

NARFE Chapter 1169 *ByLaws*

Article I. CHAPTER MEMBERSHIP and DUES

Section 1.1 Eligibility. Any person eligible to join the National Active and Retired Federal Employees Association shall be eligible to join Chapter 1169.

Section 1.2 Dues. Chapter dues have been initially established as \$5.00 per year. Changes to the amount may be proposed at any regular meeting, but shall not be effective unless approved by a majority in attendance at a subsequent meeting. Notice of a proposed change shall be provided in writing to all members in good standing at least 15 days before the meeting at which the final vote is taken.

Any Chapter procedure relating to dues or contributions must contain this statement "Dues payment and gifts or contributions to NARFE are not deductible as charitable contributions for federal income tax purposes."

The Chapter shall offer a Chapter Life Membership to any of its members in good standing, provided that those members are already National Life Members. Those members who elect this option shall pay a one time fee to the Chapter equal to 25% of the cost of National Life Membership. Upon payment of this fee, no further Chapter dues shall be required of that member. The Life Chapter Membership shall not be transferable to another Chapter, but shall be refundable to the member less the cumulative annual dues should the member transfer.

Those who meet the following criteria may have their Chapter membership dues waived upon request. National NARFE membership is a prerequisite:

Members who attain the age of 80 years.
Spouses of any Chapter member
Surviving spouses of deceased Chapter members

Article II. MEETINGS

Section 2.1 Regular Chapter Meetings. Regular meetings of Chapter 1169, National Association of Retired Federal Employees, shall be held at a time and place that shall be determined (and may be changed) by a majority vote of the membership present at a regularly scheduled or Special meeting. Meetings shall be held on even numbered months (February, April, June, August and October) unless a meeting is omitted by previous chapter vote or by action of the Chapter executive committee, with due and reasonable notice to members. The December meeting will be optional. Each year the annual meeting shall include the issue of holding the December meeting. The regular meeting in October shall be the annual meeting. All members shall be notified of any change in the meeting place prior to the change taking place unless unusual circumstances exist. Notice may be in writing, by telephone, on a Chapter web site, or by publication in a local newspaper.

Section 2.2 Special Chapter Meetings. Special meetings shall be called by the Chapter president when necessary, or upon written request of 10% of the Chapter's voting members. Notice of all special meetings shall be given to each Chapter voting member at least seven days before such meeting, either in writing or by telephone.

Section 2.3 Directors Meetings. Directors shall meet at least annually to review Corporation financial data, propose an annual budget and discuss other pertinent issues. The annual meeting (and any others which occur) may be combined with any Chapter meeting. Each Director shall be informed of any Directors meeting.

Section 2.4 Quorum. A quorum for conducting Chapter business shall consist of 10 percent of the Chapter's voting members, but less than a quorum may adjourn to meet on a future date, of which due notice shall be given to each voting member. A quorum for conducting Corporation business shall consist of the majority of Directors.

Section 2.5 Voting. The vote of a majority of the members present at a regular or special Chapter meeting at which a quorum of members are present shall be the act of the Chapter. The vote of a majority of the Directors present at a meeting with a quorum of Directors present shall be the act of the Board of Directors.

Article III. ORDER OF BUSINESS

The order of business of all regular Chapter meetings shall be:

1. Call to order
2. Invocation (or moment of silence)
3. Pledge of allegiance
4. Introduction of new members
5. Reading of the minutes
6. Officer reports
7. Committee reports
8. Unfinished business
9. New business
10. Announcements
11. Program
12. Adjournment

The President or Presiding Officer at a meeting may vary the order of business with the agreement of all members in attendance.

Article IV. BOARD OF DIRECTORS AND OFFICERS

Section 4.1 Powers. The Board of Directors shall exercise all such powers of the Corporation and do all such lawful acts and things as are not by statute or by the Certificate of Incorporation or by these Bylaws specifically reserved to the members. The

business and affairs of the Corporation shall be managed by the Officers of the Corporation with the guidance of the Board.

Section 4.2 Qualification. Any member of the Chapter in good standing is eligible to serve as a Director or Officer of the Corporation upon election.

Section 4.3 Compensation. Officers and Directors shall serve without compensation. This provision shall not prohibit reimbursing Officers, Directors, or members for documented expenses if authorized by the Board of Directors or by membership vote at any Chapter meeting. All such authorizations shall be included in the minutes of the meeting where the authorization occurred.

Section 4.4 Number. The Corporation shall have four (4) officers who also shall serve as Directors. Additional Directors may be proposed and elected at any regularly scheduled meeting provided written notice of that intent is provided to all members at least 15 days prior to the meeting.

Directors

Section 4.5 Election and Term. Each person named in the Certificate of Incorporation shall serve as a member of the initial Board of Directors until the next annual meeting of members (after incorporation) and until his or her successor shall have been elected or until his or her earlier resignation, removal or death. At the next annual meeting of members and at each annual meeting thereafter, the members shall elect officers to hold office until the next succeeding annual meeting. Each officer shall also serve as a Director, and shall hold office until his or her successor shall have been elected or until his or her earlier resignation, removal or death. A Chairman of the Board may be elected or appointed by the members of the Board of Directors from time to time.

Section 4.6 Resignation and Removal of Directors. A Director may resign at any time upon written or oral request to the Corporation. Furthermore, any Director or the entire Board of Directors may be removed, with or without cause, by a vote of the majority of the members entitled to vote for the election of Directors.

Section 4.7 Vacancies. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors. A Director appointed to fill a vacancy shall hold office only until the next annual election of Directors by the members.

Section 4.8 Chairman of the Board. The Chairman of the Board, if one is elected, shall preside at all meetings of the Board of Directors and shall have such other duties and authority as may be conferred by the Board of Directors.

Officers

Section 4.9 Officers. The officers of the Corporation shall consist of a President, a Vice-President, a Secretary and a Treasurer, each of whom shall be elected by the members at

the annual meeting. Each officer shall hold office until his or her successor shall have been elected or until his or her earlier resignation, removal or death. The duties of any office that is vacant shall be performed by a person appointed by the Board of Directors until the office is filled.

Section 4.10 Resignation and Removal of Officers. An officer may resign at any time upon written or oral request to the Corporation. Furthermore, any officer or officers may be removed, with or without cause, by a vote of the majority of the members entitled to vote for the election of Directors.

Section 4.11 Duties. The officers of the Corporation shall have the following duties:

A. President. The President shall have general and active management of the business and affairs of the Corporation, subject to the direction of the Board of Directors. If a Chairman of the Board is not elected, the President shall preside at all meetings of the Board of Directors.

B. Vice President. The Vice President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President. He or she also shall perform whatever duties and have whatever powers the Board of Directors may from time to time assign him or her.

C. Secretary. The Secretary shall keep accurate records of the acts and proceedings of all meetings of the members, Officers, and Directors. The Secretary shall give all notices required by law and by these Bylaws. In addition, the Secretary shall have general charge of the corporate books and records. The Secretary shall have general charge of the membership records of the Corporation and shall keep a record of the members showing the name, address, telephone number and electronic mail address of each member when that information is known. The Secretary shall sign such instruments as may require his or her signature and, in general, shall perform all duties as may be assigned to him or her from time to time by the President or the Board of Directors.

D. Treasurer. The Treasurer shall have custody of all corporate funds and financial records, shall keep full and accurate accounts of receipts and disbursements and render accounts thereof at the monthly meetings of members and the annual Corporation meeting, and shall perform such other duties as may be prescribed by the President or the Board of Directors. The Chapter may by resolution require the treasurer to give bond for the faithful performance of his or her duties. The expense of obtaining a bond shall be paid from Chapter funds.

Article V. COMMITTEES

Section 5.1 Executive. There shall be an executive committee of which the Directors shall be members. The Executive Committee shall exercise such functions as the Chapter may prescribe.

Section 5.2 Membership. A membership committee may be appointed by the president. It shall be the duty of the members of this committee to urge everyone in the area eligible

for membership, as set forth in the national bylaws, to join the Association and the Chapter. All members are, by virtue of Chapter membership, members of this committee.

Section 5.3 Legislative. A legislative officer may be appointed by the president to: a) keep abreast of state and national legislative matters concerning federal civil annuitants and prospective annuitants, and b) to make recommendations for action to the Chapter, the federation and the Association.

Section 5.4 Others. The President may also appoint a service officer, a public relations officer, a sunshine committee (to visit the sick and look after the welfare of individual members), an auditing committee, a nominating committee and such other committees as deemed desirable. The President shall be an ex officio member of all committees except the Audit and Nominating Committees.

Article VI. RECORDS

Records of the Corporation shall consist of Corporation and Chapter Meeting Minutes, Financial Reports, Documents of Incorporation, Letters sent under color of the Corporation or Chapter, and other correspondence directed to or from the Corporation or Chapter. Records of the Corporation shall be retained for a minimum of three (3) years, or longer if required by statute. Upon change of officers, corporate records held by outgoing officer(s) shall be turned over to the incoming officer(s) upon assumption of office. All such records shall be available for membership viewing upon written request.

Form correspondence such as that sent by the State Federation or National Headquarters to all Federation Chapters are excluded from this Article because of bulk

Article VII. AFFILIATION WITH STATE FEDERATION

This Chapter shall be affiliated with the Mississippi State Federation of Chapters, subject to the constitution and bylaws of that body.

Article VIII. PARLIAMENTARY AUTHORITY

The provisions of *Roberts Rules of Order, Newly Revised* shall govern Chapter business in all matters not in conflict with the Chapter bylaws or the Association's Articles of Incorporation and National Bylaws.

Article IX. AMENDMENTS

An amendment to these Bylaws may be enacted by concurrence of a majority of the voting members present and voting at any regular business meeting, provided written notice of the proposed amendment was sent to all Chapter voting members not less than 15 days before the meeting at which the vote is taken. A copy of the amended bylaws shall be provided to the National Association and the State Federation.

Oz Eckhoff
Chapter Secretary

Date

Revision 3.1 as adopted during the Dec 2001 meeting, modified to meet National requirements.
Revision 5 as adopted during the June 2006 meeting.