

## **ASSOCIATION BY-LAWS**

### **2/3 VIETNAM VETERANS ASSOCIATION BY-LAWS**

First established on August 5, 2005

Amended April 29, 2017

### **THE SECOND BATTALION, THIRD MARINE REGIMENT VIETNAM VETERANS ASSOCIATION AKA: 2/3 VIETNAM VETERANS ASSOCIATION**

#### **ARTICLE I**

##### **NAME**

- 1.) The official name of this group shall be:  
"The 2nd Battalion, 3rd Marine Regiment Vietnam Veterans Association"  
(hereinafter "Association")

#### **ARTICLE II**

##### **PURPOSE**

- 1.) The Association shall be operated for the following purposes:
  - a.) To develop, foster and perpetuate the ideals, comradeship, and professional standards of those who served during the Vietnam War in the following Companies of 2nd Bn, 3rd Marines (2/3), Headquarters and Services (H&S), Echo (E) , Fox (F) ,Golf (G), Hotel (H), and attached or support units.
  - b.) To promote good fellowship among its members and to remember those members who have gone before us.
  - c.) To maintain an official Association website.

#### **ARTICLE III**

##### **MEMBERSHIP**

- 1.) Regular Member: person, living or deceased, who was assigned, attached to or in support of 2/3 while serving in the Country of Vietnam. The Officers of the Association shall determine the units who served or were attached to 2/3.
- 2.) Associate Member: Immediate family member of a regular member.
- 3.) A Regular Member, including an Officer, may be expelled or suspended for improper conduct by two-thirds vote of the Association officers present at any meeting of the 2/3 Association. This can be done only after reasonable opportunity to be heard shall be given the member to be dealt with.

## **ARTICLE IV**

### **DUES**

- 1.) Regular Members shall pay annual dues, the amount of which will be prescribed during the annual business meeting. Paid member will be active from the last day of the current reunion to the last day of the next reunion.

## **ARTICLE V**

### **OFFICERS**

- 1.) The affairs and business of this Association shall be managed by the Officers consisting of the President, Vice-President, Secretary, Treasurer, Representatives from the Companies of 2/3 and the Support/Attached Units. All elected Officers of this Association are entitled to vote with the General Membership with one exception--the President may vote only in the event of a tie.
- 2.) Additional positions that may be required would be a Web Director, Editor of Newsletter, Historian, Sergeant at Arms and Chaplain; any positions created, other than those stated in the first paragraph of this article, will not be considered as Officers. Association Members may be appointed or voted into any additional positions, other than Sergeant at Arms and Chaplain, but do not have voting rights.
- 3.) Election of Officers: The following Officers will be elected by the Regular Membership at the annual business meeting: President, Vice-President, Secretary and Treasurer. These Officers will assume their duties immediately after the Membership Meeting. These Representatives will assume their duties immediately upon being elected.
- 4.) All newly elected officers will meet with any outgoing officer for an easy transition of power before the end of the Reunion.
- 5.) Vacancies
  - A.) In case of death or resignation of the President, the Vice-President shall succeed to the President's unexpired term of office, subject to the same responsibilities given to or imposed upon the President. The President pro-tem will then appoint a Vice-President to his unexpired term of office. In case of death or resignation of the other officers, the President will appoint a successor until the next meeting of the members. In the case of Company and Support Unit Representatives, the units will vote for a replacement.

## **ARTICLE VI**

### **DUTIES OF ELECTED OFFICERS**

#### **1.) PRESIDENT (Non-Voting)**

- A.) The President shall preside at all Association meetings to ensure that they are properly conducted, shall be an impartial and conscientious arbiter of discussions and debates, insist on fairness in the actions and discussions of the members and assure that members are encouraged to join and maintain membership.
- B. Authorize the Association Treasurer or Assistant Treasurer to issue checks for Association debts if such debts are warranted.
- C. The President appoints Committee Chairpersons on a voluntary basis, keeps in contact with other officers of the Association and votes **ONLY** to break a tie.
- D. The President shall serve no more than (2) two consecutive (1) one year terms before having to step down for a minimum of (1) one year prior to seeking the office of President again.

#### **2.) VICE-PRESIDENT (Voting)**

- A.) Presides at meetings in the absence of the President and performs duties assigned to him by the Association.
- B.) In the event of the President's inability to act to perform the duties of the President.
- C.) Keeps a copy of current members.
- D.) Assists President with encouraging new members.
- E.) Other duties as assigned.

#### **3.) SECRETARY (VOTING)**

- A.) Keeps accurate records of all Association meetings
- B.) Gives a report at the Annual Business Meeting of all recordings.
- C.) Posts the minutes of all meetings on the web-site as soon after said meeting occurred.
- D.) Maintains all records for past (10) years.
- E.) Maintains By-Laws and changes thereto.
- F.) Receives and files monthly bank statement (copies) from the Treasurer.

- G.) Forwards copies of By-Law changes and meeting minutes to the Website Director for posting on the Website.
- H.) Will not allow membership information distributed for any business purpose.

#### **4.) TREASURER (VOTING)**

- A.) Issue checks under his signature as authorized by the President or in the event of the President's inability to act then under the signature of the Vice-President for Association debts.
- B.) Keeps accurate records of all financial dealings that concern the Association.
- C.) Gives an annual report to the membership at the Annual Meeting. This report will be in printed form and will be distributed to the Officers and Company Representatives at the Officers Meeting.
- D.) Receives and holds all monies pertaining to the Office of the Treasurer from the Association.
- E.) Reviews and signs all contracts for the Association.
- F.) Collects and holds all membership annual dues of the Association.
- G.) As dues are paid, Treasurer will notify appropriate Company Representative.
- H.) Works in conjunction with the Host Reunion Coordinator regarding expenses and contracts. All expenses for Reunions shall be submitted for review by the Treasurer before any monies can be expended.
- I.) Keeps accurate account of all monies of the Association, maintains the Financial Records in a neat and efficient manner. Provides a Xerox copy of bank statements to the Secretary of the Association as a matter of record.
- J.) Makes available at the Officers Meeting the Association's Financial Records for audit prior to each years Membership Meeting.
- K.) Presents the Financial Report for acceptance at the Annual Membership Meeting of the Association.
- L.) Maintains communication with the Individual Company Representatives regarding any changes to information regarding their Individual Company Members.
- M.) Maintains the Official 2/3 Roster, in Excel Software format, providing copies of the 2/3 Roster to Officers and Company Representatives on an as-needed basis.

- N.) Maintains communication with the Webmaster to process e-mail address changes on the Website.
- O.) This position manages the "Archive Listing" . This list contains names and contact information for persons who are not active paid members. The persons on the Archive Listing do not receive copies of the 2/3 Newsletter. The Archive Listing will only be utilized if someone is looking for contact information on a non-member.

**5.) Company and Support Unit Representatives (Voting)**

- A.) Shall represent their respected units as members of the Association.
- B.) Will bring to the attention of the Board and the general membership all concerns of their individual units.
- C.) Must be on the internet in order to better serve the members of their Company.
- D.) Must keep in touch with the members of their companies, both those on the internet and by mail, those who are not on the internet, as to important issues regarding the Association.
- E.) It is understood that Company Representatives will bear the cost of any mailings, phone calls, etc., as they serve the members of their Companies.

**6.) Additional Non-Voting Position Duties.**

- A.) Sergeant-At-Arms
  - 1.) Will maintain order at meetings assuring that no extraneous talking or activity that is disruptive to meeting.
  - 2.) May, by initiative or direction, be required to caution and/or remove any disruptive person(s) during the course of said meeting.
- B.) Chaplain
  - 1.) Serves as the Association Spiritual Leader.
  - 2.) Notifies the Webmaster of items to be placed on the Bereavement Page of the Website.
  - 3.) Sends Sympathy cards to the family of any current paid member who passes away.
- C.) Web-Director
  - 1.) Creates, maintains and up-dates the Association's Website and Message Board.

- 2.) Receives and processes updates from individual members, officers and company representatives in a timely manner.
- 3.) This position manages the "Archive Listing". This list contains names and contact information for persons who are not active paid members. The persons on the Archive Listing do not receive copies of the 2/3 Newsletter. The Archive Listing will only be utilized if someone is looking for contact information on a non-member.

**D.) Newsletter Editor**

- 1.) Prepares and gathers information to produce an Association Newsletter.
- 2.) Newsletter is mailed to members on the Association's paid member roster.
- 3.) All expenses relating to production and distribution must be pre-approved by the Treasurer.
- 4.) The Newsletter will be published on the Association's website as copyright laws permit.

**E.) Past President**

- 1.) Past Presidents serve as non-voting members of the Officers and Company Representatives Board.

**F.) Assistant Webmaster**

**G.) Assistant Treasurer**

**Article VII**

**MEETINGS**

- 1.) **Membership Meeting:** The annual Membership meeting of the Officers and Members shall be held during the Associations reunion at a date and time directed by the President after consultation with the reunion coordinator.
- 2.) **2/3 Officers Meeting:** The President, Vice-President, Secretary, Treasurer and all Company/Support Unit Representatives shall meet at least 24 hours prior to the Membership Meeting. Items covered will be Treasurer audit, minutes from previous business meeting, and to set agenda for that year's Membership meeting.
- 3.) **Special Meetings:** Special meetings of the members may be called at any time by the President with the consent of a majority of the Officers. The President of the Association shall also call for a special meeting of members whenever so requested by ten (10%) percent of the members entitled to vote. Notice of such meeting, stating the purpose for which it is called, shall be served by mail to each member entitled to vote, not less than fourteen (14) days before the date set for such meeting. Business other than specified in the call may be introduced, but only after the specified business has been completed. Any

other business to be presented must be put in writing and given to the President and/or Officer-In-Charge before said meeting is called to order. This requirement may be waived by the President and/or Officer-In-Charge.

Voting: At all meetings of the members, all questions shall be determined by a majority vote of those present only and not by proxy. All votes shall be given by voice; except on order of the President a vote by show of hands or by ballot may be used. Only Regular Members are allowed voice and/or vote at any meetings. The President may allow an Associate or Honorary Member voice if two-thirds (2/3) of the Officers agree.

## **Article VIII**

### **RULES OF PROCEDURE AND ORDER OF BUSINESS**

- 1.) The latest edition of Robert's Rules of Parliamentary Procedure are hereby adopted and made part of these by-laws.
- 2.) The President may, by a vote of the membership, suspend these rules for a duration or all of any meeting.
- 3.) The following order shall be used in conducting a called meeting of this Association
  - A.) Call to Order
  - B.) Pledge to Flag
  - C.) Opening Prayer
  - D.) Moment of silence for all POW/MIA's from all conflicts
  - E.) Roll Call of Officers
  - F.) Officers' Reports (President, Vice President, Secretary, Treasurer, Company Reps. )
  - G.) Minutes from Last Meeting
  - H.) Old Business
  - I.) New Business
  - J.) Nomination of New Officers
  - K.) Election
  - L.) Presentations for Future Reunion sites
  - M.) Vote for Reunion Site
  - N.) Close of Meeting

## **Article IX**

### **CREDIT CARDS**

- 1.) The Association authorizes the issuance of two (2) Association credit cards for use exclusively for the affairs of the Association. One card each shall be held for use by the Association President and the other card by the Association Treasurer. The issuing financial institution of the card shall be as determined by a majority of the officers so-entitled to vote. Credit card indebtedness shall be timely paid as set forth under the above-assigned duties.

## **Article X**

### **AMENDMENTS**

- 1.) These By-Laws may be amended by a majority vote of the Regular Members at the Annual Membership Meeting provided that the proposed Amendment had been submitted, in writing to the Members, fifteen (15) days prior to the Annual Membership Meeting. Upon consideration of the proposed amendment to the By-Laws, it shall be offered and voted on during the Annual Membership Meeting. Passage of the proposed Amendment(s) shall require an affirmative vote of two-thirds (2/3) of the members present at the Annual Membership Meeting.