

COUNCIL BYLAWS

The New Mexico Council of Chapters Military Officers Association of America

ARTICLE I—NAME

The name of this organization shall be the New Mexico Council of Chapters, Military Officers Association of America (MOAA), hereinafter referred to as the Council.

ARTICLE II—PURPOSE

The purposes of this Council shall be to:

- Promote the aims of MOAA, as stated in the preamble to the Bylaws of that Association.
- Further the legislative and other objectives of the Military Officers Association of America.
- Foster fraternal relationships among retired, active and former officers of the uniformed services, including family and surviving members, and their National Guard or Reserve components.
- Protect the rights and interests of retired, active, National Guard, and Reserve personnel of the uniformed services and their family members and survivors.
- Provide useful services for members and their family members and survivors.
- Serve the community and the nation.
- Protect the rights and interests of service retirees and active duty military members in matters of state legislation.
- Provide the assistance necessary to member chapters to enable them to effectively serve their members, communities, and the nation.

ARTICLE III—STATUS

Section 1. This Council shall be a non-profit organization, operated exclusively for the purposes specified in Article II above.

Section 2. Officers and appointive officials shall not receive any compensation for their services, but the Council may by resolution authorize reimbursement of expenses incurred in the performance of their duties.

Section 3. Nothing herein shall constitute member chapters as partners for any purpose. No member chapter, officer or agent of this Council shall be liable for the acts or failure to act on the part of any other Member Chapter, officer or agent; nor shall any member chapter, officer or agent be liable for its or their acts or failures to act under these bylaws, excepting only acts or failures to act arising out of willful malfeasance.

Section 4. The Council shall use its funds only to accomplish the purposes specified in Article II above.

Section 5. In the event of dissolution of the Council and after the discharge of all Council liabilities, the remaining assets shall be distributed to the Member Chapters in proportion to their size.

ARTICLE IV—MEMBERSHIP

Section 1. The membership of the Council shall be composed of local organizations of officers of the seven uniformed services, herein referred to as Member Chapters, which are affiliated with MOAA and this Council.

Section 2. Any chapter affiliated with MOAA may, upon application to and approval by the Council, become affiliated with said Council. Such affiliation does not authorize the Council to participate in the organizational or managerial affairs of the chapter unless requested by the chapter.

Section 3. The affiliation of a chapter with the Council may be canceled either by the chapter or by a two-thirds vote of the Council.

Section 4. Representation at Council Meetings shall be composed of:

- The President of each Member Chapter.
- Three members-at-large from each Member Chapter who are members of MOAA.
- Past Presidents of the Council
- Elected and appointed officers of the Council.
- Others as invited.

ARTICLE V—VOTING

Section 1. Except as otherwise provided in these bylaws, all questions coming before the Council will be decided by a majority vote of the voting members present and voting (See Section 2.)

Section 2. Voting rights shall be vested in the President of each Member Chapter, members-at-large from each Chapter, Past Presidents of the Council, and all elected and appointed officers of the Council.

Section 3. Proxy voting shall not be permitted at meetings of the Council.

Section 4. Motions, seconds, and votes shall be permitted via e-mail only for those actions requiring immediate attention.

ARTICLE VI—FINANCES

Section 1. The Council shall operate on a cash basis and will not obligate or expend any funds not on hand. The Council can recommend a per chapter assessment (dues) for approval of each Member Chapter. A two-thirds vote of the Member Chapters on this assessment will be binding on all Member Chapters of the Council.

Section 2. The annual dues and budget shall cover the calendar year and shall be determined by the Council at its last meeting of the year for the following year. Dues are payable on or before the date of the first scheduled Council meeting in the following calendar year. Any Member Chapter failing to pay by the first meeting of the year shall forfeit membership in the Council.

Section 3. Dues shall be paid to the Council. The total assessment (dues) amount shall be determined by multiplying the agreed per member assessment by the numerical strength of the active chapter membership in good standing as of December 31 of the previous calendar year.

ARTICLE VII—MEETINGS

Section 1. There shall be two regular meetings of the Council each calendar year unless otherwise decided by the president. These meetings will normally be held in May and October unless otherwise decided by the Council President. Notice of time and place shall be mailed or e-mailed to each officer and official of the Council and each chapter president at least 30 days in advance of each meeting.

Section 2. The president may call special meetings of the Council. Notice of any special meeting with a statement of time, place, and information as to the subject or subjects to be considered shall be mailed or e-mailed to each officer and official of the Council and each chapter president at least 21 days in advance of each such special meeting.

Section 3. All persons with voting rights present at any meeting shall constitute a quorum.

Section 4. The rules contained in the current edition of "Robert's Rules of Order Newly Revised" shall govern the Council in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Council may adopt.

ARTICLE VIII—OFFICERS

Section 1. The elective officers shall be a president, a vice president, a surviving spouse member representative, and a treasurer. Other officers shall be the immediate past president and a secretary who shall be appointed by the president. Each officer shall be a member of a Member Chapter and also a member of National MOAA.

Section 2. Members of the Council shall elect Council officers biennially. Election shall be by ballot. Each elected officer shall take office and be installed at the meeting in which elected and shall serve for a term of two years or until a successor is duly elected and installed.

Section 3. The Vice President shall fill the office of the president in his or her absence or if the office is vacated. The Vice President shall assume the office of the President upon completion of the President's term and vote of the Council. Vacancies in other elective or appointive offices shall be filled as the Council deems appropriate.

Section 4. The president shall be the principal elected officer of the Council, shall preside at meetings of the Council, and shall be an ex officio member of all committees except the nominating committee, with voting rights for all actions. The president shall also, at the annual meetings and at such other times deemed proper, communicate to the Council such information or proposals that would tend to increase the effectiveness of the Council. Further, the president shall perform such other duties as are necessarily incident to the office of president.

Section 5. The treasurer shall maintain a record of all sums received and expended by the Council, make such disbursements as are authorized by the Council and prepare or have prepared any and all tax returns required by law. The treasurer shall deposit all sums received in a federally insured financial institution. Funds may be withdrawn only upon signature of the treasurer or, in the event of the treasurer's disability or absence from the area, the signature of the second designated signer. The treasurer shall make a financial report at the annual meeting or called upon by the president. The funds, books and vouchers in the treasurer's custody shall at all times be subject to inspection and verification by the Council or the finance committee. The Treasurer shall chair a Finance Committee appointed by the President to propose a budget for receipts and expenditures for the next two years.

Section 7. The secretary shall provide timely written notification of all annual, regular and special meetings of the Council attend all meetings of the Council and keep a record of all proceedings. The secretary shall maintain the membership records. Further, the secretary should also prepare such correspondence as may be required and should maintain the council's correspondence files; prepare whatever administrative reports may be required by law; safeguard all important records, documents and valuable equipment belonging to the council and perform such other duties as are commensurate with the office or as may be assigned by the Council or the president.

Section 8. The officers of the Council shall not be authorized either individually or collectively to adopt resolutions or to establish positions in the name of the Council.

ARTICLE IX—COMMITTEES

Section 1. The president shall appoint such standing and special committees as may be required by the bylaws or the president may find advisable. Such appointments, unless terminated sooner, shall expire upon the completion of the president's term of office.

Section 2. The standing committees of the Council should include an advisory committee, a legislative affairs committee, a chapter committee, a public relations committee, a surviving spouse member committee, and a finance committee.

Section 3. The President shall appoint a Nominating Committee at the first Council meeting of the second year of his or her tenure. The committee shall inform the Secretary at least 30 days prior to the second Council meeting of the year of the proposed slate of officers and provide the proposed slate for consideration at that Council meeting. The proposed Vice President will be elected from a Chapter other than the Chapter of the incumbent President so as to ensure rotation of officers among the member chapters of the Council.

Section 4. The secretary shall distribute the proposed slate in the notice for the second Council meeting.

ARTICLE X—AMENDMENTS

Section 1. The Bylaws may be amended, repealed, or altered in whole or in part by a two-thirds vote at any duly organized meeting of the Council. A copy of any amendment proposed for consideration must be mailed or e-mailed to each elected and appointed officer and each chapter president at least 21 days before the meeting. After due consideration and approval, a copy of the amended bylaws shall be forwarded to the Department of Council and Chapter Affairs at National MOAA headquarters for inclusion in the Council's permanent records.

ARTICLE XI - THE FLAG

Section 1. The American Flag shall be displayed and honored at all meetings of the Council.

This is to certify that these bylaws were approved and adopted at the regular meeting of the New Mexico Council of Chapters at Farmington, NM on 13 June, 2009.

John L. Jenkins

Name

Major USMC (Ret)

Grade and Service

Signed

President's Signature

This is to certify that the changes to these bylaws to meet twice a year (May and October) were approved and adopted at the regular meeting of the New Mexico Council of Chapters at Santa Fe, NM on 9 June 2012.

E.R. Worthington

Name

LTC USA (Ret)

Grade and Service

Signed

President's Signature

This is to certify that the changes to these bylaws were approved and adopted at the regular meeting of the New Mexico Council of Chapters at Albuquerque on 15 October 2016

Jim Harbison

Name

LTC USA (Ret)

Grade and Service

President's Signature