

COUNCIL BYLAWS

NAVY LEAGUE OF THE UNITED STATES, MAYPORT COUNCIL

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ARTICLE I - GENERAL PROVISIONS

- Section 1 In addition to supplementing any Council Articles, these bylaws are intended to supplement the National Bylaws of the Navy League, and regulations governing local councils as promulgated by the Navy League of the United States.

ARTICLE II - MEMBERSHIP

- Section 1 Classes of membership are as established in the National Bylaws. To be eligible for membership in this council, one must be a member of the national organization. No person shall be denied membership due to sex, race, color or religion.
- Section 2 National dues shall be in the amount set by the national organization for each established class of membership; such dues are to be paid directly to the National Headquarters. Council dues are to be established by the council Board of Directors and these council dues shall be paid to the council Treasurer during the month of January of each year.
- Section 3 Members whose national dues payments are current shall be considered Members in Good Standing, and shall have all resulting rights and privileges of membership, including the right to vote and to serve as council Officers and on the council Board of Directors.
- Section 4 An individual's membership shall be terminated for failure to pay required National dues or assessments within 90 days of the due date. In addition, a member may resign national membership by forwarding a resignation in writing to the National Corporate Secretary, with a copy to the council President. Such resignations shall be effective when received by the National Corporate Secretary unless otherwise indicated in the letter of resignation.
- Section 5 Any outstanding person who has shown and expressed unusual interest in this council and who has performed great service to the United States Navy, Marine Corps, Coast Guard, or U.S.-flag Merchant Marine shall be eligible for honorary membership for one year upon unanimous approval of the council board of directors present at a regular monthly meeting. No dues shall be assessed against such honorary members. Honorary members are privileged to take part in all social activities of the council, but shall not be eligible to vote or to hold regular office in the council.

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ARTICLE III - PROHIBITIONS

- Section 1 No officer or member of the council shall undertake, in the name of the council or the Navy League, any action intended to prejudice the aims of and the established policies of the council or the Navy League. Additionally, no member shall communicate with any Department of the United States Government in the name of the Navy League on general policy matters without the approval of the council President and the National President.
- Section 2 No use may be made of the Navy League name, logo, seal, or other symbol or indicia of the League, including lists of members' names and addresses, for any purpose other than direct fulfillment of the mission of the Navy League.

ARTICLE IV - OFFICERS AND DIRECTORS

- Section 1 This council shall have the following elected Officers: President, First Vice President, one or more additional Vice Presidents, Secretary, Treasurer, and Judge Advocate. During the year, the President may propose to the Board any new Vice President required. After Board approval, a confirmation by membership vote at the next meeting will be required.
- Section 2 The Board of Directors shall consist of the Officers, the immediate past President and a minimum of ten elected Directors. After Board approval a confirmation by membership vote at the next meeting will be required.
- Section 3 The Officers and Directors of this council shall be elected for a term of one year or until their successors are elected. The President shall not be elected for more than two consecutive terms.
- Section 4 Officers and Directors shall be elected by a majority of those members present and voting by secret ballot unless there is but one candidate for an office, in which case election may be by voice vote. Elections will be held at the November Meeting. The Installation of Directors and Officers shall be held in January.

ARTICLE V - DUTIES OF THE DIRECTORS AND OFFICERS

- Section 1 The Board of Directors shall control and manage this council's assets and affairs. The Board may adopt Bylaws and regulations or delegate its authority to such other council members, as it so desires. Council Bylaws and amendments must be consistent with National Bylaws and with the policies, purposes and objectives of the Navy League.

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- Section 2 The President shall direct the activities of the council; preside at meetings including those of the Board of Directors; appoint committee chairmen; assure compliance with National Bylaws and Regulations governing local councils; and submit other reports requested by higher authority; represent the council in public affairs and in national, region, and area organization activities. The President shall provide a State of the Council report at the Installation of new officers. Additionally, the President shall ensure an Annual Report is developed and submitted to National Headquarters with copies of this report to the appropriate Area and Region Presidents.
- Section 3 The First Vice President shall assist the President as approved by the Board of Directors. The First Vice President and the other Vice Presidents may serve as chairmen of major committees, and represent the council at events when the council President is unable to attend. The First Vice President shall generally be understudying the duties of the council President.
- Section 4 The Secretary shall maintain council records such as Bylaws, minutes of meetings, election results, an accurate membership roster; handle correspondence as designated by the President; and provide appropriate notice of meetings.
- Section 5 The Treasurer shall maintain all financial records of council funds; establish the council's bank accounts; prepare and oversee the council's budget; submit a monthly report to the Board of Directors; and prepare the financial section of the council's annual report. The monthly report should include: expenditures, income, balances, reserves, and other information required to provide full accounting. Any unbudgeted disbursement of greater than \$5,000 shall be approved by a majority of the Board of Directors. Additionally, the Treasurer shall submit the appropriate non-profit 501 (c) (3) documentation to the State and Federal governments.
- Section 6 The Judge Advocate shall advise the council President and Officers on legal matters affecting the council and interpret Bylaws and Regulations.
- Section 7 In the event of the death, resignation, or removal of an officer, such vacancy shall be filled by approval of the Board of Directors with a candidate proposed by the President at the next regular meeting of the Board or at a special meeting called for that purpose. After Board Approval, a confirmation by membership vote at the next meeting of members is required.

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ARTICLE VI - COMMITTEES

- Section 1 A Nominating Committee shall be established annually. It shall be comprised of the following:
- a. A member appointed by the President in September, and
 - b. Two members selected by the Board of Directors at the September Board of Directors meeting, and
 - c. Two members selected by a vote of the membership at the September Dinner Meeting.
- Section 2 Notice of membership of this Committee shall be announced in September. The report of the Committee shall be made to the membership at least ten days prior to the annual meeting in November. The Nominating Committee shall select at least one nominee for each office and a minimum of 10 individuals as nominees for the Board of Directors. Nominations may be made from the floor at the election meeting. No member of the Nominating Committee shall be eligible for nomination to any elective office.
- Section 3 The President shall appoint the members of such standing committees as may be provided for by the Board of Directors from time to time with such powers and duties as may be delegated by the Board of Directors.
- Section 4 The Board of Directors shall create an Advisory Committee to support the work of the council.

ARTICLE VII - MEETINGS

- Section 1 The Board shall meet at least once each quarter upon call by the President. One-third of the Board of Directors shall constitute a quorum. Upon written request to the President by any three members of the Board of Directors, the President shall call, within three weeks, a meeting of the Board of Directors. Should the President fail to call such meeting so requested within the prescribed time, the requestors may issue such call, reciting the President's failure, and any meeting held pursuant to such call shall be a legal meeting, and its acts and proceedings will be considered as valid and binding as though such meeting had been called by the President.
- Section 2 The general membership of this council shall meet at least once each quarter upon call by the President. The members present shall constitute a quorum.
- Section 3 The Installation of Officers and Directors shall be held in January. At this meeting, the outgoing President, shall deliver a State of the Council to the members.

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- Section 4 Minutes of all meetings of the Board and general membership will be recorded by the Secretary, or an Acting Secretary, and copies thereof provided upon request.
- Section 5 The rules set forth in the current edition of *Robert's Rules of Order Newly Revised* shall govern the council in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or any special rules of order that the council may adopt.

ARTICLE VIII - FISCAL YEAR AND AUDITS

- Section 1 The fiscal year of the council shall conform to that of the Navy League of the United States National Headquarters (the calendar year).
- Section 2 An annual audit shall be conducted by a committee of at least three members (not including the Treasurer) appointed by the President and approved by the Board of Directors. The audit results shall be presented to the Board of Directors prior to the approval of the annual budget.

ARTICLE IX - EXPENDITURES

- Section 1 No money shall be authorized to be expended and no contract or obligation incurred in the name of or on behalf of this council beyond the money actually in hand, appropriated, and set aside for the purpose.

ARTICLE X - GENDER

- Section 1 Whenever the masculine form is used herein, the feminine form is intended to be included.

ARTICLE XI - AMENDMENTS

- Section 1 These Bylaws shall not be amended unless the amendment has been approved by the Board of Directors and subsequently confirmed by a two-thirds vote of the members present at a general meeting. The call for this meeting shall have a 30-day advance notice of the proposed amendment.

ARTICLE XII - ADDRESS

- Section 1 The council shall at all times maintain a post office box as its official address for the receipt of mail.

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ARTICLE XIII - RATIFICATION

Section 1 These Bylaws have been adopted by vote of the Navy League of the United States, Mayport Council on October 18, 2012.
DATE

Section 2 A copy of these Bylaws has been placed in the minutes and records of the council and submitted to National Headquarters.

SIGNED W T Stokowski
PRESIDENT

A true, correct, and complete copy.

ATTEST Deborah Doherty
SECRETARY