

**MILITARY OFFICERS ASSOCIATION OF AMERICA,  
CITRUS COUNTY CHAPTER, INCORPORATED  
BY-LAWS**

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THIS ASSOCIATION WAS ESTABLISHED NOVEMBER 24, 1981....

To promote the purposes and objectives of The Retired Officers Association, which in 2003 was renamed: Military Officers Association of America (MOAA);

To foster fraternal relations among retired, active, and former officers of the uniformed services;

To protect the rights and interests of personnel of the uniformed services and their dependents and survivors;

To provide useful services for members and their dependents and survivors; and to serve the community and the nation.

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**ARTICLE I – NAME**

The name of this organization is Military Officers Association of America, Citrus County Chapter, Incorporated.

**ARTICLE II – PURPOSE OF ORGANIZATION**

The purposes of this organization shall be:

A. To promote the aims of the national Military Officers Association of America (MOAA), as stated in the preamble to the By-Laws of the Association.

B. To further the legislative and other objectives of the national Military Officers Association of America and the MOAA Florida Council of Chapters (FCOC).

C. To encourage and facilitate camaraderie with a purpose among retired, active and former officers of the uniformed services.

D. To provide useful services for, and to protect the interests of, members and their dependents and surviving spouses.

E. To provide useful services for and representation for the needs of Veterans of Citrus County.

F. To provide support and scholarships for JROTC high school programs in Citrus County.

**ARTICLE III – STATUS**

Section 1. This organization shall be a non-profit organization, operated exclusively for the purposes specified in Article II above.

Section 2. Officers and other directors shall not receive any stated compensation for their services, but the Board of Directors may, by resolution, authorize reimbursement of expenses incurred in the performance of their duties.

Section 3. Nothing herein shall constitute members of the organization as partners for any purpose.

No member, officer, or agent of this organization shall be liable for his acts or failure to act on the part of any other member, officer, or agent. Nor shall any member, officer, or agent be liable for his acts or failure to act under these By-Laws, excepting only acts or omissions to act arising out of their willful misfeasance.

Section 4. The organization shall use its funds only to accomplish the purposes specified in Article II above, and no part of said funds shall inure or be distributed to members.

Section 5. In the event of dissolution of the organization, and after the discharge of all its liabilities, the Board of Directors shall vote on how the remaining assets shall be given to a non-profit organization whose purposes and objectives are similar to those of this organization.

## **ARTICLE IV - MEMBERSHIP AND VOTING RIGHTS**

Section 1. The membership of this organization shall be composed of the following:

(a) Men and women of the Active, National Guard or Reserve Components who are active duty, retired or former commissioned or warrant officers of the seven U.S. uniformed services (Army, Navy, Air Force, Marine Corps, Coast Guard, National Oceanic and Atmospheric Administration, Public Health Services), and of any newly designated uniformed services as recognized by the national MOAA organization.

(b) Widows and widowers of any deceased individuals as described in (a) above who would, if living, be eligible for membership.

Section 2. Applications for regular and surviving spouse membership shall be submitted to the Membership Chairperson, through the chapter written application format or the chapter website online application format. The Membership Chairperson shall be empowered to determine if the applicant is a national MOAA member in good standing and has no otherwise outstanding character issues that would denigrate the public's respect for the chapter.

Section 3. Any member may be dropped for good and sufficient cause by the Board of Directors after he/she has been given the opportunity to present their case before the board for not being dropped from the chapter membership.

Section 4. Regular and surviving spouse members are required to hold and maintain membership in the national Military Officers Association of America. A surviving spouse of a national MOAA Life member automatically is eligible for membership in the local chapter upon payment of local chapter dues. A surviving spouse of a national MOAA non-Life member must apply for membership and pay dues to the national MOAA organization first before applying for local membership and paying local dues to the MOAA of Citrus County Chapter, Inc.

Section 5. Regular and surviving spouse members shall be entitled to vote on any matter submitted to the membership for a vote, if the member or surviving spouse member is currently paid up on their national MOAA and local chapter dues. Each chapter member eligible to vote must cast their own vote and no proxy voting shall be permitted.

Section 6. A ballot for the annual election of officers and approval of the chapter appointed operations directors, shall be emailed to the eligible chapter membership no later than 30 days prior to the voting suspense date which is prior to the November chapter business meeting date. Members may vote by responding to the emailed ballot or by indicating their vote on a printed copy of the email ballot that the member mails to the chapter mailing address. Ballots must be received prior to the voting suspense date to be valid. Results of the vote shall be announced during the November chapter meeting and emailed to the chapter membership. Any other chapter operation items throughout the year that require a membership vote, shall follow the above protocol.

## **ARTICLE V – CHAPTER DUES**

Section 1. The chapter dues year shall be from Jan 1<sup>st</sup> through December 31<sup>st</sup> of each calendar year. Annual dues shall be paid between Jan 1<sup>st</sup> and April 15<sup>th</sup> of the chapter dues year. Members will be notified by email during the first week of January as to their current calendar year dues status.

Section 2. Members who owe chapter dues shall be notified by email on a regular basis up until the April 15<sup>th</sup> dues deadline. A member must pay dues either by mailing dues payments in the form of a check to the chapter's mailing address or preferably, by using the chapter website online dues payment system. Members who fail to pay their dues by April 15<sup>th</sup> of each year shall be notified within 30 days by email that their membership is being dropped, thereby forfeiting their rights and privileges of chapter membership.

Section 3. The treasurer shall email the Board of Directors an excel spreadsheet attachment presenting the next calendar year's chapter budget prior to the September Board of Directors meeting. If chapter operation expenses require an increase in the chapter dues amount for either or both membership categories (Regular or Surviving Spouse member), the board shall vote to authorize an increase in dues starting January 1<sup>st</sup> of the coming year. The eligible chapter membership shall be emailed a notice and ballot, no later than 30 days prior to the November chapter business meeting, to vote on the dues increase. Members may vote by responding to the emailed ballot or by indicating their vote on a printed copy of the email ballot that is mailed to the chapter mailing address prior to the voting suspense date. Results of the vote shall be announced during the November business meeting and emailed to the chapter membership. Dues that have been paid in advance for future years shall not retroactively be subject to an increase in the chapter dues annual amount.

Section 4. Chapter members must also maintain a current national MOAA membership dues status in order to retain their rights and privileges of local chapter membership. Each chapter member is responsible for monitoring their own national MOAA membership dues status. If the chapter identifies a member with a national MOAA dues status that has lapsed, the chapter shall email the member of the dues lapse. The chapter member has 60 days to contact national MOAA to update their national MOAA membership dues status. If the chapter member's national membership status is still delinquent after 60 days, the member shall, without further notice and without hearing, be dropped from the chapter rolls thereby forfeiting their rights and privileges of chapter membership.

Section 5. Members who have been dropped for non-payment of local chapter or national dues, may be reinstated upon application for membership and payment of the annual dues at the national MOAA organization level and the local chapter level for the current year.

## **ARTICLE VI – MEETINGS**

Section 1. The chapter shall hold an annual organization meeting to transact business which requires membership approval. This shall normally occur at the November chapter meeting. Notice of such meeting shall be posted on the Chapter website at least 30 days prior to the meeting date and each member shall receive an email containing the meeting date and agenda.

The agenda of the organization meeting shall include:

- (a) approval of bylaw changes.
- (b) approval of changes in chapter dues amount for the next calendar year.
- (c) election of new chapter officers.
- (d) approval of the appointed Board of Director positions.
- (e) any other operational issues the Board of Directors deems necessary for membership approval.

Section 2. Regular meetings or special event meetings of the chapter shall be held on a schedule decided by the Board of Directors. Notice of the date, time and location of each meeting or special event shall be published on the chapter web site event calendar at least 30 days prior to the meeting date.

Section 3. Special meetings of the Organization may be called by the president. Notice of any special meetings shall be emailed to each member and shall be posted on the chapter web site at least 15 days in advance, with a statement of the time, place, agenda and information on the subject(s) to be considered by the Organization.

Section 4. Fifteen (15) percent of the regular members present at any meeting of the Organization shall constitute a quorum.

Section 5. The rules contained in the current issue of Robert's Rules of Order shall govern the Organization in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the Organization may adopt.

Section 6. A special event installation dinner shall be held during December to install the newly elected officers and approved members of the Board of Directors. This dinner shall be held in lieu of a December regular meeting. Notice of the date, time and location of this special event shall be posted on the chapter website at least 30 days prior to the event date.

Section 7. A special event JROTC Scholarship awards luncheon shall be held in lieu of a May regular meeting. Notice of the date, time and location of this special event shall be posted on the chapter website at least 30 days prior to the event date.

## **ARTICLE VII –BOARD OF DIRECTORS**

Section 1. The Board of Directors shall be composed of the following components:

- (a) Chapter elected officers.
  - (1) chapter president
  - (2) chapter vice president
  - (3) chapter treasurer
  - (4) chapter secretary
- (b) Immediate past president
- (c) Chapter appointed operations directors
  - (1) membership director (required for MOAA Level of Excellence award)
  - (2) legislative director (required for LOE award)
  - (3) personal affairs/surviving spouse director (required for LOE award)
  - (4) communications director (required for LOE award)
  - (5) special events director

Section 2. Each component member of the Board of Directors shall serve a term of two years and shall be installed at the annual December Installation Dinner for a term beginning on Jan 1<sup>st</sup> of the new calendar year. There is no limitation on the number of terms that a member of the Board of Directors may serve except for the position of the immediate past president who shall serve one two year term.

Section 3. The Board of Directors shall have supervision, control and direction of the affairs of the Organization and shall determine its policies or changes therein within the limits of the By-Laws. The Board of Directors shall actively pursue the organization's purposes as outline in Article II and shall have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as may be deemed advisable and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

Section 4. The Board of Directors shall not be authorized to adopt public resolutions or to establish public positions in the name of the Organization without an approval of a majority vote of members present at any meeting of the Organization or through an email request to vote on a resolution or position.

Section 5. The Board of Directors shall meet prior to the annual organization meeting and prior to regular chapter meetings. The chapter president or a majority of the Board of Directors may request the Board of Directors to meet at other times with proper notice of the date and location. Notice of all board meetings, to include an agenda, shall be emailed by the chapter president to the board members at least ten 10 days prior to the board meeting. Regular Board of Director meetings shall be posted on the Chapter web site events calendar at least thirty (30) days in advance of the regular meeting.

Section 6. A majority of the entire Board of Directors shall constitute a quorum at any meeting of the Board.

Section 7. Each member of the Board of Directors shall be entitled to one vote. Proxy voting will not be permitted. If an appointed Board member occupies more than one elected or appointed position, that board member is entitled to only one vote when conducting board business.

Section 8. Any director who is absent from three Board meetings, without prior approval of the president, shall be contacted by the chapter president to determine if the director is capable of continuing their assigned responsibilities. If the director cannot perform their assigned responsibilities, the president will then inform that director of the acceptance of his/her resignation and request the Board of Directors to select a member to serve the unexpired term.

Section 9. With the exception of the immediate past president, who is already a member of the Board of Directors, past presidents of the chapter will be designated Directors Emeritus (Honorary Directors), and may attend meetings of the Board of Directors, but will have no vote on those proposals that the Board may be considering.

Section 10. Members of the Board of Directors shall serve without remuneration of any kind.

## **ARTICLE VIII – CHAPTER ELECTED OFFICERS**

Section 1. The elected officers shall be a chapter president, vice president, a secretary and a treasurer. The chapter president and vice president must be members of the Organization as outlined in Article IV. If there is no available member that can be nominated to the chapter secretary and chapter treasurer positions, those positions may be filled by a member spouse.

Section 2. The elected officers shall be elected to a two year term. They shall be elected according to the process outlined in Article IV, section 6. The results of the election shall be presented at the November chapter business meeting. Each elected officer shall take the oath of office at the annual December Installation Dinner and start their term on January 1<sup>st</sup> of the coming new year.

Section 3. A vacancy in the office of the president shall be filled automatically by the vice president. Vacancies in other offices shall be filled under the direction of the Board of Directors.

Section 4. The president shall:

- (a) Be the principle elected officer of the Organization
- (b) Design and plan the chapter operational tempo of events in coordination with the Board of Directors.
- (c) Preside at meetings of the Organization and of the Board of Directors.
- (d) Communicate to the Organization and to the Board of Directors such information or such proposals as would, in his/her opinion tend to promote the welfare and increase the usefulness of the Organization.
- (e) Direct or assign chapter Board of Directors members to complete chapter operations duties and requirements.
- (f) Create and submit electronically, to include article links and attachments, a President's section for the chapter newsletter to the chapter newsletter editor by the established deadline.
- (g) Perform such other duties as are necessarily incident to the office of the president.
- (h) Write and submit the Level of Excellence Award to national MOAA on an annual basis.
- (i) Attend Florida Council of Chapter meetings as required to meet LOE requirements.

Section 5. The vice president shall:

- a. Perform the duties of the president in the event of the president's temporary or permanent disability or absence.
- b. Direct and coordinate all required operations with the Special Events Director for the chapter special events (non-regular meetings).
- c. Receive and file in their email personal folders, copies of all email correspondence by chapter president in order to learn duties of the chapter president.
- d. Perform such other duties as are commensurate with his/her office, or as may be assigned to him/her by the Board of Directors or the president.

Section 6. The secretary shall:

- a. Keep a record of all proceedings of the Board of Directors meetings. The chapter president shall email the Board of Directors an agenda of the next board meeting at least 10 days prior to the meeting.
- b. Submit a summary of the board meeting discussions and votes on the emailed board meeting agenda. Email the summary to the chapter president, vice president and the chapter webmaster. The chapter webmaster shall place the notes in the secure document section of the website.
- c. Maintain the Organization's document and record files, to include the scanning of those documents and placement of scanned documents on the chapter website secure documents section.
- d. Create and submit electronically, to include article links and attachments, a Secretary's section for the chapter newsletter to the chapter newsletter editor by the established deadline.
- e. Perform research of membership topics of interest, communicate with and schedule chapter speakers for the chapter regular meetings. Provide speaker information for website to webmaster and president at least 90 days prior to the meeting date in order for the chapter to provide advertising for the meeting.
- f. Create certificates of appreciation, with frames, for chapter president to present to speakers.
- g. Perform such other duties as are commensurate with his/her office, or as may be assigned to him/her by the Board of Directors or the president.

Section 7. The treasurer shall:

- a. Maintain a record of all monetary sums received and expended for the use of the Organization and shall make disbursements authorized by the Organization's Board of Directors or directed by the chapter president.
- b. Deposit or disburse funds received in a financial institution approved by the Board of Directors.

- c. Disburse funds only with the signature of the treasurer. In the treasurer's absence, the treasurer may authorize the president, vice-president or secretary to disburse funds as necessary. In the absence of the treasurer, the treasurer shall specify for the acting treasurer which checks are authorized and the dollar limit on each check. No more than three officers at one time shall have check signature authority on file at the bank.
- d. Maintain records in an accounting spreadsheet format that meets IRS and non-profit accounting standards. The funds, books and vouchers in his/her hands shall at all times be subject to inspection and verification by the Board of Directors.
- e. Prepare an annual budget using an accounting spreadsheet for the coming calendar year. Email spreadsheet to Board of Directors prior to September Board meeting.
- f. Prepare and submit electronically, to include links and attachments, a monthly treasurer's report to be placed into the chapter website public records section. The treasurer shall account for all monetary (checks or cash) or electronic funds transfer (EFT) received during that month and shall account for those funds being properly placed into the JROTC scholarship fund or into the chapter's regular operating fund. The treasurer's monthly report shall be submitted electronically to the chapter president, vice president, membership chair and webmaster. Webmaster shall place the report in the chapter public website records section.
- g. Create and submit electronically, to include article links and attachments, a Treasurer's section for the chapter newsletter to the chapter newsletter editor by the established deadline.
- h. Perform such other duties as are commensurate with his/her office, or as may be assigned to him/her by the Board of Directors or the president.

## **ARTICLE IX – CHAPTER APPOINTED OPERATIONS DIRECTORS**

Section 1. The chapter appointed operations directors shall be recruited and appointed through the Board of Directors to serve a two year term. They shall be approved through a membership vote according to the process outlined in Article IV, section 6. Their approval by the membership shall be announced at the November chapter meeting. Each chapter appointed operations director shall take the oath of office at the annual December Installation Dinner and start their term on January 1<sup>st</sup> of the coming new year.

Section 2. The Membership Director shall:

- a. Develop recruitment and retention programs, literature, email messages, website communications and other phone or digital communication methods as required to recruit new members and retain current members. This includes the utilization of national MOAA electronic recruitment list of potential new members.
- b. Maintain chapter membership personal data and dues payment records in the chapter membership shared Google docs with the chapter president.
- c. Update membership gains, losses and personal data in national MOAA committee module.
- d. Perform digital communications to the membership for the collection of local chapter dues in order to meet dues payment requirements as outlined Article V (Chapter Dues) above.
- e. Record receipt of chapter dues in Google docs dues spreadsheet. Transfer checks and online dues payment information to chapter Treasurer for appropriate deposit and accounting by chapter Treasurer.
- f. Create and distribute email communications to chapter membership for events or chapter meetings.
- g. Arrange for photographer or take photos of events. Post photos to chapter website.
- h. Create and submit electronically, to include article links and attachments, a Membership section for the chapter newsletter to the chapter newsletter editor by the established deadline.
- i. Perform such other duties as are commensurate with his/her office, or as may be assigned to him/her by the Board of Directors or the president.

Section 3. The Legislative Director shall:

- a. Arrange August Recess meeting with District 11 Congressional Representative in cooperation with FCoC legislative liaison.
- b. Email membership national MOAA or FCoC action alerts on legislative issues that require immediate responses to national congressional representatives. The legislative director shall be required to receive the digital emails about legislative subjects from national MOAA.
- c. Maintain communications with FCoC legislative liaison throughout the year.
- d. Create and submit electronically, to include article links and attachments, a Legislative section for the chapter newsletter to the chapter newsletter editor by the established deadline.
- e. Communicate with state and local elected officials, as directed by the chapter President or Board of Directors, on local issues affecting Veterans.
- f. Perform such other duties as are commensurate with his/her office, or as may be assigned to him/her by the Board of Directors or the president.

Section 4. The Personal Affairs/Surviving Spouse Liaison Director shall:

- a. Create, implement and maintain a personal affairs program for the chapter membership.
- b. Contact members or their spouse to obtain permission for email, phone or personal contact with hospitalized or ill members from the membership.
- c. Coordinate chapter membership participation in supporting members and their spouses during periods of sickness, hospitalization and hospice care.
- d. Obtain obituary and memorial/funeral service information from members, to include digital obituary links for digital distribution to the chapter membership. Submit information promptly to chapter membership director and chapter president to distribute.
- e. Provide a written note of sympathy or wellness to the chapter member or member spouse.
- f. Develop and implement digital and phone communications to surviving spouses to encourage continued membership in the chapter.
- g. Provide spousal benefit information as provided by national MOAA to the surviving spouse to include references to links to national MOAA website.
- h. Create and submit electronically, to include article links and attachments, a Personal Affairs/Surviving Spouse Liaison section for the chapter newsletter to the chapter newsletter editor by the established deadline.
- g. Perform such other duties as are commensurate with his/her office, or as may be assigned to him/her by the Board of Directors or the president.

Section 5. The Communications Director shall:

- a. Maintain and update the chapter website, which is hosted by the MOAA Florida Council of Chapters (FCoC), utilizing the FCoC webmaster protocols.
- b. Identify and communicate chapter website issues to the FCoC webmaster.
- c. Ensure chapter events, speaker profiles and other information provided by the chapter president, secretary or other members of the Board of Directors are placed into the website event calendar.
- d. Place treasurer reports into chapter public website records section.
- e. Place scanned chapter historical records and Board of Directors meeting minutes submitted by secretary into the chapter website secured document records section.
- f. Create and publish a chapter newsletter on a schedule directed by the Board of Directors. Submit to chapter president and vice president to email to membership.



Section 6. The Special Events Director shall:

- a. Plan the annual special events calendar for the chapter to include;
  - (1) October annual chapter picnic
  - (2) December Installation Dinner
  - (3) April Joint chapter meeting with Kingdom of the Sun (KOS) chapter.
  - (4) May JROTC Scholarship luncheon.
  - (5) Any other special events decided by the Board of Directors
- b. Coordinate with vendors, venues, facilities and KOS to obtain reservations and contracts.
- c. Present the Board of Directors with menu choices, costs and operational details.
- d. Communicate electronically with Board Directors to include the use of email attachments or links.

#### **ARTICLE X – AMMENDMENTS**

These By-Laws may be amended, repealed, or altered, in whole or in part, by a two-thirds vote at any duly organized meeting of the Organization, provided that a copy of any amendment proposed for consideration has been emailed to the last recorded email address of each member and shall be posted on the Chapter web site at least fifteen (15) days prior to the meeting date.

#### **ARTICLE XI – THE FLAG**

The American flag shall be displayed and honored at all meetings of the Organization.