (immediately following the second absence), the absentee shall be notified in writing by the President of such intent, which shall contain specific action required of the Officer or Director to correct, or avoid such dismissal. The Member's failure to respond favorably, or in a timely manner to said notification as required therein/of, shall result in his or her dismissal from the Board of Directors for the remainder of his or her term without further, or future consideration being provided in the matter.

Section 12. **Power to Require Bonds.** The Board may require any Officer, Director, or appointed Agent, with particular reference to such members associated with its financial functions and assets, to file with the Association a satisfactory Bond conditioned for faithful performance of his or her duties.

Section 13. **Compensation.** Compensation of Officers, Directors and other appointed Agents of this Association shall not be permitted.

Section 14. **Commitment by Elected Officers and Directors.** Association members that have availed themselves as candidates for election, and that have accepted the office or position for which he or she was elected by its membership, shall be considered as having made a personal commitment to the Association and his or her fellow members to assist in its proper management and control to the best of his or her ability, and that such acceptance was not for the purpose of any personal recognition or gain. His or her non-participation in the management and control of the Association's business affairs, misappropriation or misconduct in such office or position, or, the use of such office or position for personal recognition, or gain, shall be grounds for dismissal from the Board by the President, and may be grounds for removal from the Association's Membership Roll by the Board of Directors.

Section 15. **Committee and Chairperson Assignments.** The President shall have the authority and power to assign both elected Officers and Directors, to "Chair" standing and activity-oriented Committees necessary for proper management and control, and the accomplishment of the Association's primary objects and purposes. In such assignments, consideration shall be given to the individual Officer or Director in his or her ability and desires to perform the required duties of the committees, with particular emphasis being placed upon his or her assets and abilities. At a minimum, standing committees of this Association shall be:

- a. A Finance Committee;
- b. Fund-Raising Committee;
- c. Membership and Recruitment Committee;

- d. Retiree Compensation/Relief Benefits Committee;
- e. Retiree Education/Rehabilitation Training Committee;
- f. Information Services and Assistance Program Committee;
- g. Grants and Interest-Free Loan Committee;
- h. Community and Civic Activities Support Committee, and
- i. A Membership Entertainment Committee.

Section 16. “Majority-Vote” Rule. Those Association goals, activities and events designed to achieve its primary objects and purposes, as set forth hereto-before, and ordered by an affirmative majority vote of the Board, shall be observed and supported by all of its members. Actions initiated by individual Board Members, and/or individual members of the Association’s general population to interfere with, prevent, or hamper the success of such activities shall be considered as conduct unbecoming, and not be tolerated.

Section 17. Right to Voice Opinions and Discontent. The Board shall be required to entertain and hear any Association member exercising said rights, provided such right is presented in a proper forum and civil manner by the concerned member, as provided for herein the Bylaws.

ARTICLE XI QUORUM

Section 1. Quorum of the Board of Directors, and the Executive Committee. Sixty percent (60%) of said Board or Committee shall represent a quorum at such meetings.

Section 2. Quorum of Members. The presence in person, or by proxy, of members representing a majority of the membership voting rights of this Association shall constitute a quorum at any “official” meeting of its members. To enhance, and for this reason, its elected Officers and Directors shall each be designated a portion of the ‘Association’s membership, by name, to contact and represent in all affairs of this Association in which its members should be provided a voice, and or vote in.

ARTICLE XII AMENDMENT OF BYLAWS

Section 1. Normal Procedure to Affect. These Bylaws may be altered, amended, added to, changed, or repealed by the affirmative vote of a majority of the Association’s members entitled to vote at the “Annual Meeting of Members”, and said members have been provided notice of such intent, as hereto-before set forth and prescribed in the Bylaws.

Section 2. **Special Procedures for Affecting.** Providing that the “Annual Meeting of Members” shall not be held within thirty (30) days of such intended action, and that all Association members entitled to vote at said forum have been given notice of such intent, its character and depth, to include the purpose and proposals for such, by the Board at a Special Meeting of Members and Board, or a scheduled Regular Meeting of Members and Board, an affirmative majority vote of the Board, and members in attendance at the prescribed meeting shall suffice to enact such action.

ARTICLE XIII VOTING, ELECTIONS AND PROXIES

Section 1. **Voting.** Except as to the Constitution, Articles and Bylaws hereof may otherwise specify, or an Amendment or Amendments thereto hereafter, each Regular, Charter, and Associate Member of this Association shall, at every meeting of its Members and Board, be entitled to one “vote” in person, by mail-in-ballot, or by proxy, as affixed herein the Bylaws, upon each subject or issue properly submitted, and is deemed appropriate to vote upon, by the President and the Board of Directors. No mail-in vote or ballot shall be considered as valid or operative that is not received in a timely manner, as specified in the notice for such, or does not contain the signature of the Association’s voting member affixed thereto as such shall be provided for. An Election Ballot Form, signed by the eligible voting member, must be submitted during all Annual and General Elections of Officers and Directors of this Association for the voting members selection(s) and vote(s) to be recognized regardless of whether he or she is present at such an election, or mails in the ballot form.

Section 2. **“General” Elections for Officers and Directors.** Commencing with the Association’s 1994 General Election (shall be held during the month of March), and every other year (subsequent even-numbered years thereafter, such an election shall be conducted to elect its Officers and Directors for a term of two years, as affixed hereto-before in the Bylaws.

Section 3. **“Annual” Election of Officers and Directors.** Said election(s) shall be held in conjunction with its Annual Meeting of Members as required, for the purpose of electing new Officers and Directors to fill vacancies in the Board caused by growth, resignations, illness or death, dismissals, or removal of its Members. Such elections shall commence in the year 1995, and each “odd-numbered” year thereafter, as required and appropriate.

Section 4. **Identification and Nomination of Officer and Director “Candidates”.** Prior to each required Annual or General Election for Officers and Directors of this Association, the Board shall solicit from its elected body and general membership, “Candidates” for nomination to fill said offices and positions as affixed herein the Bylaws, and required to manage and control the Association’s business affairs. This shall be accomplished through written notification to each voting member, announcing the election, Officer (by office) and Director requirements (vacancies) that members/candidates are needed to fill, and to ask its members to avail themselves as candidates/nominees for election to such offices or positions on the Board; said action being accomplished during the period of October 1st, and January 2nd, in the year/months preceding the scheduled election. Association members failing to respond to said notification shall not be considered or listed as such if a fellow member [or members] nominate him or her as

a candidate and he or she has not confirmed or committed themselves as such prior to the second day of January preceding the announced election [month].

Section 5. **Nominee/Candidate Classification.** All eligible Association members expressing a desire and willingness to serve on the Association’s Board as an Officer or Director, as he or she may be qualified for, and as such is provided for an prescribed hereto-before in its Bylaws, and commits himself or herself to do so if so elected, shall be listed (placed) on the “Election Ballot” as a “Candidate” for the office or position in which he or she desires [and is qualified], in one of three categories, which shall be:

- a. **Candidates Nominated by the Board and Petition:** Those candidates that are endorsed by one or more members of the Board of Directors, one or more persons from the Association’s general membership, and/or the candidate;
- b. **Candidates Nominated by the Board:** Those candidates endorsed by one or more members of the Board, to include themselves, but received no endorsements from the Association’s general membership; and
- c. **Candidates Nominated by Petition:** Those members who received endorsements from the Association’s general membership, to include themselves, but was not endorsed by any member of the existing Board of Directors.

Section 6. **Candidate Background (As an Association Member).** To provide its voting members and opportunity to evaluate the Association’s nominated candidates for election, Election Ballots shall contain, at a minimum, for each candidate, his or her tenure as an Association Member, committee membership, offices or positions held on the Board, major or minor contributions made to enhance the Association’s achievement of its primary objectives and purposes, and his or her past degree of participation and support in its activities, events and functions. The Association’s President shall take a “personal interest” in, and actively participate in the preparation of election-ballot forms, ensuring that such background information on each candidate is accurate, contains no derogatory statements that would be prejudicial to the candidate and his or her election to the Board, and that such information provided is not without fact, or designed as such to enhance his or her chances of being elected under false pretense.

Section 7. **Chairperson of the Election Committee.** Shall be responsible for monitoring the election process, tallying of membership votes on each candidate and recording of such, and submission of the election results to the existing Board and members prior to the adjournment of the Annual Meeting of Members each election year, as such shall be prescribed or set forth herein the Bylaws.

Section 8. **Election Committee Member Assignments.** The President shall appoint a Chairperson for the election Committee each year from the Board’s existing membership body during the month of January each election year, with emphasis upon such assignment being made with a Member who shall not be one of the association’s “Officer” candidates during the election. The remaining Committee Members, as deemed appropriate and necessary, shall be identified during February of each election year (from the Association’s General Membership

when possible) by the President and Board, and appointed to said committee upon convening of the “Annual Meeting of Members” during March of each year.

Section 9. **Election Ballots and Report of.** Shall be delivered to the Association’s President, and the Board for review as may be deemed necessary and, or appropriate, then to the Secretary for placement in the Association’s Historical Files. Said ballots and report shall be sealed upon satisfactory review by the Board and President-elect, and submission to the Secretary for filing.

Section 10. **Proxy Votes.** Except as to the Articles and Bylaws, an Amendment or Amendments thereto, and hereto-before provided for in its Constitution and Bylaws, or any election matters of this Association, each eligible voting member might, at every meeting of its members, be entitled to one vote through his or her designated proxy.

ARTICLE XIV FISCAL YEAR

The Fiscal Year of this Association shall begin on the First Day of January and end on the Last Day of December each year.

ARTICLE XV CHARITABLE FUNDS AND EXECUTION OF INSTRUMENTS

Section 1. **Classification of Financial Assets.** All monies that are acquired by this Association through membership and fees, donations and contributions from the business and private sectors of the community, and donations acquired through legitimate Fund-Raising activities sponsored and (or) supported by the Association, as such is authorized by and permissible in the State of California, shall be classified as “charitable funds”, and utilized for such purposes in the Association’s accomplishment of its primary objectives and purposes, as set forth hereto-before in its Bylaws.

Section 2. **“Un-authorized” Personal Expenditures and Reimbursements.** No Officer, Director, designated Agent, or other member of this Association shall be reimbursed for any personal expenditure or personal debt incurred by him or her in the name of, or in behalf of this Association unless such personal expenditure or debt received “prior approval” from the Board of Directors, or its Executive Committee, as appropriate. Nor shall any member of this Association enter into any financial agreement or transaction in its name unless the agreement or transaction has received prior approval from said Board, or Committee.

Section 3. **Annual Budget and Monitoring Of.** Following the Annual Meeting of Members, but no later than the second Saturday of April each year, the Treasurer shall present his or her Finance Committee’s Annual Budget Proposal to the elected Board for its review, recommendations and adjustments for the next twelve month period. To the degree possible, said proposal, and approved budget for operational costs, to include membership entertainment shall be kept within the estimated parameters of the membership fees projected/acquired during

said period, and other member-generated funds obtainable; i.e., the sale(s) of property(ies) owned by its members and sold for such purpose, etc.

Section 4. Control of Financial Assets. Except as such is fixed herein the Bylaws, and to ensure the financial stability of, and the ability to accomplish its primary objectives and purposes of meeting and supporting the emergency needs of the Association's members, other military retirees, and said persons dependent family members, charitable donations and contributions made by this Association to Community and civic Activities for the purpose of supporting the aged, needy, underprivileged and youth development programs of its community, shall be made once each year from the funds available on the first day of its fiscal year, during the period of January through March of the calendar year.

Section 5. Annual Distribution of Charitable Funds. Of the funds raised during the previous fiscal year (commencing with Fiscal Year 1993), and available on the First Day of the Association's next Fiscal Year, such shall be distributed as fixed herewith in the Bylaws, and determined by the Association's Board of Directors:

- a. **Twenty percent (20%)** of said funds shall be contributed to a local military relief/society, association, or agency which provides support to needy Armed Forces retirees, active-duty members of the same, and said military members' dependent;
- b. **Forty percent (40%)** of said available funds shall be distributed among local community and civic organizations designated for, and providing charitable support to the aged, underprivileged, needy, and youth development programs, as such shall be determined by the Association's Board of Directors; and
- c. The remaining available funds, an amount that shall not exceed forty percent (40%), shall be retained by this Association, to meet the emergency needs of its members and other military retirees, should such financial emergencies arise, and the operational costs of this association.

Section 6. Exception to Distribution of Financial Assets. The exception to the aforementioned distribution of charitable funds, shall be contributions to charities/funds sponsored by local community or civic activities for individuals, or families suffering financial hardships caused by catastrophic and life-threatening illnesses, or the loss of such persons' dwelling and livelihood due to natural or man-made disasters; as such contribution(s) shall be determined by the Association's Board of Directors.

Section 7. Emergency Financial Aid. As affixed hereto-before in the Bylaws, and as may be determined by the Association's Board of Directors, or Executive Committee, such aid may be rendered s non-reimbursable "grants" to Association members and their dependent family members, other Armed Forces retirees and their dependent family members, and active duty Armed Forces personnel and their dependents. Said grants shall be focused towards the aged on fixed incomes, the unemployed, and eligible low-income as aforementioned. Such emergency aid shall not be in excess of twenty percent (20%) of the Association's financial assets to any

given person or family unit, and may be awarded for, but not limited to the following emergency needs of such persons:

- a. **Basic Living Expenses.** For food, shelter, and/or utility costs;
- b. **Emergency Transportation.** To, and/or from the hospital, doctor's office, for care or visitation with an immediate family member, or the military retiree. Said aid may be rendered to active-duty Armed Forces personnel and their dependent family members, as determined by the Board of Directors of this Association, and affixed herein-before in its Bylaws;
- c. **Initial "Tuition" Expenses (Armed Forces "Retirees" Only).** May be granted as a Interest-Free Loan to retirees seeking rehabilitation training, or for college courses to enhance his or her skills upon entering the civilian job market and work force, or as a grant if such expenses/costs to the retiree would cause a financial hardship to the retiree, as such shall be determined by its Board of Directors;
- d. **Emergency Medical and Dental Expenses.** When such care is necessary, and the costs are not covered in the retiree's insurance, and cause a financial hardship;
- e. **Emergency Financial Relief – Hardship Caused by "Disasters".** When such is caused by natural or man-made disasters, or catastrophic illness of the retiree, or a dependent member of his or family; such includes active-duty members of the Armed Forces and their dependents when adequate relief from other sources available to them is not forthcoming, as determined by the Board of Directors of this Association;
- f. **Emergency Aid When "Retired Pay-Checks" Are Late.** Rendered as determined by the Association's Board of Directors, when the financial hardship is not caused by the retiree, and may be granted as an Interest-Free Loan to him or her until such compensation is received; and
- g. **Funeral Expenses.** As determined by its Board of Directors, may be rendered to ensure that the retiree and, or his or her dependent family members receive an appropriate internment when personal insurance coverage is inadequate to provide for same, or funeral travel expenses have caused the retiree or their survivors a financial hardship.

Section 8. Emergency Financial Assistance. May be awarded to Association members as Interest-Free (Short-Term) Loans, as determined by the Association's Board of Directors, for any of the aforementioned reasons, when such financial relief is not available through other relief sources. Such shall be based upon the members ability to reimburse the Association for said loan(s) he or she is seeking, but shall not be granted when the member has an alternative means to eliminate the hardship, as shall be determined by the Board. Said loans shall not exceed Twenty percent (20%) of the Association's financial assets, nor Thirty percent (30%) of the same if coupled with a non-reimbursable grant from this Association. Nor shall such loans be granted

to members whom have shows irresponsibility in handling their personal finances and responsibilities. Such assistance, upon approval, shall require that a "Loan Agreement" be executed between the Member and this Association, to include the monetary debt, debtor's name, social security number, current mailing address/residence, his or her telephone number, the method of reimbursement, and term of such loan. Such loan agreement shall require the member/debtor's signature, and shall be "witnessed" by two (2) Officers of this Association. The member's failure to honor said agreement shall result in his or her removal from this Association, and may result in legal action be initiated against him or her in civil court to recoup such loan.

Section 9. **Moral Support.** As prescribed and addressed hereto-before in Article III here of, "To Render Moral Support", as determined by this Association's Board of Directors, may include the purchase and presentation of" floral arrangements" for Association Members and their immediate family members as set forth herein the Bylaws, during illnesses or the demise of such persons.