

Constitution and By-Laws**America Division****Veterans Association**

These By-Laws were voted on and approved by the Executive Council and the General Assembly, to be effective as of July 1, 1996.

This Constitution and By-Laws supersede all previous By-Laws and amendments enacted by this organization.

Constitution**Preamble**

We, the Officers and Enlisted Persons on active duty or who having been honorably discharged or released from active duty with the Armed Forces of the United States of America, and having served honorably with the America Division, do unite to establish a permanent organization which shall be known as the America Division Veterans Association, incorporated under the laws of the Commonwealth of Massachusetts.

Article I**Objectives**

The objectives of this organization are fraternal, patriotic, historical, social, and beneficial; to preserve and strengthen comradeship among its members; to maintain true allegiance to the government of the United States of America, and fidelity to its constitution and laws; to honor its flag, to foster true patriotism; to maintain the institutions of American freedom; to preserve and protect the United States from all her enemies, whomsoever; to perpetuate the memory and history of our dead; and to maintain the history of the America Division.

Article II**Organization**

Section 1: This organization hereinafter referred to as "The Association", shall consist of a National Headquarters which shall be located in the vicinity of Boston, Massachusetts and such subordinate chapters as may be authorized within the United States of America.

Section 2: A. Should the organization dissolve for one reason or another, the assets are to be converted into cash.

B. These moneys to be placed in the America Division Scholarship Foundation and used at the discretion of the Trustees of such fund.

Article III**Amendments**

Section 1: This constitution may be amended through the use of the official ballot at the annual election, by a majority vote of the individual active members in good standing.

Section 2: Amendments shall be made in writing and submitted to the National Adjutant who shall forward the proposal to the Executive Council. The Executive Council shall study the proposal prior to presenting it to the general membership.

Section 3: Amendments to these By-Laws must be submitted not later than February 1st of each year.

By-Laws

Article I

Membership and Voting Rights

Section 1: Classes of Membership: There shall be three (3) classes of members- ACTIVE, HONORARY, and ASSOCIATE. Only active members shall have the right to vote. No person who obtains membership in this Association shall be permitted to retain such membership if their military service past or present, is other than honorable, or if that person is engaged in un-American activities.

Section 2: Eligibility Requirements:

A. Active membership: Any officer or enlisted person , who has honorably served with the Americal Division, Task Force 6814, Task Force Oregon, and any other unit of the Army, Navy, Marine Corps, or Coast Guard, who were attached with or assigned to and served with the Americal Division for a period of thirty (30) days or more shall be eligible for active membership upon submission of proper application and payment of appropriate fees and dues that may be established. No application for membership need be submitted to the General Assembly unless one (1) or more members in good standing raise an objection to the applicant being received into membership of this Association.

B. Honorary Life Membership: May be awarded to an individual who has served with distinction in the Americal Division or the ADVA. Life Membership shall be automatically awarded to Medal of Honor veterans of the Americal Division. Members receiving this award shall retain their right to vote. This award shall be made on the approval of the National Commander and the National Executive Council.

C. Associate Membership: Any person recommended by an active member in good standing may be eligible for Associate Membership who is not otherwise eligible for Active Membership. A person that has rendered outstanding service to the Americal Division maybe awarded an Honorary Associate Membership. Applications must first be submitted to the National Adjutant and approval given by the National Executive Council.

D. Associate membership shall not exceed ten percent (10%) of active membership as of January 1st of each year.

Section 3: Right to Vote: Active members in good standing only shall have the right to vote.

Section 4: Right of office: Only active members in good standing shall have their right to hold elective or appointive office, to serve on committees or other administrative bodies that may be established.

Section 5: Application for Membership: Application for membership, except Honorary, shall be submitted on an approved form, completed in full and signed by the applicant, and shall be accompanied by such fees and dues applicable to the period in which the application is made. No person convicted of a felony or who supports the violent overthrow of the government of the United States, or any of its subdivisions thereof, shall be accepted for membership.

Section 6: Suspension or Expulsion: Any member who has been suspended from office or expelled from the Association for any just cause may be considered for reinstatement upon appeal to the Chairman of the National Executive Council, who shall study the causes for expulsion and make his recommendation to the National Executive Council asking for their vote in writing.

Section 7: Causes for Suspension or Expulsion:

A. Any officer of this Association, elective or appointive, may be suspended from office and expelled from the Association for failure to carry out the duties of their office, violation of their oath of office, continued absence, unauthorized or misuse of Association funds or property, conduct unbecoming their office, bringing discredit upon the good name of the Association, failure to pay assessments and dues collected, and any and all other actions detrimental to the Association, or failure to comply with the Constitution and By-Laws of the Association.

B. When found delinquent in their office, the individual concerned shall be notified by USPS certified mail of their contemplated suspension. This notice is to be signed by both the National Commander and the National Adjutant, and it shall request the individual to resign, or appeal to the National Executive Council, showing cause why he or she should not be removed.

C. All Officers who are removed from office by the National Executive Council shall not have the right of appeal.

Section 8: Oath:

A. "I _____, do solemnly swear or affirm that I shall bear true faith and allegiance to the United States of America, to the governments of its component states and municipalities, and to be ready to defend the same against all their enemies whomsoever.

B. "I, _____, do further swear or affirm that I shall abide by the Constitution and By-Laws of this Association and shall carry out my assigned duties to the best of my ability, so help me God."

C. The Oath of Office shall be taken orally or in writing by each elected officer or member of the Executive Council for each term of office. The Oath of Office shall be taken no later than July 31 following the election. The Oath of Office shall be administered and documented by the Nominating Committee or its designee(s). Such documentation shall be submitted to the National Adjutant upon completion. (2004)

Section 9: Dues, Fees, Assessments, and Funds:

A. The National Executive Council, may on the advice of the National Commander, National Finance Officer, and the National Adjutant, fix the dues, fees, and other assessments necessary to balance the budget and make the Association financially sound.

B. Annual dues shall become payable on January 1st, May 1st, and September 1st as assigned by the National Adjutant. The month is determined by the date membership application is accepted.

C. All fees and assessments shall become due upon demand.

D. Membership records shall be posted to show the date of payment and the date of expiration, and all membership credentials shall show the appropriate dates of membership.

E. Any member shall petition in writing to the Chairman of the National Executive Council for approval to solicit funds.

Section 10: Right of Redress:

A. All active members in good standing shall have the right of redress to the National Executive Council for any action by this Association or its Officers.

B. Any such petition shall be submitted in writing, stating all the facts of the case, including any evidence or witness to the complaint, to the Chairman of the National Executive Council, who shall present the petition to the National Executive Council. The Executive Council members shall be required to register their vote in writing.

Article II

National Officers

Section 1: National Executive Council:

- A. The National Executive Council shall be an elective body consisting of not less than seven (7) members nor more than eleven (11) members, excluding Chapter Commanders, elected every two years. (1999)**
- B. The elected Chapter Commander of each chapter shall automatically become a member of the Executive Council.**
- C. The Council shall have a Chairman and a Recorder who shall serve as clerk. The member receiving the majority vote shall serve as Chairman. For any reason the member with the majority vote should refuse, the member with the second most votes, and so forth, shall be the designated Chairman. In the event of a tie vote, a flip of a coin shall decide the Chairman. The Recorder shall be elected from within the Executive Council.**
- D. The term of office for each member elected to the Executive Council shall be for two (2) years. A member shall be eligible for re-election not to exceed four (4) consecutive years in office. After four consecutive years in office followed by a break of two years, a member shall be eligible for re-election. (1999)**
- E. Vacancies on the Council shall be filled by the National Commander.**
- F. The National Executive Council shall serve primarily as the monitoring and advisory board of the Association.**

Section 2. Duties of the National Executive Council:

- A. Approve a yearly budget for the Association, and to approve non-budgeted expenditures.**
- B. Inspect and audit books of all funds of the Association.**
- C. To cause additional assessments and fees as may be necessary to meet the obligations of the Association.**
- D. To handle all appeals, petitions, and recommendations of any nature pertaining to the Association from active members and officers of the Association.**
- E. When found necessary, to take such action to suspend from office or expel from membership and elective or appointive officer or other member for just cause after investigation and review.**
- F. On all issues requiring the vote of the National Executive Council, the Chairman shall write to all Executive Council members, stating the question and enclosing a ballot. The ballot is to be signed and returned to the Chairman. A two-thirds vote shall be required to carry the question.**

Section 3: National Officers (Elective):

- A. The elective officers of the Association shall consist of the following: 1. Commander, 2. Senior Vice-Commander, 3. Junior Vice-Commander.**
- B. The term of office for each elective officer shall be for two (2) years. After a break of two years, an elective officer shall be eligible for re-election. (1999)**

Section 4. National Officers (Appointive):

- A. The appointive officers of the Association shall consist of the following: 1. Adjutant, 2. Historian, 3. Historian, Vietnam, 4. Sergeant-At-Arms, 5. Finance Officer, 6. Chaplains, 7. Editor-in-Chief, Newsletter, 8. Editor, Vietnam, 9. Museum Curator, 10. Chapter Coordinator, 11. Judge Advocate.**
- B. The term of office for each appointive officer shall be for one (1) year.**

Section 5. National Officers (Eligibility):

A. All active members in good standing shall be eligible for any office in this Association, provided that the member has not previously been suspended from office.

B. No member shall hold more than one (1) elective office at the same time, but they may hold one (1) appointive office at the same time, providing that one office does not conflict with the other office.

C. All officers, when duly installed, shall serve during the period which elected or appointed until the next election and installation of officers. Officers shall be considered duly installed when they complete the Oath of Office. (2004)

Section 6: National Officers (Duties): The following duties shall be the responsibility of each officer holding office in this Association and shall be governed by these By-Laws and Constitution.

A. National Commander. 1. Preside at the General Meetings of this Association. 2. Insure that all business matters are handled in an efficient manner. 3. Appoint committees, fill vacancies, and insure that the Association has the necessary personnel, equipment, and supplies to conduct its business. 4. Check all records and reports submitted by the officers and committees and assure that they are in the proper order and properly signed. 5. Supervise all activities of the Association and cooperate with Executive Council and perform such other duties as may be required of this office. 6. Be Chairperson, Ex-Officio, of all national committees. 7. Send a letter of condolence to the spouse of all deceased members. 8. Submit an annual budget to the National Executive Council.

B. National Senior Vice Commander. 1. The Senior Vice Commander shall preside in the absence of the Commander and shall assist the Commander in the performance of the duties of that office. 2. Be Chairperson of the Membership Committee and conduct such programs to obtain new members and retain present membership. 3. Perform other duties as may be required of this office.

C. National Junior Vice Commander. 1. The Junior Vice Commander shall preside in the absence of both the commander and Senior Vice Commander. 2. Perform such duties as may be required of his office.

D. National Finance Officer. 1. The finance Officer is to receive, hold, and disperse all funds of this Association. The Finance Officer shall be responsible for the safekeeping of all funds, securities, financial records, and any other items concerned with the moneys of this Association. Incoming moneys shall be banked promptly and all authorized debts paid and receipts obtained. 2. The Finance Officer shall be bonded by the Association in a sum to be determined by the Executive Council. 3. The Finance Officer shall open the books and records to the Executive Council. He shall act as Financial Advisor to any committee or other body of this Association who may be dealing with Association funds. 4. Perform such other duties as may be required of this office. 5. Shall not honor any request for payment of non-budgeted items.

E. National Chaplains. 1. The Chaplains are to provide spiritual guidance and other services required by the Association and its members. This shall include sending a letter of condolence to the spouse of a deceased member. 2. Chaplains may be appointed for each religion in the membership.

F. National Adjutant. 1. The National Adjutant is to handle all the administrative business of the Association and shall keep books, records, files, and correspondence pertaining to the Association. 2. Keep in a proper file all applications and records of each and every member. 3. Notify all members of dues, fees, and assessments due for payment and shall issue such receipts as necessary. 4. Make and keep records of all General Meetings and other business meetings as required. 5. Maintain a roster of all departed comrades. 6. Be custodian of all property of the Association and insure that such property is safeguarded and properly utilized. 7. In case none of the Commanders are present, the Adjutant shall preside and will designate an acting Adjutant. 8. Perform such duties as shall be required of this office by the laws of the Association or on orders from a competent authority. 9. Transfer to the successor, without delay, all records and property of the Association under his control.

G. National Historian: 1. The National Historian is to maintain from records and data submitted to him a true history of this Association and of the Americal Division.

H. National Sergeant-At-Arms: 1. The National Sergeant-At-Arms shall assist the Adjutant in those duties and shall act as assistant custodian of Association property. 2. Shall at the beginning of every General Meeting have the Colors posted, before taking a position at the entrance of the meeting place. 3. During the period the meeting is in progress, admit no one except members in good standing or such invited guests and other persons authorized by the presiding officer. The Sergeant-At-Arms shall escort and present to the presiding officer and invited or distinguished guest. 5. At the close of each meeting assure that all property is safeguarded and secured in a proper place.

J. National Judge Advocate 1. the National Judge Advocate shall be the legal advisor to the Association and shall advise the Commander and other officers on all legal matters concerning their office. 2. Have a copy of the constitution and By-Laws in his or her possession and shall rule on the Constitution and By-Laws and the proper conduct of business during each meeting. 3. Perform such other duties as may be required by this office.

Article III

Committees

Section 1: Organization:

A. There shall be two (2) classes of committees to be known as: 1. Standing 2. Temporary.

B. Standing committees are of a permanent nature and are established by these By-Laws.

C. Temporary committees shall be appointed by the National Commander when deemed necessary to carry out the business of this Association.

Section 2. Function and Purpose: The Membership Committee, under the Chairmanship of the Senior Vice-Commander, shall be charged with the organization and operation of the membership program for the purpose of recruiting new members, the retention present members, and to establish qualifications, records, and credentials. This committee shall, on the recommendation of the Commander, investigate applications for membership and shall notify the Commander on all applications rejected for just cause.

Article IV

Nominations and Elections

Section 1. Nominating Committee:

A. A Nominating Committee comprised of not less than five (5) members appointed by the National Commander and approved by the National Executive Council.

B. The Nominating Committee shall present a slate of officers to the National Adjutant by February 1st. The National Adjutant shall verify the eligibility of the Nominated members.

C. Further nominations for the National Executive Council shall be submitted to the National Adjutant no later than February 1st. Nominations of candidates for the National Executive Council must be endorsed by fifteen (15) members in good standing.

D. The biannual balloting for the election of officers shall be at the direction of the Nominating Committee and shall be held between March 1st and June 30th. The results of the ballot count shall be posted to the National Adjutant within seven (7) days of the tabulation. (2004)

- E. Members nominated for the National Executive Council shall have their names drawn for position on the ballot.
- F. The plurality of votes cast by members voting the election shall decide the election.
- G. The term of office for elected officers and Executive Council members shall begin on July 1 following the election. The term of service for appointed officers shall begin immediately upon appointment by the National Commander. (2004)

Section 2. Notifications.

- A. The Nominating Committee shall notify each nominee of the intention of placing the nominee on the ballot. The Nominating Committee shall ascertain that the nominee agrees to be on the ballot and will serve the post before placing the nominee on the ballot. (2004)
- B. The Nominating Committee shall notify each nominee, the National Commander, and the Chairman of the Executive Council of the results of the ballot count within fifteen (15) days of the tabulation of the ballots. (2004)

Article V

Chapters

Section 1: General:

- A. Individual groups of members in good standing, to number not less than ten (10) will be authorized to form a local chapter under the Constitution and By-Laws of this organization.
- B. Each Chapter so formed shall abide by the laws and regulations of the Association and decisions rendered by the National Executive Council.
- C. Each Chapter shall consist of not less than three (3) elected officers who will be designated as follows: 1. Commander 2. Secretary/Treasurer 3. Sergeant-At-Arms 4. Chaplain
- D. If additional officers are required by the chapter, the chapter Secretary shall request, in writing to the National Adjutant. The request shall be forwarded to the National Executive Council for approval.
- E. Chapter Commanders may appoint as many committees as deemed necessary to conduct the business of the Chapter.

Section 2. Procedures:

- A. To organize a Chapter, a request in writing must be submitted to the National Adjutant for review by the National Executive Council and must contain the following information: 1. Name, address, and card number of ten (10) members. 2. Name of each proposed officer. 3. The designated name or title of the proposed Chapter. 4. The mailing address of the proposed Chapter.
- B. The above request shall be signed by both the Chapter Commander and the Secretary.
- C. Chapter may be identified by the following: 1. Name of a deceased American veteran. 2. Name of locality in which Chapter is located.
- D. Upon approval by the National Executive Council, a Charter shall be issued to the new Chapter.

Article VI

Alcohol Usage

Section 1. The policy of the Americal Division Veterans Association is that no alcoholic drinks shall be dispensed, sold, or otherwise distributed by the Association or its members in any hospitality room, official functions or at any other function of the Association. Previous arrangements shall be made to have the entity where the meetings are held dispense and charge for alcohol provided.

Article VII

Miscellaneous

Section 1: Nothing herein constitutes members of the Association as partners for any purpose. No member, officer or agent of this Association shall be liable for the acts or failure to act under this Constitution and By-Laws, excepting only acts or omissions to act arising from willful misfeasance. Nothing herein shall constitute any liability for acts or omissions committed by any entity associated with the Association. Each such activity stands alone and is governed by its Constitution and By-Laws, Charter, or agreements.

Article VIII

Rules of Order

Section 1. A. the official reference and guide for the proper conduct of business meetings ceremonies, and such other business of the Association shall be governed by the "Roberts Rules of Order".

B. The latest edition of the above reference shall always be utilized and shall be in the possession of the Judge Advocate during all business sessions.

C. The term, General Assembly, shall mean the general business meeting held within the annual National Convention.

Revised and submitted in the year 1996 by the Constitution and By-Laws Committee. PNC Peter J. Messina, PNC James C. Buckle, Nat. Fin. Off. Joseph B. Chin

Voted and passed at the General Assembly at the National Convention, Reno, NV, 22Jun96.

[Amended 1999 and 2004. Amendments are indicated by the year of the amendment following the change.]