

BYLAWS
ST MICHAEL'S ALL AIRBORNE CHAPTER
82ND AIRBORNE DIVISION ASSOCIATION, INC.

1 JANUARY 2015

ARTICLE I – NAME AND LOCATION

The name of the Chapter is the St Michael's All Airborne Chapter Incorporated, (hereinafter referred to as the "Chapter") 82nd Airborne Division Association Incorporated (hereinafter referred to as "the Association"). It is named after St Michael, Patron Saint of Paratroopers, who is the commander of God's celestial army and was responsible for driving Satan and his followers out of Heaven. He over watches Paratroopers, past and present. The Chapter is located in the city of Catawba, county of Catawba, and state of North Carolina.

The geographical area of the Chapter is Western North Carolina, on a line from Winston Salem through Charlotte, but membership in the Chapter is open to those who choose to declare this as their chapter of choice.

Due to the fact that the Chapter has no permanent facility, the Principal Office of the Chapter shall be located as the resident address of the Chairman of the Chapter, which is published at specific intervals in the Association magazine "Paraglide". The Chapter office may be located elsewhere within the geographical area of the Chapter as business of the Chapter may require from time to time.

ARTICLE II - AIMS

The aims of this chapter are to:

- A. To establish a permanent organization in Western North Carolina that will develop the common bond existing among all troopers who serve or served with the 82nd Airborne Division or any other airborne unit.
- B. In the spirit of St Michael, assist wounded, disabled, transitioning, homeless, jobless, and other paratroopers and their families who are in-need, and other non-paratrooper veterans and their families as decided by the Chapter members.
- C. To publicize the history and achievements of the 82nd Airborne Division and all other airborne units with the local communities, assisting in such events as Veterans Day, Armed Services Day, Memorial Day, 4th of July, and other patriotic holidays and events in Western North Carolina.
- D. To perpetuate the memory of airborne troopers who have died in the service of our country.

E. Encourage the Airborne aspect of National Defense.

F. To maintain a close relationship with the Association and to engender cooperation in a responsible manner to the demands made by the Officers and/or made through the Executive Director, acting in the furtherance of the aims and purposes of the Association.

G. Stand ready to assist and defend those in need and defend a free way of life.

ARTICLE III - MEMBERSHIP

SECTION 1 - CLASSES AND QUALIFICATIONS:

Membership in the Chapter consists of six classes as follows: Life Members, Charter Members, Regular Members, All American Member (Paid for Life), Associate Members, and Honorary Members. Qualifications for each class of membership are as stated in the Association Bylaws and are applicable to this Chapter with one exception. This exception pertains to Honorary Members. Any person may be elected an Honorary Member by majority vote of the Executive Committee. Any Chapter member may propose a candidate for Honorary Membership by personal recommendation to the Executive Committee outlining the qualifications of the candidate. Any Honorary Membership may be withdrawn by a majority vote of the Executive Committee at any committee meeting. Active Duty members of the 82nd Airborne Division and any other active airborne unit who are members of a military chapter may join the St Michael's Chapter as Regular Members upon payment of fees as shall be designated from time to time by the Chapter.

SECTION 2- VOTING PRIVILEGES

All members of the Chapter, except Honorary, are entitled to one vote, in person, on each matter submitted to the membership, except that any Chapter member holding membership in any other organization or business concern may not vote in concert on matters effecting such other organization or concern. Furthermore, a two-thirds vote of those present and voting, is required to adopt any motion, which would tend to benefit any other organization or business concern.

ARTICLE IV - OFFICERS

SECTION 1 - TITLES

The officers are a Chairman, Vice-Chairman, a Secretary, a Treasurer, a Sergeant-at-Arms, five Trustees, and the immediate Past Chairman.

SECTION 2 - NOMINATIONS AND ELECTIONS:

A. At the regular meeting normally held the second Saturday in July, a Nominating Committee of three will be appointed by the Chairman. A slate of candidates (at least one for each office) will be furnished to the general membership at the September General Membership Meeting. Any member seeking the office of

Chairman, Vice Chairman, Secretary or Treasurer must have served at least two (2) or more years as an officer of the St Michael's Chapter, 82nd Airborne Division Association. The elections will be held during the General Membership Meeting conducted in October. Before the election, the meeting will be open to nominations from the floor. A member must be present at the meeting in order to be eligible for nomination from the floor.

B. If there is only one candidate for any office the Chairman will declare him / her elected, and no ballot will be distributed or counted. If there are two or more candidates for any office election will be by ballot. The candidate(s) for any (office(s)) who receives the largest number of votes will be elected to respective office(s).

C. Members nominated by the committee must be present at the election in order to be elected with the following exceptions:

(1) Nominee contacts the Chairman not later than 48 hours prior to the election meeting expressing his desire to still be a candidate for the office nominated and the reason why presence will be prohibited. The Executive Committee will determine validity of requested absence.

(2) If nominee is unavoidably detained from attending the meeting due to an emergency/unforeseen circumstances. Nominee must contact the Chairman within 48 hours after the election meeting giving reasons for absence. The Executive Committee will determine validity of absence.

(3) In the event the above occurs, the election will be conducted as if nominee is present. If the absent nominee receives the largest number of votes, the ballots will be retained. If the Executive Committee determines that the absence is valid, then the nominee will be declared the elected officer. This will be accomplished not later than the adjournment of the next Executive Committee meeting, after which the ballots may be destroyed. All involved members will be notified of the results by the Chairman.

D. Distribution, in any form, of names of any candidates) to any eligible voting member is prohibited in the voting area, effective two (2) hours prior to start of the meeting when elections will be held. This area includes the clubhouse, or any other building that may be used for this particular meeting, and the surrounding property associated with said building. Violations of this could render the candidate(s) ineligible for election.

E. In the event violations to the above occur, the Executive Committee will meet and determine what action(s) are to be taken. At the Chairman's discretion, this may require a closed meeting. In any event, the matter will be resolved prior to the final adjournment of the meeting when the violation(s) occurred.

SECTION 3 - TERM OF OFFICE:

Each successful candidate assumes office on the first day of January each year, and serves for one year or until their successor assumes office.

SECTION 4 - PROHIBITIONS:

A. All members, except Honorary may hold office in the Chapter if they are members

in good standing must meet requirements in ARTICLE IV, Section 2

B. Any Active Duty member who is also a member of the Chapter may hold office with the exception of Chairman, Secretary, or Treasurer.

SECTION 5 - REMOVAL:

Any officer or agent elected or appointed may be removed by the majority of the members present at a regular meeting when, in their judgment, the best interests of the Chapter would be served thereby.

Section 6 - Vacancies:

Any vacancy will be filled for its unexpired term by the members present at a regular meeting, voting by ballot.

SECTION 7 – CHAIRMAN

The Chairman is the principal executive officer of the Chapter and shall supervise and control all the business and affairs of the Chapter. The Chairman is subject to orders of the Chapter and none of the Chairman's acts will conflict with actions taken by the Chapter. The Chairman is charged with the responsibility of performing liaison between the Chapter and the Association and is empowered to represent the Chapter before the Association. The Chairman shall be elected by a majority vote of the membership present and shall be limited to serve two one year terms consecutively. The Chairman shall appoint specific members to serve as his liaison personnel within the geographic area of the Chapter, to assist recruitment to increase membership, to publicize the aims and purposes of the Chapter and Association, and to assist in any other matters the Chairman deems necessary and are not inconsistent with the foregoing. The Chairman shall promote and maintain the morale and esprit de corps among the Chapter members and their families by planning appropriate ceremonies, social functions, and informal activities. The Chairman shall attend funerals of any Active Airborne trooper within the geographical area of Western North Carolina. The Chairman shall be a delegate to represent the Chapter at the Association Annual Convention, and if unable to attend, shall appoint his/her designated representative. The Chairman, because of his/her position, shall automatically be a member of all committees established by the Chapter, and shall keep himself/herself informed fully as to the progress and proceedings of such committees. The Chairman shall render an Annual Report to the Chapter membership.

SECTION 8 - VICE CHAIRMAN:

In the absence of the Chairman, or in the event of the Chairman's refusal to act, the Vice Chairman shall perform the duties of the Chairman. The Vice Chairman is responsible for membership, activities, and entertainment.

SECTION 9 - SECRETARY:

The Secretary shall be responsible for and keep minutes of all meetings of the Chapter and the Executive Committee. The Secretary is custodian of the Chapter Charter, all Chapter records and the Corporate Seal. The Secretary shall maintain a continuity file (Bylaws [National, Chapter, and Educational Fund], Convention SOP,

Awards SOP, Communications and Public Relations SOP, Appendix F Educational Fund, bulletins National / Chapter), minutes of meetings, annual events / activities after action reports, etc.

SECTION 10 - TREASURER:

The Treasurer shall have charge of and be responsible for all funds and securities of the Chapter; receive and give receipts for monies due and payable to the Chapter, and deposit all such monies in the name of the Chapter in such banks or other depositories as shall be designated from time to time by the Executive Committee. The Treasurer shall pay all bills or obligations of the Chapter under \$1,000.00 upon approval by the Chairman and the Executive Committee. The writing of checks in excess of \$1,000.00 must be signed by the Treasurer and one other officer designated by the Executive Committee, provided such expenditures have been approved by the general membership at any regular meeting. The Treasurer will submit an annual financial report for audit at the end of each year.

SECTION 11 - SERGEANT-AT-ARMS:

The Sergeant-at-Arms assists in preserving order as the chair may direct. The Sergeant-at-Arms verifies voters' eligibility at elections and performs such other duties as may be directed by the Chairman.

SECTION 12 - TRUSTEES:

The Trustees are responsible for the annual audit of the financial report and will perform such other duties as may be directed by the Chairman.

SECTION 13 - JUDGE ADVOCATE:

The immediate Past Chairman acts as the Judge Advocate. The Judge Advocate is charged with interpreting the Bylaws and advising the Chairman on parliamentary procedures. He is responsible for having present at the meeting a Copy of the current edition of Roberts Rules of Order Newly Revised.

SECTION 14 - SERVICE OFFICER:

The appointed Service Officer is responsible for administering to the welfare of all members of the Chapter and their dependents. In cases beyond the Service Officers capability, the Service Officer shall request the assistance of the Executive Committee.

ARTICLE V - MEETINGS

SECTION 1-MEMBERS:

A. The Chapter meets on the second Saturday of each month unless otherwise ordered by the Chapter or the Executive Committee.

SECTION 2 - EXECUTIVE COMMITTEE:

The Executive Committee meets on the first Saturday of each month, or one hour prior to the monthly meeting at the discretion of the Chairman. However, it may also meet at the request of the Chairman or any four members of the Committee.

SECTION 3 - ELECTIONS:

The election of officers will be held at the regular meeting on the second Saturday in October.

SECTION 4 - QUORUM:

A simple majority of the elected Officers of the Executive Committee and any voting member or members of the St Michael's Chapter constitute a quorum for the meetings of the members.

ARTICLE VI - EXECUTIVE COMMITTEE

SECTION 1 - COMPOSITION:

The Executive Committee consists of the elected officers and the immediate Past Chairman.

SECTION 2 - DUTIES:

The Executive Committee has the responsibility for general supervision of the affairs of the Chapter between its meetings, makes recommendations to the Chapter and performs such other duties as are specified in these Bylaws. The Committee is subject to the orders of the Chapter, and none of its acts will conflict with actions taken by the Chapter.

SECTION 3 - EXPENDITURES:

The Executive Committee is authorized to spend \$500.00 per month in furtherance of Chapter activities without further Chapter approval. However, it is expressly prohibited to enter into time payment contracts of any type without the consent of the Chapter members at a regular meeting.

SECTION 4 - QUORUM:

At Executive Committee meetings, four committee members constitute a quorum.

ARTICLE VII - PRIVATE CLUB

Special Requirements and general rules affecting private clubs as specified in Alcoholic Beverage Control Laws and Rules of North Carolina are attached as Enclosure 1.

ARTICLE VIII - COMPENSATION

No part of the Chapter's net earnings, if any, shall inure to the benefit of any of the Chapter's officers, members, or any other private individual except for payment of reasonable compensation for services rendered or as payment of expense incurred in carrying out the Chapter's exempt purpose.

ARTICLE IX - DISSOLUTION

In the event the Chapter ceases to function or is dissolved, all property, revenue, and records are to be turned over to the Executive Secretary of the 82nd Airborne Division Association, Inc. Under no circumstances would any of the Chapter's assets be turned over to its members or any private individual upon dissolution.

ARTICLE X - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Roberts Rules of Order Newly Revised will govern the Chapter in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and those of the Association.

ARTICLE XI - AMENDMENT OF BYLAWS

These Bylaws can be amended or repealed and new Bylaws adopted at any meeting of the Executive Committee by a two-thirds vote, provided, such action is ratified by a two-thirds vote of the Chapter's members at any regular meeting and provided they are not in conflict with the guidelines set forth by the National Association.

Troy (Gil) Gilleland
Founding Chairman