

VIETNAM VETERANS  
OF AMERICA, INC.  
KENTUCKY STATE COUNCIL  
BY-LAWS

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## APPENDIX

	<u>PAGE</u>
<u>ARTICLE I</u>	
Name and Purpose	1
Name	1
Fiscal Year	1
Objectives	1
Purpose	1
<u>ARTICLE II</u>	
Duties of Council	2
Council	2
Chapters	2
<u>ARTICLE III</u>	
Membership in Council	3
Membership	3
Delegates	3
Member-at-Large Delegates	3
Vacancies for Membership-at-Large Delegates	3
Term of Delegates	4
Vacancies	4
Proxy Votes	4
<u>ARTICLE IV</u>	
Council of Officers	5
Election	5
Term of Office	5
Vacated Offices	5
<u>ARTICLE V</u>	
Executive Committee	6
President	6
1 <sup>st</sup> Vice-President	6
2 <sup>nd</sup> Vice-President	6
Secretary	6, 7
Treasurer	7, 8
Duties of Member-at-Large	8

## APPENDIX

	<u>PAGE</u>
<u>ARTICLE VI</u>	
Meeting of the Council	9
Regular Meetings	9
Special Meetings	9
Rules of Order	9
Manner of Acting	9
Proxy Votes	9
Tie Votes	9
Non-Members	9
<u>ARTICLE VII</u>	
Council Committees	10
Special Committees	10
Subcommittees	10
Committee Reports	10
Nominations Committee	10
<u>ARTICLE VIII</u>	
Amendments	11
<u>ARTICLE IX</u>	
Exclusions	11

BY-LA WS OF THE VIETNAM VETERANS OF AMERICA COUNCIL OF  
KENTUCY

ARTICLE I

NAME AND PURPOSE

1.1. NAME

The Vietnam Veterans of America, represented here by the State chapter, shall in short hereinafter be referred to as "Council."

1.2. FISCAL YEAR

The fiscal year of the Council/Chapters shall be from the first day of March to the last day of February of the succeeding year.

1.3. OBJECTIVES

The objectives of the Council are:

A. To enhance the social, economic, cultural, and political positions of Veterans of the Vietnam Era throughout Kentucky.

B. To exchange and share information of common concern among the S tate Chapters.

1.4. PURPOSE

The purpose of the State Council shall be to:

A. Promote and enforce the principles and policies of the organization of the Vietnam Veterans of America, Inc. as set forth in the National Constitution.

B. Follow the rules and resolutions and the Code of Disciplinary Procedure of National.

C. Provide a formal, unified and democratic body, representative of the Vietnam Veterans of America, Inc., State Chapters.

## ARTICLE II

### DUTIES OF COUNCIL

#### 2.1. COUNCIL

The Council shall represent the interests of its member Chapters at the National Headquarters of the Vietnam Veterans of America, Inc., hereinafter referred to as "National" Council, through the establishment of policy, the exchange of information, professional and technical assistance, shall coordinate the activities of the individual State Chapters so as to maintain the objectives of State and National.

#### 2.2. CHAPTERS The Chapters through its representative process shall:

A. Develop the strength of the Vietnam Veterans of America, Inc., as an entity, through coordinated efforts with the State Council(s) to enhance the membership thereof.

B. Identify issues of concern to Veterans of the Vietnam Era, at the Chapter, State and National levels and to assist in the developing of policy which will address and aid those issues. They shall establish and maintain a Service Representative Program for State Council.

C. Examine legislative and administrative proposals which may affect Vietnam Era Veterans or their families and provide input with appropriate officials, as to the position of Council and member State Chapters, relative to said proposals.

D. Establish a communication network to assist Vietnam Era Veterans in gaining awareness of issues which may affect their social, economic or physical well-being, and to provide ways by which Vietnam Era Veterans may raise and handle issues of concern.

E. Develop moral, legislative and financial support for its members by State Councils and Local Chapters, providing a program of education and community awareness.

ARTICLE III  
MEMBERSHIP IN COUNCIL

3.1. MEMBERSHIP Membership in Council shall be open to all Chartered State Chapters of the Vietnam Veterans of America, Inc., in good standing throughout Kentucky.

3.2. DELEGATES

A. The president of each State Council will be that State's delegate to National with the power of one (1) vote for the state at National.

B. Each Chapter within the jurisdiction of the State Council shall be entitled to representation at State Conventions in good standing throughout Kentucky. Such Chapters herewith entitled to two (2) Delegates at such conventions, as may be determined by election of such Delegates at annual or biannual meetings of each State Chapter. Delegates duly elected in each chapter and/or alternates, as provided in by-laws of each chapter, shall be entitled to vote in State Conventions including, but not limited to, election of State Council Officers.

C. MEMBERSHIP-AT-LARGE DELEGATES. Members-at-Large delegates shall be elected during State Conventions and shall represent all members-at-Large within the jurisdiction of the Kentucky State Council. Such delegates shall be entitled to one (1) vote. Members-at-Large delegate shall be further allowed to vote in State Council meetings and be entitled to vote in State elections.

D. VACANCIES FOR MEMBERSHIP-AT -LARGE DELEGATES. In the event such member-at-large delegate shall be unable to continue the duties of his/her office; such vacancies shall be filled pursuant to the by-laws of the Kentucky State Council regarding the vacated office(s), until the next scheduled State Convention.

E. In order to be elected as a State Council Officer or Chapter Delegate to the State Council, the candidate must be a resident in the Commonwealth of Kentucky may request an exemption by submitting a letter in writing to State Council President and Secretary. The Kentucky State Council reserves the right to approve or deny any request for exemption by a majority vote of the Board of Directors.

3.3. TERM OF DELEGATES. All delegates and/or alternates shall serve for as long as they are elected to their respective State Council Office. If a vacancy occurs, that vacancy should be filled pursuant to the Vietnam Veterans of America, Inc., and reported to the Kentucky State Council in writing as soon as possible.

3 .4. VACANCIES. In the event any delegate shall cease to be a "Member in Good Standing" of the National or State Council Vietnam Veterans of America, Inc., or the local Chapter, he/she represents:

A. That member no longer in good standing according to by-laws, shall be stricken from the Record of Membership and reported to State Council as well as, National Council.

B. If office was held by member no longer in good standing, the Date of Determination of Termination, shall be used as the Date of Office Vacancy, and that position or office be filled by the alternate if one has been chosen.

C. If there is no alternate delegate for position or office vacated, a member in good standing shall be elected pursuant to the rules and regulations herein of the Vietnam Veterans of America, Inc., and change of office reported to the State and National Councils.

### 3.5. PROXY VOTES

Proxy votes will not be permitted.

## ARTICLE IV

### COUNCIL OFFICERS

#### 4.1. ELECTION

The delegates shall elect from membership, a President and First Vice-President, Second Vice-President, Secretary, Treasurer and Member-at-Large Representative. Election shall be by vote upon nominations presented at the first meeting of State Council held in June of each "even number year".

#### 4.2. TERM OF OFFICE

A. Officers elected shall serve a two (2) year term or until the officers seat shall be deemed vacant as prescribed by Section III, 3.4. VACANCIES, of these by-laws.

B. The Chapter has the option of one (1) or two (2) year Term of Office, as prescribed by Section III. 3.3. TERM OF DELEGATES, of these by-laws.

#### 4.3. VACATED OFFICES

A. In the event an officer vacates his/her seat, for any reason, the office he/she held is also vacated. At the next scheduled meeting, "the first order of business" shall be to till the vacated office.

B. Any duly elected officer of the State Council missing more than two meetings in a year without prior excuse or accepted reason by the State Council, will be deemed as having vacated that position.



ARTICLE V

EXECUTIVE COMMITTEE

5.1. PRESIDENT. The President shall be the principal Executive Officer of the Council and subject to the approval of the delegates, he shall:

A. Preside at all Executive Committee Meetings.

B. Appoint all Executive Committee Chairpersons.

C. Execute all instruments or documents authorized for such executive by Council/Chapter except where other persons have been expressly delegated by Council/Chapter of National.

5.2. 1<sup>st</sup> VICE-PRESIDENT. In the absence of, the inability of, or the refusal to act by the President, the 1<sup>st</sup> Vice-President shall:

A. Perform the duties of President, and when so acting, shall have the powers of and be subject all restrictions of those of the President.

B. Perform whatever duties the Council/Chapter may from time-to-time deem necessary.

5.3. 2<sup>nd</sup> VICE-PRESIDENT. The duties of the 2<sup>nd</sup> Vice-President are to take over for the 1<sup>st</sup> Vice-President if office becomes vacant/vacated and assume all duties of that office including the duties of the President's Office if said office was being held by 1<sup>st</sup> Vice-President.

5.4. SECRETARY. The Secretary shall record all proceedings of the meetings of Chapter/Council in a book specifically kept for that purpose. He/she shall perform like duties for the Council Officers, when necessary. In addition, he/she shall:

A. Give, or cause to be given, notice of all regularly scheduled Council meetings at least [arty-five (45) calendar days prior to the meeting. A notice of fifteen (15) calendar days for local Chapter meetings.

B. Written notice of any special meeting shall be given to each Delegate of Council at least twenty (20) calendar days prior to any such special meetings. Notice shall be deemed to have been given upon a first-class mailing to the recipient at their address on file with council.

C. Hold and maintain any and all papers, correspondence, etc., as instructed by Council, the President, and/or the National Constitution.

D. The Secretary shall be the keeper of the Official State Seal.

E. The Secretary shall mail the minutes of State Council within 20 days subsequent to each meeting.

5.5. TREASURER. The Treasurer shall have charge of all funds and securities of the Council and all funds or securities in any way generated, collected or obtained in connection with Council activities, and the Treasurer shall be responsible for funds and securities, and the receipt and disbursement thereof.

A. The Treasurer shall keep full and accurate account\$" of receipts and disbursements in books belonging to Council, shall deposit all monies and other valuable effects in the name and to the credit of the Council in such depositories as may be designated by the Executive Board.

B. The Treasurer shall disburse the funds of the Council as may ordered by the membership and the Executive Board at each meeting.

C. When the Executive Board or the membership so requires an accounting condition of the Council and a full financial report, based on the books and the accounts audited annually by a certified or other public accountant, or an auditing committee, it shall be done. The Treasurer shall send a copy of the Financial Statement to each Chapter by July 15<sup>th</sup>.

D. The President and the Treasurer shall be the only persons authorized to sign checks. The Treasurer shall be bonded at State and Chapter levels.

E. On Chapter level, the President, Vice-President, Secretary or Treasurer will be the only people allowed to sign checks of which one (1) must be bonded.

F. All Chapter Treasurers will forward to State Council Treasurer a copy of yearly financial report and copy of bond or bonding.

5.6. DUTIES OF MEMBER-AT-LARGE. See 3.2.C.

## ARTICLE VI

### MEETINGS OF THE COUNCIL

#### 6.1. REGULAR MEETINGS

A. Regular meetings of the Council shall be held quarterly at a location designated by the delegates and in conjunction with National Board of Directors meetings where possible. The quarterly meeting held in June of each even year shall be designated as the annual meeting.

B. Regular meetings of local Chapters shall be held at least monthly with the election of officers to be held in April.

6.2. SPECIAL MEETINGS. Special meetings of the Council may be called by the President or by petition of twenty-five (25) percent of the regular delegates to the Council. The President of National may call a special meeting of the Council when he/she deems such a meeting to be in the best interests of National.

6.3. RULES OF ORDER. All Council/Chapter meetings shall be conducted in accordance with "Robert's Rules of Order," current edition.

6.4. MANNER OF ACTING. Except as otherwise stated herein, a simple majority vote of those present is sufficient to pass a resolution, action, or otherwise, general business. Each entitled delegate has the power of one (1) vote.

6.5. PROXY VOTES. Proxy votes are not allowed or permitted.

6.6. TIE VOTES. In the event a tie vote should occur, the President shall cast the deciding vote to break the tie for routine State Council business.

6.7. NON-MEMIBERS. The Council/Chapter may establish rules for allowing or disallowing attendance of non-delegates at meetings. National Officers, Board Members, and State Council Officers, who are not delegates, may not be excluded.

## ARTICLE VII

### COUNCIL COMMITTEES

7.1. SPECIAL COMMITTEES. Special Committees may be established at any time by the President, as deemed necessary by the Council, and shall continue until the purpose for their establishment is completed.

7.2. COMMITTEE VACANCIES. The President will assign committee chairpersons when required. Vacancies on any committee are to be advertised in chapter publications.

7.3. SUBCOMMITTEES. The Chairperson or Vice-Chairperson of any committee may make recommendations to the Council for the establishment of subcommittees and the Chairperson of said subcommittee.

7.4. COMMITTEE REPORTS. The Chairperson of each Special Committee shall give a written report of their Special Committee actions at the next Council meeting and continue to do so until there is no longer a need for that committee, at which time the President and Council can call for its dissolution.

7.5. NOMINATIONS COMMITTEE. Nominations Committee shall consist of three (3) members, elected to a one (1) year term at the annual meeting of each odd numbered year.

A. Members of the committee shall not be eligible for any office in the election for which they serve on the Nominations Committee.

8. The committee shall nominate at least one (1) candidate for each office to be filled.

C. The report of the Nominations Committee shall be mailed to the delegates at least forty-five (45) days before the annual meeting.

D. Further nominations may be made by any delegate following the mailing of such report, provided such person signifies his or her willingness to serve.

## ARTICLE VIII

### ANIENDMENTS

8.1. These by-laws may be amended at any regular or special meeting of the Council by a two-thirds (2/3) majority vote of those delegates attending, eligible to vote, providing prior amendment had been presented, in writing, at least one hundred twenty (120) days earlier to the Constitution Committee.

A. The proposed amendment shall be read to the delegates at each regular meeting held prior to its introduction and mailed to each delegate at least thirty (30) days prior.

B. The by-laws may be amended from the floor at the State Convention.

## ARTICLE IX

### EXCLUSIONS

9.1. Under no circumstances shall these by laws supersede the National Constitution of the Vietnam Veterans of America, Inc.