

United States  
Naval Academy  
Alumni Association

St. Louis Chapter

Chapter By-Laws

November 2011

# **USNA Alumni Association – St. Louis Chapter By-Laws**

## **ARTICLE I – Name**

The name of this organization shall be the St. Louis Chapter of the United States Naval Academy Alumni Association, hereafter called the “Chapter”.

## **ARTICLE II – Recognition**

The Chapter is recognized by the United States Naval Academy Alumni Association, hereafter called the “Association”.

## **ARTICLE III – Aims**

The aims of the Chapter are as follows:

1. To foster the interests of our country, the Naval Service and the U.S. Naval Academy.
2. To perpetuate the friendships and associations formed by the members through their common experiences and interest in the Naval Academy and the Naval Service, and to promote fraternal feeling among the Naval Academy alumni.
3. To interest and guide young men and women who desire a naval career and give promise of a credit to the Naval Service.

These aims are entirely patriotic, fraternal and philanthropic, and not for the private financial advantage of the Chapter or any member.

## **ARTICLE IV – Membership**

Membership to the Chapter will be governed by the following criteria:

1. Regular Membership: Any person who has been sworn in as a Midshipman for the full and regular course prescribed by the Academic Board for his / her class at the Naval Academy shall be eligible for regular membership into the Chapter upon graduation of their class.
2. Associate Membership: In addition to these eligible for regular membership as above provided, any commissioned officer (regular or reserve) (active or retired) of the Armed Forces of the United States residing in the vicinity of St. Louis may be eligible for Associate Membership in the Chapter. The Associate Membership class may also include those otherwise eligible for regular membership, who reside outside the immediate area (defined as 125 mile radius from the St. Louis Gateway Arch). Associate Members will be considered subject to the approval of the Chapter Council, in accordance with any operating instructions or committee formed by the Council for the express purpose of reviewing each individual case for recommendation and final approval by the Council. Associate Members will have all the rights and privileges of the chapter except those of voting and holding office.
3. Honorary Membership: Individuals who have rendered outstanding and conspicuous service to the Naval Service or the Naval Academy shall be eligible for honorary membership. They may be nominated when their names are submitted to the council by any regular member and, when nominated by the body, may be elected by majority vote of all regular members present and voting at any regular meeting of the Chapter. They

## **USNA Alumni Association – St. Louis Chapter By-Laws**

will have all rights and privileges of the Chapter except those of voting and of holding office.

4. No person who has been convicted by a final judgment in a court of law for an infamous offense or separated from any U.S. Armed Forces under other than honorable condition shall be eligible to receive or retain any class of membership.
5. An eligible person may become a Regular or Associate Member by payment of dues, and through regular attendance and support of Chapter functions. No dues shall be attached an honorary membership.

### **ARTICLE V – Management**

The Chapter shall be managed per the following guidelines:

1. The business, property and funds of the Chapter shall be managed and controlled by a council composed of a President, a Vice President, a Secretary and a Treasurer who are member ex-officio, and six (6) other elected members (aka board members at large). Any five (5) council members, one of whom shall be the President or Vice President, will constitute a quorum to transact ordinary business.
2. The council shall fill any vacancies that occur in its management, except the President (see Article VI (2)), from eligible members of the Chapter to serve until the next regular election.
3. The council shall decide questions by a majority vote of those present at a particular meeting. In the case of a tie vote, the presiding Officer's vote shall be the deciding one.
4. The meetings of the council and Chapter shall be conducted in accordance with the rules contained in the "Roberts Rules of Orders Revised" except where inconsistent with these By-Laws.

### **ARTICLE VI – Duties of Officers**

To the best of each individual's capabilities, the following shall be adhered to:

1. The President shall preside at meetings of the Chapter and of the council. He / she shall appoint standing committees to carry out the aims of the Chapter when necessary / applicable, nominating committees, and any special committees that may be required. When appointing the Nominating Committee, the President will select a Past-President of the St. Louis Chapter Alumni Association to chair the Committee; and then the Nominating Committee Chairman will name at least two other members of the Chapter to assist him on the committee (their names subject to the approval of the Chapter President).
2. The Vice President shall perform the duties of the President in his or her absence and such other duties as may be assigned. In case the President is unable to complete his or her term, the Vice President shall become President and shall appoint a member of council to the office of Vice President.
3. The Secretary shall keep a record of the names and addresses of all members of the Chapter. The Secretary shall keep a record of all meetings of the Chapter and of the council and shall prepare and preserve the minutes and notices of all such meeting. The Secretary shall have such authority in transacting the business of the Chapter as shall be granted by the council.

## **USNA Alumni Association – St. Louis Chapter By-Laws**

4. The Treasurer shall receive all dues, fees, gifts, and other funds of the Chapter and expend them, invest them or deposit them for safe-keeping as directed by the council. The Treasurer shall prepare and present for audit an annual statement of receipts and expenditures no later than 31 August of each year and at any other time as requested by the council.

### **ARTICLE VII – Meetings**

Unless otherwise schedule, the following should guide the council:

1. The Chapter shall meet regularly. At a minimum, at least once each calendar quarter. Special meetings may be called by the President with the approval of the majority of the council.
2. Twenty percent (20%) of the regular membership in good Chapter standing shall constitute a quorum.

### **ARTICLE VIII – Elections**

Formal elections will occur on an annual basis in accordance with:

1. The names of candidates for President, Vice President, Secretary, Treasurer and remaining Council members up for election will be presented to the members of the Chapter in attendance at a regularly scheduled gathering of the Chapter. If circumstances dictate, the regular third quarter meeting of the Council will also be the formal meeting for Council election.
2. Names of candidates to serve on the Council may be suggested by any regular member in writing to the nominating committee. Additional nominations for any office may be also made from the floor at any election.
3. All terms of office will be for one (1) year from 01 October of the year in which elected, unless duties are otherwise transferred to the incoming official prior to the 01 October date. The six (6) Council members who are not Chapter Officers will be elected to staggered three-year terms, with the intention of developing continuity in the leadership and opportunity for advancement and turnover in the Officer ranks. Incumbents may be reelected / reassigned as a particular Officer, as necessary.
4. Elections will be by a majority vote of members present and voting. Voting may be by secret ballot. Each regular member present will be entitled to one vote. No proxies will be allowed.

### **ARTICLE IX – Dues, Expenditures and Gifts**

The treasury will be governed by the following guidelines:

1. The membership year shall coincide with the calendar year. Annual dues are payable at the beginning of each membership year. The dues of an eligible person joining at any other time shall be pro-rated at the nearest whole dollar for the remainder of the current membership year. The amount for annual dues shall be set by the Council.
2. The council is authorized to accept gifts for purposes within the aims of the Chapter.
3. The council may authorize expenditures up to \$500.00 for any one project from the funds of the Chapter for the aims and administrations of the Chapter. Provided, however that

## **USNA Alumni Association – St. Louis Chapter By-Laws**

this limitation shall not apply for expenditures for reimbursable events or payments from dedicated funds provided to support an event. Authority for other expenditures must be voted on at regular or special meetings called by the Council under Article VII.

4. The Officers, the Council, or the Chapter, shall not under any circumstances, obligate the Chapter to make any expenditure or expenditures in excess of the funds available in the Chapter's treasury.

### **ARTICLE X – Dissolution**

In the event of dissolution of this Chapter, funds in the treasury, after all obligations are paid, shall be paid to the U.S. Naval Academy Alumni Association (a non-profit organization) as a donation to the Endowment funds).

### **ARTICLE XI – Amendments**

Any amendment to these By-Laws may be proposed by any Regular Member at any meeting of the Chapter. If approved by a majority vote of the members present and voting at said meeting, the proposed amendment shall be submitted in writing to all members by the Secretary prior to the next regular meeting. If said amendment is then approved by a two-thirds majority of the members present and voting at the next regular meeting (regardless of quorum considerations), it shall thereupon become effective as part of these By-Laws.