

DISTRICT OF COLUMBIA NATIONAL GUARD
NATIONAL GUARD ASSOCIATION

CONSTITUTION AND BY-LAWS



Supersedes all previous versions

OPR: Lt Col Edmands
Pages: 22
Distribution: X

BYLAWS OF NATIONAL GUARD ASSOCIATION OF THE DISTRICT OF COLUMBIA

ARTICLE I

NAME

The name of this corporation is the "National Guard Association of the District of Columbia", referred to hereafter as "NGADC".

ARTICLE II

PURPOSE, OBJECTIVES, POWERS, RESTRICTIONS

Section 1. Purpose

The purpose of the National Guard Association of the District of Columbia is to promote the security and welfare of the United States of America and the District of Columbia, and to support the objectives of the National Guard Association of the United States, referred to hereafter as "NGAUS".

Section 2. Objectives

The objectives of NGADC are to engage in any and all lawful activities incidental to the purpose, except as restricted in Section 4, including the following:

- a. Support the objectives of NGAUS as described in their Bylaws and provide membership services for current and retired members of the District of Columbia National Guard (DCNG).
- b. To make the requirements of the District of Columbia National Guard (DCNG) known to appropriate military, governmental, and congressional agencies, and to the public, in order to enhance the proficiency and military posture of the DCNG.
- c. To promote friendship and understanding between members.
- d. To preserve the history of the DCNG.

Section 3. Powers

- a. NGADC shall have all powers necessary to the furtherance of its purpose including, but not limited to:
 - (1) Receipt and collection of dues;
 - (2) Acceptance of contributions;
 - (3) Acquisition or holding of property both real and personal;
 - (4) Investment and reinvestment of funds;
 - (5) Sale, lease, or encumbrance of real or personal property, or any part or parts thereof, and the conveyance by trust, mortgages, or otherwise;
 - (6) Execution, performance, or cancellation and rescission of contracts of any kind; and
 - (7) Creation of such trust or trusts -as may be necessary.
- b. The powers of the NGADC shall be exercised exclusively in furtherance of exempt purposes within the meaning of Section 501(c)(19) of the Internal Revenue Code of 1954 as now in effect or hereafter amended, and shall include the power to establish insurance programs for the benefit of members and their dependents, and members and retired members of the National Guard and their dependents, either directly or through separate trusts, and to render promotional and administrative services with respect to such insurance programs.

Section 4. Restrictions on the Disposition of Assets

No part of the net earnings of NGADC shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that NGADC shall be authorized to pay reasonable compensation for services rendered. In the event of dissolution, NGADC assets shall not be distributed to its members, directors, officers, or other private persons, but shall be dedicated to one or more exempt purposes as specified in Section 170(c)(4) of the Internal Revenue Code of 1954 as now in effect or hereafter amended.

ARTICLE III

MEMBERSHIP

Section 1. Classes, Qualifications, and Requirements

Classes of membership in NGADC are:

- a. **Annual:** All active, retired, or former commissioned officers and warrant officers of the District of Columbia National Guard shall be eligible for annual membership, and shall become members upon payment of dues.
- b. **Life:** Upon application and payment of the prescribed amount, and approved by the executive council of NGADC, a person who is qualified to be an annual member may be issued a life membership.
- c. **Associate Membership:**
 - (1) **Active:** Any commissioned officer or warrant officer of the Army or Air Force on active duty, or any Department of Defense civilian who is presently serving in an advisory or liaison capacity with any element of the-DCNG, upon approval of the executive-council and upon payment of annual dues, may be granted membership. Such members shall not be entitled to vote or hold office.
 - (2) **Enlisted:** Any active, retired, or former enlisted member of the DCNG who is current dues paying members of the Enlisted Association of the District of Columbia will be declared enlisted associate members. Such members shall not be entitled to vote or hold office.
 - (3) **Inactive:** Members of the DCNG, who are not otherwise eligible for membership but who are presently participating in the NGADC insurance program, will be declared inactive associate members. Such members will not be entitled to vote or hold office.
 - (4) **Corporate:** Any company, firm, organization, or corporation, upon application and approval of the executive council and payment of an annual corporate membership fee, may be issued a certificate of corporate membership. Neither corporate members nor their employees may vote or hold office, nor may they participate in benefits available to NGADC unless they become by their individual right an annual or life member.
- d. **Honorary:** Any person, upon approval of the executive council, may become an honorary member based on service to the United States or District of Columbia. Such members shall not be entitled to vote, or hold office, nor shall they be required to pay dues.

Section 2. Certificate

An appropriate certificate of membership shall be issued to each individual member except enlisted and inactive associates.

Section 3. Privileges

- a. A member of NGADC, other than an associate or honorary member, may be:
 - (1) an officer in NGADC;
 - (2) a member of the Executive Council;

- (3) a member of a standing committee;
- (4) a member of a special committee or commission; and
- (5) a delegate to any General or Special Conference of NGADC or NGAUS.

b. Subject to the order of business, the presiding officer at any general or special conference of NGADC may recognize any member of NGADC.

Section 4. Rejection or Termination

- a. The executive council of NGADC may, by majority vote, and the return of any current dues:
 - (1) reject any applicant for membership; or
 - (2) after extending to the member concerned a reasonable opportunity to present evidence in their behalf, terminate any membership.
- b. Membership is automatically terminated by death, resignation, or failure or refusal to pay prescribed dues.
- c. Annual membership terminates at 2400 hours on 31 December each year.

ARTICLE IV

OFFICERS

Section 1. Titles

The officers of NGADC, all of whom shall be nonsalaried, are:

- a. President;
- b. Vice President (Army);
- c. Vice President (Air);
- d. The Immediate Past-President;
- e. Secretary; and
- f. Treasurer.

Section 2. Qualifications

An officer in NGADC shall be an annual or life member of NGAUS and NGADC.

Section 3. Duties and Powers

- a. President
 - (1) The President shall be:
 - (a) the presiding officer at each annual or special conference of NGADC;
 - (b) a member and the chairman of the executive council;
 - (c) A member ex-officio of all committees.
 - (2) The President shall:
 - (a) direct the affairs of NGADC in accordance with the policies adopted at the annual or a special conference of NGADC;
 - (b) convene the executive council from time to time;
 - (c) appoint all standing and special committees, and designate the chair of each;
 - (d) appoint special staff officers incidental to the conduct of the annual and Special conferences;
 - (e) issue the call for the annual conference and, when directed by the Executive Council, issue the call for a Special Conference of NGADC, and make necessary arrangements for such conferences;
 - (f) approve such incidental expenses (not to exceed \$500.00) as may be necessary to conduct NGADC business;

(g) render an annual report to NGADC;

(h) perform such other duties as are usually performed by the President of an organization and as may be prescribed by the Bylaws or assigned by the Executive Council of NGADC; and

(i) assign duties to be performed by the Vice Presidents, Secretary, and Treasurer of NGADC which are consistent with the Bylaws of NGADC or with the usual duties performed by such officers of organizations.

b. Vice Presidents

(1) The Vice Presidents shall be members of the Executive Council and shall perform the duties usually performed by Vice Presidents of an organization and such duties as may be prescribed by the Bylaws or assigned by the President of NGADC;

(2) The Vice President who is not of the branch of service of the President shall, in the absence or incapacity of the President, perform the duties of the President; and shall assume the office of the President in the event of the termination, resignation, or removal from office of the President and serve the remaining term or until a successor is elected and installed.

(3) In the event that the Vice President who is not of the branch of service of the President can not or will not perform the duties or assume the office of President as required, then the Vice President who is of the branch of service of the President shall serve as in paragraph (2) above.

c. Immediate Past-President

The Immediate Past-President shall be a member of the Executive Council. Unless elected, he/she may not succeed to any other office because of the absence, incapacity, death, resignation, or removal from office of such other officer.

d. Secretary

(1) The Secretary shall be:

- (a) the recording officer of the organization;
- (b) responsible for the records of the association; and
- (c) a member of the Executive Council.

(2) The Secretary shall perform the duties usually performed by the Secretary of an organization and such duties as may be prescribed by the Bylaws or assigned by the President of NGADC.

e. Treasurer

(1) The Treasurer shall be:

- (a) the custodian of all funds of NGADC; and
- (b) A member of the Executive Council and an ex-officio member of the Finance Committee.

(2) The Treasurer shall:

- (a) cause a receipt to be issued for all funds received by NGADC;

(b) perform the duties usually performed by the Treasurer of an organization and such duties as may be prescribed by these Bylaws or assigned by the President of NGADC;

(c) keep an accurate account of all receipts and disbursements of all monies, securities, and other property of NGADC; report to the Committee on Finance and to the Executive Council on the financial standing of NGADC, whenever required to do so; and, render an annual report to NGADC; and

(d) file reports required by the Internal Revenue Service.

Section 4. Election and Tenure

The officers of NGADC (except the Immediate Past-President) shall be elected biennially by a majority vote at a General Conference of NGADC and shall be installed on the last day of the conference by which they were elected. The Immediate Past President shall be installed on the day the successor in the office of President is qualified and installed in that office, and shall hold office until no longer the Immediate Past President. Unless terminated or removed from office as prescribed by these Bylaws, officers of NGADC shall hold office for two years or until a successor in office is duly elected and installed.

Section 5. Termination of Tenure

a. Tenure in office is terminated by:

- (1) death;
- (2) resignation; or
- (3) removal as prescribed in subsection b. of this section.

b. An officer may be removed from office by a two-thirds vote of the Executive Council:

- (1) when it is determined that an officer is unable to fulfill the duties of the office due to physical or mental disability;
- (2) for inefficiency;
- (3) for conduct detrimental to NGADC; or
- (4) for other sufficient cause.

ARTICLE V
EXECUTIVE COUNCIL

Section 1. Composition

The Executive Council of NGADC shall consist of:

- a. The officers of NGADC;
- b. Two NGADC members each from the 260th MP Brigade, 115th MASH, HQ DARC, 1-131st Aviation, and Troop Command;
- c. Four NGADC members from the 113th Fighter Wing;
- d. One member each from the HQ DCANG, 201st AS, and the 231 CCS;
- e. One Army and one Air National Guard retired or separated officer from the membership at large;
- f. One Army and one Air National-Guard company-grade officer from the membership at large; and
- g. One Warrant Officer from the membership at large.

Section 2. Duties and Powers

- a. The Executive Council shall:
 - (1) act as the governing body of NGADC in accordance with the policies adopted in General Conference or Special Conference;
 - (2) establish the time and place for an annual General Conference;
 - (3) control funds, financial obligations and property consistent with the purpose of NGADC;
 - (4) issue the call for a Special Conference if required;
 - (5) employ or appoint an Executive Director whose tenure, salary, duties, and responsibilities shall be enumerated in Article VII of the Bylaws; and
 - (6) perform such additional duties and exercise such additional powers as are specifically granted in, or required by, the Bylaws of NGADC.
- b. The Executive Council may:
 - (1) order an audit of the records and finances of NGADC by a certified public accountant in addition to that required by these bylaws;
 - (2) by majority vote, call a Special Conference of NGADC and fix the time and place therefor;
 - (3) by majority vote, refuse admission to any applicant for membership in NGADC;

(4) by majority vote, and in accordance with Section 4 of Article III of these Bylaws, terminate the membership of any member; and

(5) remove from office any officer of NGADC in accordance with Section 5 of Article IV of the Bylaws.

Section 3. Election

a. Officers of NGADC elected at General Conference are members of the Executive Council.

b. Army and Air Representatives will be elected at the General Conference annually at the respective breakout sessions. This includes the company grade and retired representatives.

c. In the event that there are no candidates for Executive Council membership in a particular area (except officers), the Executive Council may recruit and appoint said representation by majority vote of the Executive Council.

Section 4. Tenure and Termination

a. Members of the Executive Council shall be installed on the last day of the General Conference by which they are elected.

b. Appointed members shall be installed at the first Executive Council meeting following their acceptance.

c. Unless sooner terminated or removed from the Executive Council as provided in these Bylaws, Army, Air, Company Grade, and Retired Representatives shall serve for a term of one year or until a successor is elected and installed.

d. Membership on the Executive Council is terminated by the same provisions as are stated in Section 5 of Article IV of these Bylaws.

ARTICLE VI

COMMITTEES

Section 1. Standing Committees:

The standing committees are known as the Membership Committee, the Resolutions Committee, the Conference Committee, the Budget Committee, and the Public Affairs Committee. The duties and powers of the standing committees are as follows:

a. The Membership Committee

(1) The Membership Committee shall consist of one representative from each of the commands as established in accordance with Article V, Section 1, b. through d.

(2) The Membership committee shall:

(a) Develop and review plans and strategies for future membership initiatives, for referral to the executive council;

(b) Manage the recruitment of new members and the collection of dues; and

(c) Report annually to the General Conference.

b. The Resolutions Committee

(1) The Resolutions Committee shall consist of five members of the membership at large with at least two members representing each branch of service (Army & Air).

(2) The Resolutions Committee shall:

(a) Solicit resolutions for consideration at the General Conference;

(b) Coordinate sponsorship of approved NGADC resolutions with other state associations for presentation to the national association;

(c) Prepare correspondence for the President's signature to forward approved resolutions to NGAUS in time for consideration at the national-level General Conference; and

(d) Provide one Army and one Air representative to the National Committee on Resolutions of the General Conference of NGAUS.

c. The Conference Committee shall consist of appointed members of the membership at large and shall make all arrangements for the General and Special Conferences as prescribed by the President, NGADC.

d. The Budget Committee

(1) The Budget Committee shall consist of three members of NGADC to include the Treasurer, the Immediate Past-President, and a representative of the membership at large.

(2) The Budget Committee shall:

(a) Accept, in the name of NGADC, all donations and bequests;

- (b) Develop and recommend to the Executive Council fiscal policies and procedures; and
 - (c) Review the annual budget as developed by the Executive Council.
- e. The Public Affairs Committee
 - (1) The Public Affairs Committee shall consist of not less than two members of the membership at large.
 - (2) The Committee shall:
 - (a) Publish a periodic newsletter to acquaint the membership with the policies and activities of NGADC; and
 - (b) Recommend to the Executive Council policies and programs to promote understanding of the National Guard in accordance with these Bylaws.

Section 2. Special Committees

- a. A Nominations Committees shall consist of no less than one representative of each branch of service appointed from the membership at large by the President, NGADC. The Nominating Committee shall recruit individuals to run for office and submit a report to the Executive Council one month prior to the General Conference.
- b. An Auditing Committee shall be selected by the Executive Council as required to audit the books and finances of the association. Audit requirements shall be determined by the Executive Council.

Section 3. Tenure

The tenure of all committee members shall be at the pleasure of the President of NGADC.

Section 4. Committee Representation at the NGAUS General Conference

The President, NGADC shall appoint representatives to participate in those NGAUS General Conference Committees as requested by NGAUS.

ARTICLE VII
STAFFING FOR NGADC

Section 1. Staff Positions

- a. The Executive Council may employ or appoint an Executive Director or an Administrative Assistant to assist with management of NGADC.
- b. Term of Office: Service shall be on a contractual basis renewable when new slate of officers is appointed at the General Conference. He or she may be reappointed for succeeding terms.
- c. Salary: Salary shall be determined by majority vote of the Executive Council. The Executive Council may appoint a member in good standing to perform these duties on a volunteer basis.

Section 2. Duties of the Executive Director or Administrative Assistant

- a. Coordinate the activities of the Executive Council to include:
 - (1) notification and scheduling of meetings;
 - (2) coordination and distribution of agendas and minutes;
 - (3) procurement of administrative services necessary to conduct business;
 - (4) prepare a proposed budget annually to present to the Budget Committee consisting of an itemized statement of estimated revenues and anticipated and proposed expenditures for the next fiscal year;
 - (5) manage the mail; and
 - (6) perform those duties as are normally performed by an Executive Director or Administrative Assistant of a nonprofit association.

ARTICLE VIII**WAR OR NATIONAL EMERGENCY****Section 1. When invoked**

This article may be invoked by majority vote of the Executive Council in case of war or national emergency as proclaimed by the President of the United States or declared by the Congress of the United States.

Section 2. Tenure and Filling Vacancies

a. **Tenure:** The tenure in office of each officer and each member of the Executive Council may be extended for the duration of the war or national emergency or until the Executive Council determines this article shall no longer be in effect.

b. **Filling Vacancies:** If any member of the Executive Council is unable to fulfill his/her duties due to war or national emergency, he/she may be replaced by vote of the Executive Council.

ARTICLE IX
CONFERENCES

Section 1. General Conferences

A General Conference of NGADC shall be convened annually.

Section 2. Special Conferences

Special Conferences will be convened when required.

Section 3. Representation

All members in good standing with NGADC may participate in the business of the conferences to include voting on all issues accepted for consideration by majority vote of the membership.

ARTICLE X**VOTING****Section 1. Executive Council**

The presiding officer shall determine voting method. Only designated representatives may vote. A show of hands may be used if voice vote is inconclusive. Written ballots are not required.

Section 2. Special or General Conferences

a. Unless otherwise called for in these Bylaws, a majority vote is required on issues brought for consideration to the General or Special Conference. A count of hands may be used if a voice vote is inconclusive. Written ballots are not required.

b. Voting may be by proxy only if the proxy signatures are presented to the membership committee for validation prior to the start of the conference.

ARTICLE XI

FISCAL

Section 1. Fiscal Year and Membership Year

The fiscal year and membership year of NGADC commences on 1 January and ends on 31 December.

Section 2. Dues

The annual dues of NGADC, due to be paid on or before the first day of January in each year,

a. Active Guard Members:

(1) Annual dues

General Officer O-8	\$45.00
General Officer O-7	\$42.00
Colonel O-6	\$37.00
Lt Colonel O-5	\$30.00
Major O-4	\$28.00
Captain O-3	\$22.00
First Lt O-2	\$15.00
Second Lt O-1	\$14.00
Warrant Officer CW5	\$30.00
Warrant Officer CW4	\$28.00
Warrant Officer CW3	\$22.00
Warrant Officer CW2	\$15.00
Warrant Officer WO1	\$14.00
Officer Candidate	\$ 7.00*

* Satisfactory participation in an approved course of study leading to appointment as an officer in the District of Columbia National Guard.

(2) Life Membership: **\$225.00**

b. Civilian Employees of the District of Columbia National Guard:

(1) Annual dues:

GS-13 and above	\$37.00
GS-11/12	\$30.00
GS-9/10	\$22.00

(2) Life Membership: **\$225.00**

c. Retirees:

(1) Annual dues: **\$20.00**

(2) Life Membership **\$75.00**

d. Corporate Membership:

(1) Contributions by Category:

Contributor	\$50.00-\$250.00
Subscriber	\$251.00-500.00
Sustainer	\$501.00-1000.00
Major Donor	\$1001.00 or more

(2) Corporate Members will be identified in the NGADC Newsletter, invited to attend the General Conference, and be presented with an appropriate certificate or plaque.

e. **Effective date of Section 2. Dues: 1 January 1997.**

(HIGHLIGHTED CHANGES TO SECTION 2 VOTED @ ANNUAL CONFERENCE WILLIAMSBURG, VIRGINIA ON 23 MARCH 1996.)

Section 3. Audit

The Executive Council shall appoint a member in good standing to annually audit the records and finances of NGADC. The results of the audit will be provided to the Executive Council and be included in the annual report to the membership.

Section 4. Funds

Funds of NGADC shall be:

- a. deposited in the name of NGADC in a bank or banks, or similar institution designated by the Executive Council
- b. separated into such accounts as the Executive Council may direct;
- c. expended without further authority of the Executive Council in support of the approved annual budget;
- d. invested and reinvested in accordance with the purpose of NGADC as the Executive Council may direct;
- e. used to promote the purposes of NGADC; and
- f. separated into an interest bearing account all "NGADC Life Membership" dues received. All interest and three percent (3%) of principal may be withdrawn from this account in January of each year and placed in the "current operations" account of the Association. This rule will be effective 1 January 1995.**

(SECTION 4f VOTED @ ANNUAL CONFERENCE IN WILLIAMSBURG, VA ON 23 MARCH 1996)

Section 5. Expenditures

Bills, claims, and expenditures of NGADC shall be

- a. certified by the President; and

- b. paid by check drawn on the funds of NGADC and executed by the President or Treasurer; or
- c. paid out of petty cash established for specific events.

Section 6. Property

a. Personal property acquired by NGADC shall be held in the name of NGADC, and under the direction and control of the Executive Council.

b. Real property acquired by NGADC shall be subject to the provisions of the Bylaws and held subject to the terms and conditions of a Trust created at the time of purchase and incorporated into the Bylaws.

Section 7. Contracts

Contracts shall be executed- in the name of NGADC and signed by the President of NGADC.

ARTICLE XII

SUSPENSION AND CONFLICTS

Section 1. Suspension

Whenever Article VIII of the Bylaws of NGADC is invoked, any provision of Article VI/IX may be suspended.

Section 2. Conflicts

Whenever Article VIII of the Bylaws of NGADC is invoked, that article shall take precedence over any conflicting provision in the Bylaws.

ARTICLE XIII

AMENDMENTS

Section 1. By Two-Thirds Vote

These bylaws may be amended at a General Conference or Special Conference of NGADC by a two-thirds vote. An amendment can be proposed by a member of NGADC in good standing and shall be submitted in writing to the President of NGADC at least 60 days prior to the date set for the convening of the conference at which the proposed amendment is to be considered. As soon as practical after receipt, but not later than 30 days prior to the conference, the President shall mail copies to the membership at large with a notice of proposed action.

Section 2. By Unanimous Vote

The bylaws may be amended at a General or Special Conference of NGADC by unanimous vote without prior notice.

Section 3. Effective Date

Unless otherwise provided, an amendment of the Bylaws shall be effective upon adjournment of the conference of NGADC that adopted it.

ARTICLE XIV

RULES OF ORDER

Section 1. Order of Business

Except as modified in the Articles and Bylaws of NGADC, the order of business shall be established in Robert's Rules of Order, Revised, and those rules established for a General or Special Conference.

Section 2. Rules

At a General or Special Conference of NGADC:

- a. proposed resolutions shall be considered by the General or Special Conference only if they have been submitted to the President of NGADC 60 days prior to the date set for the conference convening to consider the resolution; and the President has mailed a copy to the membership 30 days prior to the conference;
- b. Emergency resolutions may be considered without notice if two thirds of the representatives at the conference-vote to consider the resolution; and
- c. each proposed resolution shall be referred to the respective Army and Air committees. Committee chairs shall render a report to the general conference prior to the vote.

Section 3. Resolutions

- a. Resolutions shall be a statement of policy of NGADC for implementation by the Executive Council.
- b. All resolutions adopted by a General or Special Conference shall be effective for one year or until the next General Conference.