

# BYLAWS of the 11th ACVVC

## 11th ARMORED CAVALRY'S VETERANS OF VIETNAM AND CAMBODIA, INC.

[Revised by Peter L. Walter, August 29, 2023] (14)

### **ARTICLE I: NAME**

**Section 1.** The name of this organization shall be "**11th Armored Cavalry's Veterans of Vietnam and Cambodia**", also known as "**11th ACVVC**".

### **ARTICLE II: LOCATION**

**Section 1.** Headquarters –

- (a) The headquarters of the 11th ACVVC shall be in the state of Texas.
- (b) The headquarters of the 11th ACVVC may be redesignated as required if approved by a majority vote of the Officers.

### **ARTICLE III: STATUS**

**Section 1.** The 11th ACVVC shall be incorporated in the state of Texas as a nonprofit corporation for public benefit, [Internal Revenue Service Code 501 (c) (19)] Veterans' Organization.

**Section 2.** The 11th ACVVC shall be a nonprofit, nonsectarian, nonpolitical, nondiscriminatory, veterans organization.

### **ARTICLE IV: OBJECTIVES**

**Section 1.** The objectives of the 11th ACVVC are:

- (a) To improve the overall life of the men who served with the 11th Armored Cavalry Regiment in the Vietnam War,
- (b) To assist our membership whenever possible,
- (c) To continue the camaraderie of the Regiment through reunions, memorial services and communication.

### **ARTICLE V: MEMBERS**

**Section 1.** Types of Membership

- (a) Active membership in the 11th ACVVC is offered to any veteran who served with or was attached to the 11th Armored Cavalry Regiment in the Republic of Vietnam and/or the Kingdom of Cambodia. Dues-paid active members may attend business meetings of the 11th ACVVC, submit proposals, make motions and vote on any motion brought before the membership.

**Section 2.** Dues

- (a) Dues will be \$15 annually or \$50 (14) for a Lifetime membership. (1)
- (b) Dues may be increased or decreased as needed by a majority vote of the Officers.
- (c) No increase or decrease in dues will be retroactive.

### **Section 3. Membership Denial, Suspension and Termination**

- (a) Members who are delinquent in any financial transaction with the 11th ACVVC, including but not limited to the passing of bad checks to the 11th ACVVC are subject to Suspension or Termination of Membership. (2)
- (b) Any member or immediate family member who submits payment to the 11th ACVVC via check or other financial instrument not backed with sufficient funds shall have his membership suspended and attendance at 11th ACVVC functions precluded after two attempts to collect such funds. (3)
- (c) Upon receipt of the full delinquent payment and any outstanding bad check or related charges, the suspensions in Section 3 (b) shall be lifted. (4)
- (d) If the actions described in Section 3 (a) occur a second time, the member's membership shall be terminated for life. (5)
- (e) Directors of the 11th ACVVC can deny or terminate by majority vote, an otherwise eligible trooper, membership in the 11th ACVVC. Examples for denial could be, but are not limited to, known sexual offenders, indebtedness to the organization, or persons who have falsely represented themselves as Officers or spokespersons of the 11th ACVVC.
- (f) If the terminated member is a Life Member, his membership fees will be returned to the person being refused continued membership and his card number will be reissued to a qualified member-to-be.

## **ARTICLE VI: OFFICERS**

**Section 1. Officers.** The Officers of the 11th ACVVC shall be a President, Vice President, Secretary, Treasurer and three Directors.

### **Section 2. Duties (6)**

- (a) **President** – The President shall be the chief executive officer of the 11th ACVVC and shall, subject to the direction of the Officers, supervise and control all of the business affairs of the 11th ACVVC and shall see that all orders and resolutions are carried into effect. The President shall preside at all Officers and business meetings. The President shall be a member of all committees as may be needed. He shall render a condensed annual report to all Officers. He shall obey all lawful orders of the 11th ACVVC and be thoroughly familiar with the Bylaws and rules of parliamentary procedure. He shall be the Official representative of the 11th ACVVC at all functions he attends and will at all times conduct himself in a manner befitting the high office to which he has been elected.
- (b) **Vice President** – In the absence of the President the Vice President shall perform the duties of and be subject to all restrictions upon the President. In the event that the President refuses or is unable to act the Vice President shall assume the office of President pro tempore until the President is formally replaced as per the Bylaws.
- (c) **Secretary** – The Secretary shall keep an accurate record of the minutes of the annual Officers and business meetings and provide copies to the other Officers for their approval within thirty (30) days of the adjournment of these meetings. He shall assemble an agenda for both the Officers and business meetings and provide a copy of the agenda to all Officers not less than thirty (30) days prior to the meetings. He shall read aloud the minutes of the previous meetings at each successive meeting and present the preliminary ballot of candidates at each election. He shall take roll call of the Officers and mark the absentees at all Officers and business meetings and record the name of the member who introduces a motion. In the absence of the President and Vice President the Secretary shall take the Chair, call the meeting to order and preside until the President and Vice President arrives or until a President pro tempore is elected.
- (d) **Treasurer** – The Treasurer shall be responsible for all funds, securities and properties of the 11th ACVVC and for the receipt and disbursement thereof. He shall keep full and accurate accounts of receipts and disbursements in books belonging to the 11th ACVVC and shall deposit all moneys in the

name and to the credit of the 11th ACVVC in such insured depositories as designated by the Officers. The Treasurer shall disburse the funds of the 11th ACVVC as needed or as ordered by a majority vote of the Officers, taking proper vouchers for all disbursements. The <sup>(14)</sup> Treasurer shall render to the Officers and membership at the annual meeting a full financial report based on the books and accounts as audited by the Finance Committee <sup>(14)</sup>. The Treasurer will provide a quarterly financial statement to each Officer showing all receipts and disbursements made to and from all accounts of the 11th ACVVC. The Treasurer must be bonded for an amount not less than the total assets of the 11th ACVVC.

- (e) **Directors.** The Directors are expected to commit themselves to a specific area of interest within the 11th ACVVC or as directed by the President.
- (f) All Officers shall have the right to vote and to debate questions the same as any other member.
- (g) No Officer can be compelled to continue in office against his will. Any Officer may resign his office without the consent of the electing power or the other Officers.
- (h) All Officers shall abide by the By-Laws of the 11th ACVVC and the lawful orders of the assembly. All Officers shall perform the duties of their office to the best of their knowledge and ability and will conduct themselves at all times in a manner consistent with the high office to which they have been elected.
- (i) All Officers, board members and volunteers of the 11th ACVVC must act with honesty, integrity and transparency in all their dealings with each other and as representatives of the organization. The 11th ACVVC promotes a working environment that values respect, fairness, integrity and collaboration.

11th ACVVC Officers, directors, committee members or their family members may not, directly or indirectly, solicit or accept a gift:

- 1) From a prohibited source; or
- 2) Given because of their official position. A prohibited source is any person, company, or organization that has business with the 11th ACVVC, is seeking to do business with or has interests that might be affected by the performance or nonperformance of their official duties.

Any member found to be in violation may be removed from their position by a majority vote of the Officers. <sup>(14)</sup>

## **ARTICLE VII: ELECTIONS**

### **Section 1. Nominations**

- (a) Nominations for officers of the 11th ACVVC may be mailed to the Secretary who will place them on a preliminary ballot.
- (b) Nominations can also be made in person from the floor at the meeting.
- (c) Any nominee not in attendance at the business meeting must have previously submitted to the Secretary a letter of acceptance of nomination as candidate for the office to which he is nominated.

### **Section 2. Elections**

- (a) The President and Secretary shall be elected at the annual meeting in even numbered years to serve a two-year term starting on January 1 of the following year and terminating at midnight, December 31 of the next year. The Vice President and Treasurer shall be elected at the annual meeting in odd numbered years to serve a two-year term starting on January 1 of the following year and terminating at midnight, December 31 of the next year. <sup>(13)</sup>
- (b) One Director will be elected annually to a three-year term after the election in 1995 of three Directors to one, two and three-year terms.

- (c) Officers shall be elected by a majority vote of the dues-paid members in attendance at the business meeting.
- (d) In order to implement paragraph (a), a special election was <sup>(14)</sup> held on August 22, 2015 to elect the President and Secretary to a one year term beginning January 1, 2016 and terminating at midnight, December 31 of 2016. <sup>(13)</sup>

### **Section 3. Vacancies in Office**

- (a) In the event of a vacancy in any office, or inability or refusal to serve, the office shall be filled pro tem by a majority vote of the remaining Officers. <sup>(7)</sup>

### **Section 4. Eligibility**

- (a) Candidates for office must be dues-paid Life members. <sup>(8)</sup>

## **ARTICLE VIII: MEETINGS**

### **Section 1. Annual Business meeting**

- (a) There will be a minimum of one business meeting annually open to the general membership with time, date and location published in advance.
- (b) Attendance and voting privileges at annual business meetings are restricted to dues-paid members.
- (c) A quorum at the annual business meeting will consist of eight or more members other than elected Officers.

### **Section 2. Annual Officers meeting**

- (a) There will be a minimum of one meeting of the Officers annually with time, date and location published in advance.
- (b) A quorum at the annual Officers meeting will consist of five elected Officers.
- (c) Any Officer failing to attend the annual Officers meeting without prior notification of inability to attend will be immediately removed from the office and the office will be declared vacant.
- (d) The annual Officers' meeting will be held prior to the annual business meeting.

## **ARTICLE IX: ORDER OF BUSINESS**

### **Section 1. Officers Meetings**

- (a) Invocation
- (b) Pledge of Allegiance
- (c) Roll Call of Officers
- (d) Reading of Minutes
- (e) Treasurer's Report
- (f) President's Report
- (g) Committee Reports
- (h) Old Business
- (i) Unfinished Business
- (j) New Business
- (k) Good of the Order
- (l) Review of Action Points

(m) Closing Prayer

## **Section 2. Business Meetings**

- (a) Invocation
- (b) Presentation of Colors
- (c) Pledge of Allegiance
- (d) Roll Call of Officers
- (e) Reading of Minutes\*
- (f) Treasurer's Report
- (g) Committee Reports
- (h) Old Business
- (i) Unfinished Business
- (j) New Business
- (k) Elections
- (l) Reunion Site Selection (when required)
- (m) Good of the Order
- (n) Review of Reunion Schedule
- (o) Closing Prayer

\*Reading of the previous year's Business Meeting minutes may be waived by general consent.

## **ARTICLE X: COMMITTEES**

### **Section 1. Standing Committees (9)**

- (a) **Membership** – This committee shall receive and approve applications from individuals wishing to become members of the 11th ACVVC. This committee shall establish procedures to validate an applicant's eligibility.
- (b) **Historical** – This committee shall be responsible for collecting historical information on the 11th Armored Cavalry Regiment from the period of 1 January 1966 to 31 December 1972. This committee shall be responsible for the validation of the authenticity and cataloging of this information.
- (c) **Reunion** – This committee will plan and execute all details of the reunion for which it is responsible. The President, Treasurer and Secretary will be permanent members of this committee.
- (d) **Public Affairs** – This committee will be responsible for promoting and publishing the views and policies of the 11th ACVVC to the public via written and verbal communication with the media.
- (e) **Scholarship** <sup>(10)</sup> - This committee will develop, execute and monitor fund raising activities to support scholarships. This committee will develop the scholarship application and selections process, and ensure that applications are available to eligible applicants. The committee will also establish a cutoff date for scholarship application, recruit a scholarship evaluation committee, notify scholarship winners of selection, as well as coordinate presentation of scholarships. The committee will also verify enrollment of winners and coordinate with the Treasurer to ensure that scholarships are funded.
- (f) **Finance Committee** – The Finance Committee is established as a committee to advise and make recommendations to the 11th ACVVC Board of Directors and the finances of the organization. This includes checking, savings and investment strategies to assure 11th ACVVC is financially secure for the life of the organization.

The duration of the Finance Committee shall be perpetual, effective January 1, 2023.

Membership on the committee shall be no more than five (5) life members who should have expertise in the financial, legal and investment fields of education. The President and the Treasurer of the 11th ACVVC shall be permanent members of the standing committee. Term limits for the members are 2 years (as per our Constitution), staggered for continuity.

The duties and responsibilities of the Finance Committee shall be to submit to the Board, a quarterly financial report of the expenditures and income activities of the organization, with recommendations of future financial activity.

Produce and annual budget and future budgets for placement and movements of monies for the organization.

Make recommendations to the Board for movement of funds in the area of savings, checking and investments as required to enhance our financial condition.

The inaugural members of the Finance Committee are:

- 1) Committee Chairman William Suhre – Legal and Finance Advice, Investments
- 2) President Frank Church – All facets of the committee
- 3) Treasurer Ollie Pickral – Financial Reports, Deposits/Expenditures
- 4) Committee Member Allen Hathaway – Annual Budgets, Internet
- 5) Committee Member Dennis Freeman – IRS Tax Reporting, Financial Advice (14)

**Section 2. Terms of Office**

- (a) Members of standing committees shall serve for a period of two years terminating with the end of the term of the President who appointed them. Any committee member may be reappointed to additional terms. Any committee chairmen or member may be removed from any committee at the recommendation of the President who appointed them or at the completion of the project for which the committee was formed, whichever comes first.

**Section 3. Special Committees**

- (a) The President may appoint special committees, formed for specific purposes within a finite time frame. Chairmen and members of these committees will serve until the end of the term of the President who appointed them or until the completion of the project for which the committee was formed, whichever comes first.

**ARTICLE XI: PARLIAMENTARY AUTHORITY**

**Section 1. Operating rules**

- (a) The rules contained in “Robert’s Rules of Order” (newly revised) shall govern in all cases to which they are applicable, and which are not inconsistent with these By-Laws.

**ARTICLE XII: AMENDMENTS**

**Section 1.** These By-Laws may be amended at any annual business meeting by a two-thirds (2/3) vote of the members present and voting, provided that the proposed amendment has been previously approved by a majority vote of the Officers.

**Section 2.** Any proposed amendment must be received in writing by the Secretary of the 11th ACVVC not later than thirty days before the annual business meeting.

-----  
**President**

-----  
**Vice-President**

-----  
**Treasurer**

-----  
**Director**

-----  
**Director**

-----  
**Director**

-----  
**Secretary**

Record of Amendments

1. *Amendment approved by majority vote of the Officers on 4 Aug. 2000 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article V, Section 2, (a), Dues]*
2. *Amendment approved by majority vote of the Officers on 12 Sept. 1998 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article V, Section 3, (a), Membership Denial, Suspension, Termination]*
3. *Amendment approved by majority vote of the Officers on 12 Sept. 1998 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article V, Section 3, (b), Membership Denial, Suspension, Termination]*
4. *Amendment approved by majority vote of the Officers on 12 Sept. 1998 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article V, Section 3, (c), Membership Denial, Suspension, Termination]*
5. *Amendment approved by majority vote of the Officers on 12 Sept. 1998 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article V, Section 3, (d), Membership Denial, Suspension, Termination]*
6. *Amendment approved by majority vote of the Officers on 30 April 1999 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article VI, Section 2, Duties]*
7. *Amendment approved by majority vote of the Officers on 30 April 1999 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article VII, Section 3, (a), Vacancies in office]*
8. *Amendment approved by majority vote of the Officers on 30 April 1999 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article VII, Section 4, (a), Eligibility]*
9. *Amendment approved by majority vote of the Officers on 4 August 2000 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article X, Section 1, Standing Committees]*
10. *Amendment approved by majority vote of the Officers on 12 September 2012 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article X, Section 1, (e), Scholarship]*
11. *Amendment approved by majority vote of the Officers on 12 September 2012 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article X, Section 1, (f), Operation Embrace]*
12. *Amendment approved by majority vote of the Officers on 12 September 2012 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Bylaws of the 11th ACVVC, Revision of grammar, formatting, correction of typos, etc.]*
13. *Amendment approved by majority vote of the Officers on 19 August 2015 and by a two-thirds (2/3) vote of the members present and voting at the following Annual Business Meeting. [Article VII, Section 2, Elections (a), (d)]*
14. *Amendment approved by majority vote of the Officers on 29 August 2023 and by a two-thirds majority (2/3) vote of the members present and voting at the following Annual Business Meeting. [Revision of grammar, formatting, correction of typos, etc.]*