

BYLAWS
BRIGADIER GENERAL ROBERT CARDENAS SAN DIEGO CHAPTER
AIR FORCE ASSOCIATION CALIFORNIA
APPROVED SEPTEMBER 26, 2019

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ARTICLE I - NAME

Section 1. The name of this organization shall be the Brigadier General Robert Cardenas San Diego Chapter, of the Air Force Association (AFA) California, hereinafter referred to as "Chapter." The Air Force Association is hereinafter referred to as "Association."

ARTICLE II - OBJECT

Section 1. The object and purpose of this Chapter shall be to provide an organization through which we, as free people, may unite to address the defense responsibilities of our nation imposed by the many advances in aerospace technology that have been, and will continue to be made; to educate the members and the public at large as to how and what technology can contribute to the security of free people and the betterment of mankind; to advocate and support the military preparedness of the United States and its allies, adequate to maintain the security of the United States and the free world; and provide a forum to assist with educational and other financial assistance as the membership shall direct.

Section 2. This Chapter is a Non-profit 501(c)(3) Charity, Federal Tax ID #95-6092770, California Corporation #C0387664.

ARTICLE III - NATURE

Section 1. The Chapter shall be civilian and shall not be used for the dissemination of partisan principles, nor for the promotion of candidacy of any person seeking office or preferment, nor for any other personal or commercial gain. Military rank does not exist in this Chapter.

Section 2. The Chapter shall operate exclusively for the purposes as specified by the Association, and shall not carry on any other activities that are not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV - MEMBERSHIP

Section 1. Member's Eligibility. A member of the Chapter must be a member of the Association. A member of the Association shall be deemed to be a member of this Chapter if they shall either have filed application for such membership with this Chapter, have been assigned to this Chapter through automatic affiliation, or have paid the AFA dues through, or credited the same to, this Chapter. Members in good standing and current in dues, or not in good standing who pay current their dues, may

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transfer their affiliation to any Chapter of the Association. Members can only belong to one Chapter at any time.

Section 2. Community Partners. A company, business, or organization that wishes to support the aims of the Air Force Association for greater community understanding of the need for aerospace power in the defense of the nation may apply for affiliation with the Chapter as an AFA Community Partner and shall remain in this capacity while the dues remain current.

ARTICLE V - FINANCE

Section 1. Dues. Lifetime and Annual dues are paid to the Air Force Association as stipulated by the Association. No other dues are required.

Section 2. Fiscal and Operating Years. The Fiscal Year of the Chapter shall be January 1 to December 31. The Operating Year for tenure of officers, etc., shall be October 1 to September 30.

ARTICLE VI - CHAPTER MEETINGS

Section 1. Meetings. The Chapter shall conduct one general membership meeting at least quarterly. The general membership meeting's business in September shall include the election of officers, as applicable. Special meetings may be called by the President, by majority vote of the Executive Committee (EXCOM), or upon written request of ten (10) of its members.

Section 2. Quorum. A quorum shall consist of 50 percent plus 1 of the members present for any meeting.

Section 3. Notice of Meetings. The Chapter's monthly regular business or the EXCOM meeting date is regularly held on the last Thursday of the month, as announced. For special meetings called for a specific purpose, Chapter members will be notified via email, regular mail if a valid email address does not exist, or other verified method no less than 15 days prior to the special meeting.

Section 4. Voting. Each member of the Chapter in good standing shall be entitled to one vote in all proceedings.

ARTICLE VII - OFFICERS, ELIGIBILITY, ELECTION, AND APPOINTMENT

Section 1. Officers. The officers of this Chapter shall be the President, Vice President, Vice President Membership, Vice President Communication, Vice President Aerospace Education, Vice President Programs, Vice President Community Partners, Secretary, and Treasurer. At the discretion of the President, the positions of Secretary and Treasurer

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may be combined as well as any of the Vice Presidents for a specific issue. The President may elect to also have an Assistant Secretary or Assistant Treasurer.

Section 2. Elected Officers. The elected officers of the Chapter shall be the President, Vice President, Secretary, and Treasurer. The elected officers shall be elected at the September business meeting in each odd year and shall serve for a period of two (2) years and until their successors are elected. Officers may be removed from office per the vote of the membership at a regular business meeting or a special meeting called for this purpose.

Section 3. Non-elected Officers. The non-elective officers, i.e., appointed by the President and serving at his/her pleasure, are the Vice Presidents of the named committee and/or offices for specific duties (e.g., Article VII, Section 1). These officers serve concurrently with the President and may be removed at any time by the President or by a majority vote of the Executive Committee.

Section 4. In the event that a quorum is not present for the election, the election may be conducted by email and/or mail ballot to all members, as applicable.

Section 5. Vacancies. In the case of a vacancy in any elective office, it shall be temporarily filled by appointment by the President for the remainder of the unexpired term until a successor is elected, except that in the case of a vacancy occurring in the office of President, the duties of that office shall be assumed by the Vice President until such time as a President shall be elected either by the Executive Committee or by the membership.

Section 6. Nominations for elective officers shall officially begin at the regular membership meeting held prior to September of the odd numbered year and the nominations will remain open until closed immediately prior to the election held at the regular membership meeting in September of the odd numbered year. The counting of ballots or raised hands and announcement of the results shall normally be by the Secretary. One other person will be designated at the meeting to verify the ballot count, if needed.

Section 7. The Executive Committee (EXCOM) consists of all elective and appointed officers of the Chapter.

Section 8. Members must be in good standing to be in an elected or appointed office. Shall an elected or appointed officer lose good standing, or no longer be a member of this Chapter, then that fulfilled office shall be automatically deemed vacant. Election or appointment of the replacement will be as these Bylaws so direct.

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ARTICLE VIII - DUTIES OF OFFICERS

Section 1. President. The President shall exercise the powers and perform the duties assigned by The Association and these Bylaws; supervise the management of the Chapter; enforce the provisions mandated by the Association and Bylaws; appoint all standing and special committees or councils; and perform such other duties as are usually incident to the office. The President shall be Chairman of the Executive Committee (EXCOM).

Section 2. The Vice President. The Vice President shall assist the President in his/her duties and perform such duties as may be assigned by the President or by the EXCOM, and shall discharge the duties of the President whenever the disability or absence of the President as may be determined by the EXCOM makes such service advisable.

Section 3. Secretary. The Secretary shall keep a record of the proceedings of all meetings and of all other matters of which a record shall be required or ordered by the EXCOM; notify the membership, officers, others concerning election or appointment; issue notices of any all meeting (business, special, EXCOM); and perform such other duties as may be assigned by the President or EXCOM and those that are usually incident to the office.

Section 4. Treasurer. The Treasurer shall be the custodian of all funds; collect and disburse funds as directed and as may be required; prepare the budget; file appropriate documents as may be required by Federal and the State of California; submit financial related reports as required by the Association; file yearly income tax forms with the IRS and State of California; prepare other financial related reports as may be requested by the EXCOM or by the President; make financial records available for inspection by any member when requested; be a part of any committee when funds may be impacted; and perform such other duties as may be assigned by the President or EXCOM and those that are usually incident to the office.

ARTICLE IX - COMMITTEES

Section 1. Standing Committees. Standing Committees shall be Membership, Communication, Aerospace Education, Programs, and Community Partners. The President shall appoint the members of each named Standing Committee and fill vacancies in consultation with the EXCOM. The respective named Vice Presidents will be the chairperson of that Standing Committee and may name its own members.

Section 2. Special Committees. Special Committees may be created by the President or the EXCOM. The President shall appoint the members of such committees, designate the chairpersons, and fill vacancies. When any special committee so created makes its final report, the committee ceases to exist.

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Section 3. Meetings. Standing and Special Committees shall meet after due notice to its members as given by its chairperson, by the President or by the EXCOM, or upon the written request of a majority of the members of that Committee.

Section 4. Reports. Each committee shall keep a record of its proceedings and make a written report of its activities to the Secretary and as may be required by the EXCOM.

Section 5. Duties. Each committee shall be charged with the duties assigned to it by the President, EXCOM, and/or Bylaws. Any question which may arise as to the jurisdiction of a committee shall be determined by the President.

ARTICLE X - DISCIPLINE

Section 1. Complaints against the Chapter and/or the elected or appointed officers of the Chapter shall be handled as specified in Article XV of the AFA Constitution and in the Operations and Procedures Manual under Disciplinary Procedures.

Section 2. This Chapter shall not enter into any agreements, leases or other commitments or involvements of any kind or nature whatsoever, the direct or indirect effect of which shall be to legally obligate or constrain the AFA, without the prior written approval of the President of the AFA; nor shall they engage in any activity contrary to, or inconsistent with, the objectives or policies of the AFA.

ARTICLE XI - PARLIAMENTARY AUTHORITY

Section 1. Robert's Rules of Order Newly Revised shall govern the conduct of meetings except as may be otherwise provided by The Association and these Bylaws.

ARTICLE XII - AMENDMENTS

Section 1. These Bylaws may be amended by a two-thirds vote of the members present at a Chapter meeting provided that notice of the proposed amendment shall have been given by the Secretary to all members at least thirty (30) days prior to the meeting.

ARTICLE XIII - REVISION AND REPLACEMENT CERTIFICATION

Per the signatures, the President and Secretary certify to the following:

We hereby certify that the above Bylaws were read at the regularly scheduled business meeting of September 26, 2019, a quorum was present, that these Bylaws were approved by at least two-thirds vote cast by members entitled to vote, and that these Bylaws replace any and all Bylaws as previously revised, amended, and/or replaced (see following page for the signatures).

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Adopted /s/ Signed 26 Sep 2019 _____
Richard T. Jeffreys, President Date
Brigadier General Robert Cardenas San Diego Chapter

Adopted /s/ Signed 26 Sep 2019 _____
Thomas J. Pickerell, Secretary Date
Brigadier General Robert Cardenas San Diego Chapter

ENDORSEMENTS

California State President Date
Air Force Association

Far West Region President Date
Air Force Association

AFA Vice Chairman of the Board – Field Operations Date
Air Force Association