

VETERANS FOR VETERANS OF ARCHULETA COUNTY BYLAWS

ARTICLE I – NAME, PURPOSE, MISSION

Section 1: Name. The organization shall be named VETERANS FOR VETERANS OF OF ARCHULETA COUNTY.

Section 2: Purpose. The organization is organized exclusively for charitable purposes serving the region of Southwest Colorado. The organization helps provide financial assistance to veterans in need, advocate for veterans and provide resources of education, information, and experience.

During weekly meetings, members experience encouragement, support, and fellowship.

Veterans for Veterans honor the memories of those veterans who have given the ultimate sacrifice.

Section 3: Mission Statement. Veterans for Veterans of Archuleta County is a partnership of veterans focused on veterans and their families, moving toward independence, wellness, self-sufficiency empowerment and dignity.

ARTICLE II – MEMBERSHIP

Section 1: Membership shall consist of veterans from the Armed Forces of the United States of America. Members may participate in meetings and have the right to vote. Active military personnel are welcome.

Section 2: Associate members (non-veteran) are welcome and have the right to vote.

Section 3: Members in good standing are defined as being current on annual dues.

ARTICE III - MEETINGS

Section 1: Annual Meeting. The date of the regular annual meeting shall be in January of each year. Day, time, and place is to be set by the Board. of Directors who shall also set time and place.

Section 2: Special Meetings. Special meetings may be called by the President or the executive committee by any board member, confirmed by the President or majority of the board.

Section 3: Notice. Notice of meetings shall be provided to voting members by postal service or electronic mail, telephone, or announcement two (2) weeks prior to the meeting.

ARTICLE IV – BOARD OF DIRECTORS

- Section 1: Board Role, Size, Compensation. The Board is responsible for the implementation of overall policy and direction of the Veterans for Veterans for Archuleta County. The Board shall delegate responsibility for day-to-day operations. The Board shall have up to seven (7) members and not fewer than four (4) members. A maximum of three (3) Associate members may be on the Board. The board receives no compensation other than reimbursement of reasonable expenses.
- Section 2: Meetings. The Board shall meet at least once a month, at an agreed upon time and place.
- Section 3: Board Elections. Election of new board members, for two (2) year terms, shall occur annually as the first item of business at the regular meeting of the first week in December. Board members and officers shall be elected by a majority vote of the attending members. New board members will be installed at the annual meeting.
- Section 4: Terms. All board members shall serve two (2) year terms, but are eligible for re-election.
- Section 5: Quorum. A quorum must be attended by at least fifty percent, (50%) of the Board members before business can be transacted or motions made or passed.
- Section 6: Notice. An official Board meeting requires that each Board member have notice one (1) week in advance.
- Section 7: Executive Committee. There shall be four (4) officers of the Board consisting of President, Vice President, Secretary, and Treasurer.

President. The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the Executive committee to preside at each meeting in the following order: Vice President, Secretary, and Treasurer.

Vice President. The Vice President will chair committees on special subjects as designated by the President and the Board.

Secretary. The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board member, and assuring that corporate records are maintained.

Treasurer. The Treasurer shall make a financial report at each Board and regular meeting. The Treasurer shall chair the finance committee, assist in the preparation of the annual budget, help develop fundraising plans, and make financial information available to the Board members and the public upon written request. Record keeping will be accomplished by generally accepted accounting procedures.

- Section 8: Vacancies. When a vacancy on the Board exists, the President will nominate a board member, contingent on the approval of the full Board at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.
- Section 9: Resignation, Termination, and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences if he/she has three unexcused absences from Board meetings in a year. A Board member can be removed for other reasons by a three-fourths vote of the remaining directors board members.
- Section 10: Special Meetings. Special meetings of the Board shall be called by the President, or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member postmarked two weeks in advance. Electronic mail may be used if date posted is clearly written within the notice.

ARTICLE V – COMMITTEES

- Section 1: Committees. The Board may create committees as needed. The Board President appoints all committee chairs.
- Section 2: Authority. The four (4) officers serving as the members of the Executive Committee have all the powers and authority of the Board in the intervals between meetings, except for the power to amend the Articles of Incorporation and Bylaws.
- Section 3: Finance Committee. The Treasurer is chair of the Finance Committee, which includes two (2) other board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members.
The Board must approve the budget and all expenditures must be within the budget. The budget must be presented at the annual meeting for approval by the membership.
Any change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures, and pending income.

The financial records of the organization are public information and shall be made available to the membership, Board members and the public upon written request, according to Freedom of Information Act guidelines.

ARTICLE VI – DISSOLUTION

Section 1: Upon the dissolution of Veterans for Veteran of Archuleta County, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose

ARTICLE VII – AMENDMENTS

Section 1: These Bylaws may be amended when necessary by recommendation of the members or the Board. Approval of changes shall be two-thirds majority vote of the members attending a special meeting. Proposed amendments must be submitted to the Board of Directors to be sent out with notice of a special meeting. The time limit on membership to vote is thirty (30) days from receipt of the recommended changes.

Section 2: Bylaws shall be reviewed by a committee every two (2) years for viability and effectiveness.

These Revised Bylaws were approved at a meeting of the Board and members in good standing of Veterans for Veterans of Archuleta County on **April 11, 2017**.

President: Larry Jelinek Larry Jelinek

Vice President: Wayne "Max" Maxwell Wayne Maxwell

Secretary: Charlotte Ann Jones Charlotte Ann Jones

Treasurer: W. Tom Zilhaver W. Tom Zilhaver

Board Member: George Love George Love

Board Member: Thomas Audetat Thomas Audetat

Board Member: _____