

*Veterans Tribute Group
INC.*



**HARDIN COUNTY'S PERMANENT
VIETNAM VETERANS MEMORIAL WALL**

Bylaws
Approved January 18, 2016

APPENDIX

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ARTICLE 1
Name and Purpose

BY-LAWS OF THE VETERANS TRIBUTE GROUP, INC.

1-1 Name:

The Veterans Tribute Group, INC. (V.T.G.).

1-2 Fiscal Year:

The fiscal year of V.T.G. shall be from the first day of January to the last day of December of the succeeding year.

1-3 V.T.G. objectives are:

- a. To enhance the social, economic, cultural and political positions of Veterans throughout the State of Kentucky.
- b. To exchange and share information of common concern among other local veterans groups pertaining to all veterans of Hardin County Kentucky.
- c. To help enhance the lives of Veterans and local communities in our area.

1-4 Purpose: The purpose of V.T.G. shall be:

- a. Promote and educate the public on veterans issues.
- b. To work together as a unified representation of Hardin County Kentucky veterans groups to honor veterans.
- c. Provide a platform for veterans groups to spearhead placement of memorials in Hardin County Kentucky.
- d. V.T.G. shall not engage in political or legislative activity that would give support to any person in a political campaign.

ARTICLE 2
Mission of V.T.G.

2-1 Mission of V.T.G.:

- a. V.T.G. shall represent the interests of its member groups. Assist with the establishment of policy, exchange of information, give professional and technical assistance as needed and shall coordinate activities so as to maintain the objectives of V.T.G..
- b. Identify issues of concern of Veterans, at the State and local community levels. Assist in the developing of policy which will address and aid in connection with those issues.
- c. Establish a communication network to assist Veterans in gaining awareness of the issues which may affect their social, economic or physical well being, and to provide a way by which the Veterans may raise and handle issues of concern.

BY-LAWS OF THE VETERANS TRIBUTE GROUP, INC.

ARTICLE 3

Provisions, Membership, and Meetings

3-1 Offices:

V.T.G. is located at P.O. Box 2573, Elizabethtown, Kentucky 42702.

3-2 Membership:

Membership is available to all veterans groups located in Hardin County Kentucky and surrounding counties consisting of two (2) voting members from each group.

3-3 Meetings:

- a. Meetings shall be held on a regular quarterly (January, April, July, and October) basis according to availability of both meeting location and members.
- b. Special meetings may be called by the President and Secretary or at the request of the Board of Directors (Note: All meetings notifications should be given within a minimum of 15 days prior to meeting date).
- c. All meetings shall be conducted in accordance with "Robert's Rules of Order".
- d. All meetings shall be conducted in the following format;
 - i. Call to order
 - ii. Prayer
 - iii. Pledge of Allegiance
 - iv. Announcements
 - v. Introduction of guest
 - vi. Old business
 - vii. Motions
 - viii. New business
 - ix. Motions
 - x. Closing announcements or Questions or Clarifications
 - xi. Closing prayer
 - xii. Adjournment meeting
- e. A simple majority vote of those members present is sufficient to pass a resolution, action, or otherwise general business.
- f. Proxy votes are not permitted.
- g. If only one (1) voting member is present from a group that member will vote for the group, one (1) member one (1) vote.
- h. In the event a tie vote should occur, the President shall cast the deciding vote only to break the tie.
- i. V.T.G. may allow or disallow attendance of nonmembers at the meetings.
- j. Anyone desiring to address the group or the President shall do so by raising their hand, being recognized by the President, stating their name, and then making their comment(s). Any comments or motions to be stated shall be done in this manner.
- k. A Quorum of a minimum of one (1) officer, two (2) Directors, and five (5) members must be present in order to hold a meeting.

BY-LAWS OF THE VETERANS TRIBUTE GROUP, INC.

ARTICLE 4

Board of Directors

- 4-1** The Board of Directors shall consist of not less than 3 or more than 6 members in good standing.
- 4-2 Elections:**
- a.** Members of the Board of Directors shall be elected by the membership of V.T.G. on the first regular scheduled meeting in January and shall assume the office at that time.
 - b.** A chairman of the Board shall be decided by the board members.
- 4-3 Term of Office:**
Members of the Board of Directors shall hold that office for two (2) years.
- 4-4** Except as otherwise provided, management of V.T.G. shall be the responsibility of the elected and appointed members including but not limited to:
- a.** Funds of V.T.G.
 - b.** Affairs of V.T.G.
- 4-5** Board of Directors shall as a minimum, meet on a quarterly basis to discuss any and all matters presented to them by members of the general membership for consideration. Any member who is absent from 3 of those meetings without a valid excuse (to be determined by the other board members) it shall be assumed the member has resigned. The vacated position shall be an appointed member by the Directors for the remaining interim position and must be approved by the Officers of V.T.G..
- 4-6** Upon the death, resignation, inability to serve, or refusal to serve on the Board, another individual shall be considered by the Board, voted upon by the Board, and if accepted by the Officers of V.T.G., appointed to the position vacated. If the selected individual declines or there is not a majority of the votes in the selectee's favor, another selection shall be made and the same process shall be initiated. (Note: The President or his/her designee shall be the tie breaker in case of a tie only).
- 4-7** A majority of the Board of Directors must agree upon any resolution prior to presentation to V.T.G. Officers by the chairman of the Board of Directors.

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ARTICLE 5
Officers

5-1 Elections:

- a. The membership of V.T.G. shall elect to office a President, Vice-President, Secretary, and Treasurer.
- b. Officers shall be elected on the first regular scheduled meeting in January and shall assume the office at that time.

5-2 Terms of Office:

Officers shall hold that office for two (2) years.

5-3 Except as otherwise provided, management of V.T.G. shall be the responsibility of the elected and appointed members including but not limited to:

- a. Funds of V.T.G.
- b. Affairs of V.T.G.

5-4 Vacated Office:

- a. In the event an officer vacates his/her office, for any reason, the officer must provide a written letter stating their resignation to the Secretary.
- b. If the office vacated is that of President the Vice-President vacates his position to fill the position of President. At the next scheduled meeting the first order of business is to elect and install a new Vice-President by the membership of V.T.G..
- c. No sitting officer is eligible to be elected to any position that has been vacated for the remainder of their term.
- d. When the office vacated is any other than the President the first order of business at the next scheduled meeting is to elect a member by the membership of V.T.G. to fill the vacated office.

5-5 Duties of Officers:

- a. **President:** The president shall be the principal Executive Office of V.T.G.
 - i. Preside over all V.T.G. meetings
 - ii. Execute all instruments or documents authorized for such executive by V.T.G. except where other persons have been expressly delegated by V.T.G..
 - iii. Possess all property belonging to V.T.G. except those assigned to a specific member.
 - iv. Be responsible for V.T.G. e-mail and forwarding messages to general membership or specific member as required.
- b. **Vice President:** In the absence of, the inability of, or refusal to act by the President, the Vice-President shall perform the duties of President, and when so acting, shall have the powers of and be subject to all restrictions of those of the office of President.

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- c. **Secretary:** The Secretary shall record all proceedings of the meetings of V.T.G. in a log specifically kept for that purpose.
- i. Give, or cause to be given, notice of any special meeting to each Group member at least fifteen (15) calendar days prior to any such special meetings. Notice shall be deemed to have been given upon a first-class mailing or by e-mail to the recipient at their address on file with V.T.G..
 - ii. Maintain any and all documents and correspondence as instructed by the V.T.G. and the President.
 - iii. Be responsible for all V.T.G. mail collection and distributing such mail to person it pertains to.
- d. **Treasurer:** The Treasurer shall have charge of all funds and securities of V.T.G. and all funds or securities in any way generated, collected or obtained in connection with V.T.G. activities, and the Treasurer shall be responsible for funds and securities, and the receipt and disbursement thereof.
- i. The Treasurer shall keep full and accurate accounts of receipts and disbursements in books belonging to V.T.G., shall deposit all monies and other valuable effects in the name and to the credit of V.T.G. in such depositories as may be designated by V.T.G..
 - ii. The Treasurer shall disburse the funds of V.T.G. as may be ordered by the membership at each meeting.
 - iii. When the Board or the membership so requires an accounting condition of V.T.G. and a full financial report, based on the books and the accounts, it shall be done.
 - iv. The President, Vice-President, Secretary, or Treasurer shall be the only persons authorized to sign checks.
 - v. Two (2) authorized signatures are required on any checks of V.T.G..
 - vi. On the first regular scheduled V.T.G. meeting of the new fiscal year, V.T.G. Treasurer will prepare and present a yearly report for the membership for consolidation of accounting of the previous year and will be prepared to submit that report for approval to V.T.G. membership and signed by the President.

ARTICLE 6
Committees

- 8-1 Special Committees:** Special committees may be established at any time by the President and shall continue until the purpose for their establishment is complete.
- 8-2 Committee Vacancies:** Vacancies on any regular committee will be advertised to V.T.G. membership.
- 8-3 Chairperson:** Each committee shall decide on one person to act as Chairperson of that committee and shall be elected, by committee members, at their first meeting
- 8-4 Committee Reports:** The Chairperson of each Committee shall give a written report of their Committee actions at the next V.T.G. meeting and continue to do so until there is no longer a need for that committee, at which time the President will dismiss said committee.

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ARTICLE 7

Rules of V.T.G. Conduct, Offenses, Restrictive Activities

9-1 Rules of V.T.G. Conduct:

- a. No non-prescription drugs or their use of any kind shall be present on meeting or V.T.G. property.
- b. No alcoholic beverages of any kind shall be used or in possession of any member present at meetings or on V.T.G. property.
- c. Members shall demonstrate honesty between all association members and members of the public when representing V.T.G..
- d. Theft from V.T.G., any of its members, or when dealing with the public will not be tolerated.
- e. Any problems with any individual shall be brought to the attention of a director for a special meeting to be attended by both Directors and the Board of Officers for resolution.

9-2 Restrictive Activities:

- a. No member of the V.T.G. may accept any compensation from or own any interest in any entity conducting business with V.T.G. that may be construed as a conflict of interest.
- b. Reimbursement of reasonable expenses incurred while conducting the business of V.T.G. will not be deemed as compensation.
- c. No member shall use the property of V.T.G. except for official V.T.G. business.

9-3 Fund Raising Activities:

- a. Fund raising activities shall not conflict with other V.T.G. activities, i.e. meetings, without written consent of V.T.G..
- b. No products of V.T.G. shall be sold unless the product identifies V.T.G..
- c. Fund raising activities involving telephone solicitation, direct mail, work place donations or sale of other items shall not be engaged in without the consent of the Board of Directors and the President and Vice President.
- d. Any fund raising activity involved in the above sections must be approved by the Board of Directors and the President and Vice President with a minimum of 30 days prior to the date of the activity.
- e. Any funds raised for a specific project shall be placed in a restricted account and used for that project.
- f. Donated funds shall be tracked with the name and contact information of the donor.
- g. Any funds remaining from a specific project, that will require it to be maintained, shall be given to the group that will maintain the project with the restriction that these funds be used only to maintain the project.
- h. Any special project that does not come to completion shall have all donated funds returned to the donor.

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9-4 Funds of V.T.G.

- a. All expenses, donations, or money spent by V.T.G. shall be approved by the membership at their regular meeting before disbursement of funds.
- b. President is authorized to allow spending of V.T.G. funds not to exceed \$500.
- c. Secretary and Treasurer are authorized to spend funds of V.T.G. for supplies to accomplish their duties not to exceed \$100.
- d. Any emergency expenses that arise may be approved or disapproved by the officers and directors provided there is no time to present this to the membership and a decision needs to be made immediately. Must be presented to membership at the next scheduled meeting.
- e. All money spent by V.T.G. must be accounted for by a receipt presented to the Treasurer.
- f. Any member that request reimbursement of money they spent on behalf of V.T.G. must present their request along with a receipt to Treasurer.
- g. Any potential conflict of interest by a board member must be disclosed to the entire board.

ARTICLE 8
Amendments

- 10-1** These by-laws may be amended at any regular or special meeting of V.T.G. by a two-thirds (2/3) majority vote of those attending, eligible to vote, providing prior amendment had been presented, in writing, at least 30 days to the membership.

ARTICLE 9
Dissolution

- 12-1** Upon dissolution of Veterans Tribute Group, Inc. all funds shall be disseminated to a qualified charitable organization of our choice at the time of dissolution .

VETERANS TRIBUTE GROUP, INC.
Cecilia, Kentucky
-By Laws-