



**The By-Laws of the  
Vietnam Veterans of America Inc.  
Space Coast Chapter 1096**

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## DECLARATION OF PRINCIPLES

**WE**, the veterans who served during the Vietnam War, who embraced through sacrifice and service to country the most fundamental and cherished bonds of our democracy, reaffirm that commitment to spirit and ideals, accepting it as the solemn responsibility of our survival, to bear the burden of what has been, so that tragedy once endured can never be forgotten.

**AND** so do we resolve that the true measure of our worth as citizens, as veterans, and as patriots be found in our willingness to draw from and abide by these strengths and convictions born of heritage and experience.

**TO HOLD** that a sacred and binding contract exists between governors and governed, with the latter recognizing an obligation of compulsory foreign or domestic service equitably shared by all, and the former morally obligated to implement foreign and domestic policies that are clear, consistent, and reflective of the will of the people.

**TO HOLD** further, that the contract extends to post obligatory service with the Nation, bound whenever and wherever appropriate to the prompt delivery of compensation to individuals or survivors in direct proportion to sacrifice and service rendered.

**TO HONOR** with dignity the sacred memory of the war dead, and so in dignity, ensure that the lasting legacy of the fallen is responsibility toward, not exploitation of, their sacrifice.

**TO STAND** for cooperation, dialogue, and friendship among the nations of the world community, with full respect and support of those principles central to our national life.



## **ARTICLE I – NAME**

**Section 1 – General:** The name of this body shall be VIETNAM VETERANS OF AMERICA, INC. SPACE COAST CHAPTER 1096, a not-for-profit corporation organized under the laws of the State of Florida, hereinafter referred to as Space Coast Vietnam Veterans of America Chapter 1096.

**Section 2 – Establishment:** The chapter is hereby established in accordance with the Constitution, By-Laws and Resolutions of the Vietnam Veterans of America, Inc., a not-for-profit veteran’s service organization incorporated in the state of Florida and established by an Act of Congress of the United States of America, hereinafter also referred to as the Corporation.

## **ARTICLE II – PURPOSES**

The Chapter is formed to provide a formal, unified, and democratic body representative of those at-large members of the Vietnam Veterans of America, Inc., located in the Space Coast of the state of Florida. The purpose of the Chapter shall be to promote and enforce the principles and policies of the Vietnam Veterans of America, Inc., as set forth in its National Constitution and the State of Florida and in the rules and resolutions and the Code of Disciplinary Procedures of the Corporation; and to promote and enforce the By-Laws, rules and resolutions of the State Council. The Chapter shall represent the interests of its Chapter Members at the State Council and with VVA National Headquarters. It shall through the establishment of policy and the exchange of information and professional and technical assistance coordinate the activities of this local chapter so as to attain the objectives of the State Council and the National organization of the Vietnam Veterans of America., Inc.

## **ARTICLE III – DUTIES**

The Chapter shall through its representative process:

- A. Develop the strength of Vietnam Era veterans as an entity through a coordinated effort of the chapters and at-large membership to enhance membership in Vietnam Veterans of America, Inc.
- B. Identify issues of concern to Vietnam Era veterans at the local levels and develop policy statements which address those issues, examining legislative or administrative proposals which affect Vietnam veterans and their families and provide input through communication with appropriate officials as to the position of Vietnam Era veterans of the state of Florida relative to such matters.
- C. Establish a communication network to assist Vietnam Era veterans in gaining awareness of those issues which may affect their social, economic, or physical Wellbeing, and to provide a mechanism by which Vietnam Era veterans may raise issues of concern.
- D. Develop moral, political, and financial support for the Chapter and at-large membership through a program of educational and community awareness.

## ARTICLE IV – MEMBERSHIP

The Corporation shall have five (5) classes of members: Regular Members, Incarcerated Members, Dual Members (This is a member of both VVA and AVVA), Member-at-large, and Inactive member.

- a. Regular Members shall be entitled to vote on all business and hold office and chair committees at all levels.
- b. Incarcerated Members shall have the above rights only within the facility in which they are housed.
- c. Dual Members shall have the right to vote at the chapter level.
- d. Member-at-Large. Any person that belongs to a VVA 0000 chapter and/or belongs to a chapter that is not VVA FL1096 will be define as a member-at-large. Can sit in on meeting; however, are not eligible to vote.
- e. inactive member will be any member that does not attend at least 1/3 of monthly meetings.

## ARTICLE V – CHAPTERS STATE DELEGATES

**Section 1 – Delegates:** A Membership in the Chapter shall be elected or appointed as a director or officer of the Chapter duly organized in the state of Florida. This chapter shall have at least one regular delegate to the State Council and a first and second alternate delegate. The chapter shall have one (1) voting delegate to the State Council for all regular and special meetings. Each delegate shall be an individual member in good standing of the chapter which they represent and the National Corporation of Vietnam Veterans of America, Inc. The chapter secretary shall certify in writing to the State Council the name of its regular delegate and the names of its first and second delegate with in thirty (30) days.

**Section 2 – Attendance:** Chapters shall be responsible for ensuring the attendance of at least one (1) delegate at not less than one half of all the meeting of the State Council during the twelve months, and the unexcused absence of at least one (1) delegate from the council meeting during a twelve months may be sufficient grounds for disciplinary action against the Chapter, in accordance with the provisions of this Constitution and the Code of Disciplinary Procedure, adopted by the State of Florida Council of the Vietnam Veterans of America, Inc.

**Section 3 – Vacancies:** In the event that a regular delegate or an alternate delegate shall cease to be a member in good standing of the chapter, ceases to be a member of the Corporation of Vietnam Veterans of America, Inc, or is elected or appointed an officer of the State Council, the seat held by such delegate shall be deemed vacant as of the date that said delegate ceased to be a member in good standing or has become an officer of the State Council.

In the event of such vacancy, the chapter represented by such delegate shall immediately notify the Secretary of the State Council in writing. In the event that the seat held by a regular delegate to the State Council shall be deemed vacant as provided in these By-laws, the seat held by such delegate shall immediately be filled by the first alternate, if he or she is eligible as provided herein, or by the second alternate delegate.

## ARTICLE VI – MEETINGS

**A quorum shall be required to hold a regular meeting or special meetings. A quorum will be defined as at least two (2) officer and not less than four (4) members that are in good standing.**

**Section 1 – Regular Meetings:** Regular meetings of the Chapter should be held monthly (12) times per year at such times and locations as the chapter President shall designate. The Chapter Secretary shall give written notice to each member of the time and location of any regular meeting at least two weeks (14) calendar days in advance of the date of said meeting.

**Section 2 - Quorum and Voting:** A quorum shall be a simple majority of the total number of members in good standing. Except for the election of the officers of the Chapter, all elected officers shall have full voting power (except for the President, who shall serve as a tie breaking vote.) on all matter that come before the Chapter

**Section 3 – Special Meetings:** A special meeting of the Chapter may be called by the President or by petition of twenty-five percent (25%) of the regular Chapter Members. Written notice of any special meetings shall be given to each Chapter Member at least ten (10) calendar days in advance of such special meetings.

**Section 4 – Election Meeting:** The Chapter shall hold a Bi-Annual Election Meeting every even-numbered year, at such times, date and places as may be designated by the Executive Board. The President shall preside as the chairperson of the Bi-Annual Election Meeting. Each chapter member in good standing shall be entitled to one (1) vote at the Bi-Annual Election Meeting. The votes described herein shall be cast in person. Proxy voting shall not be permitted at the Bi-Annual Election Meeting. The members, officers and past President of the Chapter shall be entitled to be heard on each and every subject to come before the Bi-Annual Election Meeting, subject to rules of procedure and debate as reported by the Rules Committee and adopted by the Members at the commencement of the Bi-Annual Election Meeting. Casting of votes for election of officers at the Bi-Annual Election Meeting shall be in the manner adopted by the Chapter Members with the recommendation of the Nominating Committee. A majority of the accredited Members to the Bi-Annual Election Meeting shall constitute a quorum.

## ARTICLE VII – OFFICERS

**Section 1 - Number, Election, & Term of Office:** The number of Officers of the Chapter shall consist of not less than four (4).

**Section 2 – Officers:** The officers of the Chapter shall constitute and shall include a President, one or more Vice Presidents, a Secretary, a Treasurer, and Immediate Past President, if eligible and willing, and such other officers as the Chapter may from time to time deem advisable. The duties and responsibilities of the Board of Directors are specified in Article VII, below.

**Section 3 – Election, Term & Vacancies:** The officers of the Chapter shall be elected by secret ballot. The officers shall hold office for a term of two (2) years. No officer shall be elected to the same office for no more than two (2) consecutive full two-year terms in the same seat. Each officer shall hold office until their successor is elected. A vacancy in any office due to death, resignation, refusal, or inability to serve shall be filled for the unexpired term by the appointment; except, if that vacancy is the office of President, it shall be filled for the unexpired term thereof as specified in Section 5 of this Article VI.

**Section 4 – President:** The President shall be the chief executive officer of the Chapter and subject to the direction of the members shall supervise and control all the business affairs and property of the Chapter and shall see that all orders and resolutions of the Members are carried into effect. Duties of the President A] Preside over all meetings of the General Membership. B] Provide leadership to the entire organization in achieving the organizations’ purpose and mission statement. C] Serve on all committees. (They will serve as a tie breaker in committee votes) D] Guide and mediate all Board of Directors actions with respect to organizational priorities and guidelines. E] Monitor all financial reports and planning of the organization. The President shall preside at all meetings of the members and appoint all chairmen of committees, except the Nomination Committee. The President shall review all fundraising proposals. The President of the chapter shall have the authority to assure that all chapter’s members are in compliance with all governmental statutes, rules, regulations, and constitution

**Section 5 – Vice President:** The Vice President shall assist the President and in the absence of the President or in the event of his or her inability or refusal to act, the Vice President (or, in the event there be more than one Vice President, the Vice President in the order designated) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all restrictions upon the President. In the event of the death, removal or resignation of the Chapter President, the Vice President shall assume the position of President for the remainder of his or her term. The Vice President shall perform such other duties and have such other powers as the members may from time to time prescribe. Work with the Board of Directors to implement goals and guidelines for the organization. B] Perform the duties of the President in their absence

**Section 6 – Secretary:** The Secretary should attend all meetings and should be the custodian of the minutes, correspondence and other documents relating to the business of the Chapter. The Secretary shall record and prepare the minutes for all the proceedings of the meetings of the chapter and of the Executive Committee and shall provide each Member with a copy thereof within a reasonable time after such meetings. The Secretary shall keep all such minutes and records in a book to be kept for that purpose. The Secretary shall give notice or cause to be given, notice of all meetings for which notice is required by these By-laws and shall operate under the supervision of, and perform such other duties as may be prescribed by the members or the President. The Secretary or in his or her absence, any other officer shall have authority to affix the same to any document requiring it, and when so affixed it may be attested by the signature of the Secretary or such other officer. The Secretary shall be responsible for the safe-keeping of all Forms DD-214 tendered to him or her by any member. He or she shall forward to the National Corporation a copy of said form for each duly elected officer.

**The Assistant to the Secretary,** if there be one, should in the absence of the Secretary or in the event of his or her inability or refusal to act, perform the duties and exercise the power of the Secretary and shall perform such other duties and have such other powers as the Chapter may from time to time prescribe.

**Section 7 – Treasurer:** The Treasurer should attend all meeting of the Chapter and shall have charge and custody of all funds and securities of the Chapter and all funds or securities in any way generated, collected, deposited, or obtained in connection with Chapter activities. The Treasurer shall be responsible for such funds and securities and the receipt and disbursement thereof. The Treasurer shall keep full and accurate accounts of receipts and disbursement in records belonging to the

Chapter and shall collect, receive, and deposit and disburse all monies and other valuable effects in the name and to the credit of the Chapter, utilizing such depositories as may be designated by the chapter. The Treasurer shall also maintain a list of all properties owned or controlled by the Chapter and the location(s) of said property.

The Treasurer shall disburse the funds of the Chapter and as may be ordered by the chapter, taking property vouchers for such disbursements, and shall render to the President and Members at each meeting an accounting of all transactions as Treasurer and of the financial conditions of the Chapter and a full financial report, based on records of the Chapter. The financial records of the Chapter shall be subject to an annual audit by a certified or other public accountant, or an acting committee as designated by the Members. The Treasurer shall be responsible for carrying out the reporting requirements of the State and Federal I.R.S. and VVA National Organization.

**The Assistant to the Treasurer**, if there be one, shall in the absence of the Treasurer or in the event of his or her inability or refusal to act, perform the duties and exercise the powers of the Treasurer and shall perform such other duties and have such other powers as the Board may from time to time prescribe.

**Section 8 - Duties of the Sergeant-At-Arms** are as follows: A] Ensure meeting area is set up with all that is needed to run a proper meeting. B] Be available to greet guests and new members when needed. C] Enforce the rules of order governing the meeting. D] Ensure voting procedures are followed by the governing rules of order. (Roberts Rules and the Bylaws) E] Prepare, distribute, collect, and tally all votes and report results to the Secretary and President.

**Section 9 – AVVA Liaison:** The AVVA Liaison shall be an elected position of a member of in good standing with the AVVA who shall serve as a non-voting (except if they are a Dual member) Special Advisor to the Chapter and shall be entitled to be heard on all matters.

**Section 10 – Immediate Past President:** The Immediate Past President shall automatically become eligible to serve as a member of the Board of Directors upon the election of a new President, provided that he or she is willing to serve, remains a member in good standing of the Chapter and has not resigned nor been removed from office. The Immediate Past President shall serve throughout the term of the new President, shall attend all meetings of the Chapter and the Board of Directors, and shall have full voting power on all matters that come before the Board of Directors.

**Section 11 – Absence from Meetings:** Any Officer who is absent from three (3) consecutive meetings without adequate or medical excuse acceptable to the Chapter shall be deemed to have resigned from the Office.

**Section 12 – Authority to Sign Checks & Drafts:** The Chapter President, Vice President, 2<sup>nd</sup> Vice President, and Treasurer, or any other officer designated by the Chapters Members, shall be authorized to sign checks and drafts. Any officer(s) so authorized shall obtain a fidelity bond or other surety for the faithful discharge of their duties in such sum and with such surety as the Members may determine, the expense of which shall be a charge to the Chapter. A bond may be dispensed with for any such officer upon his or her written request to the Board of Directors and its consent thereto. **ALL CHECKS GENERATED shall have a dual signature of any two of the following: (A) President, (B) Vice President (C) 2<sup>nd</sup> Vice President, and (D) Treasurer.**

## **ARTICLE VIII – EXECUTIVE COMMITTEE**

**Section 1 – Establishment of Board of Directors:** In the interim periods between meetings of the Chapter, all powers of the Board of Directors shall be vested in the Executive Committee, subject, however to such limitations as a majority of the Chapter may from time to time prescribe. The Executive Committee shall be comprised of the officers of the Chapter including the President, the Immediate Past President if eligible, all Vice Presidents, the Secretary, The Treasurer, and any other officers elected by the Chapter. The majority of such officers present at any meeting of the Executive Committee shall constitute a quorum. The President shall preside at all meeting of the Committee and may appoint additional members to the Executive Committee.

**Section 2 – Duties and Responsibilities:** The Executive Committee’s duties and responsibilities shall be established by the President, subject to the approval of a majority of the Committee and shall include but not limited to development of Chapter policy, oversight of the Chapter and Members, and control of the day-to-day activities of the Chapter. All new policies or changes to existing policy developed by the Executive Committee shall be presented to the Chapters members for its review and action at the next meeting of the Chapter.

## **ARTICLE IX – NOMINATION COMMITTEE**

A nominating Committee shall be selected by the Board of Directors. The nomination committee will consist of no less than one (1) Board Member, no more than three (3) chapter members in good standing, and the sergeant of arms. The chairperson for this committee will be elected by the members of said committee.

## **ARTICLE X – STANDING COMMITTEES**

The Chapter may establish the Standing Committees defined in Appendix II of the VVA National Constitution and may establish such special committees as are necessary or proper to the conduct of business of the Chapter. Each of the standing committees shall perform the functions ascribed to it in Appendix II. The President of the Chapter shall appoint a chairperson of such committees, who shall then appoint the members of said committees, subject to the approval of the Chapters members. The committee chair may nominate qualified non-members to serve as non-voting Special Advisors to the committee.

## **ARTICLE XI – COMMUNICATIONS**

Chapter communication can be by verbal, written or e-mail.

## **ARTICLE XII - Voting**

- a. Officers elections shall be by ballot only, no absentee ballots or proxy voting allowed in elections, nor will any member vote on behalf of another member. (ONLY EXCEPTION WILL BE FOR A MEDICAL EMERGENCY.) If the member is in good standing, they may vote by proxy by giving their vote to the sergeant of arms.
- b. In the event of a tie vote, for any office at any level, a second vote will be taken. If after the second vote a tie remains, the office will be filled by name draw, in accordance with the National Policy and Procedures.
- c. Election Committee members, including the chair, must resign their position on the Election Committee if they run for any office.
- d. in an emergency mandate (such like covid-19) an e-mail will be sent out to all chapter members by the Chapter Secretary as stated in Article VI and a return vote to the chapter email will count as a silent vote.

## **ARTICLE XIII – AMENDING BY-LAWS**

These By-Laws shall be amended upon a two-thirds (2/3) majority vote of the members present at a regularly scheduled Chapter meeting or a special meeting, provided that all chapters Members have been notified in writing at least sixty (60) days in advance of the meeting of the intent to amend the By-Laws and the general nature of the contents of the proposed amendments.

## **ARTICLE XIV – FISCAL YEAR**

The fiscal year of the Chapter shall commence on the first day of April and end on the last day of March in each year.

## **ARTICLE XV – ELECTION REPORTING**

The Chapter shall submit the results of its Bi-Annual election meeting to the National Membership Department not later than sixty (60) day after the Chapter's election, and a list of committee chairpersons within one-hundred-twenty (120) day after the Chapters elections.

## **ARTICLE XVI – RULES OF ORDER**

All proceedings of the Chapter shall be governed by ROBERTS RULE OF ORDER.

**I HEREBY CERTIFY** that the foregoing By-Laws of the above-named corporation were duly adopted by the members of the **Vietnam Veterans of America, Inc. Space Coast Chapter 1096 of the state of Florida** at a meeting held for such purpose on the \_\_\_day of \_\_\_\_\_, 20\_\_.

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**Oath of office for Officers and directors for the Florida Chapter 1096.**

I do solemnly swear that I, **YOUR NAME**, will faithfully execute the office of **STATE THE OFFICE** of the Vietnam Veterans of America, Inc., Chapter 1096 and will, to the best of my ability, preserve, protect, and defend the constitution of the United States of America and the Constitution of Vietnam Veterans of America, Inc., the bylaws of the Florida State Council, and the Bylaws of Chapter 1096, So help me God.