



RHODE ISLAND NATIONAL GUARD RETIREES ASSOCIATION BY-LAWS

Article I - NAME

1. This organization shall be known as the Rhode Island National Guard Retiree Association, Inc., Doing Business As (DBA) RING Retirees Association and shall be a non-profit Association.
2. The mailing address of the Association shall be Rhode Island National Guard (RING) Retirees Association, c/o Command Readiness Center, 645 New London Avenue, Cranston, RI 02920-3097.

Article II - PURPOSES

Section 1 - IRS 501 (c) (19) NONPROFIT PURPOSES

This Association is organized exclusively for one or more of the purposes specified in Section 501 (c) (19) of the Internal Revenue Code.

Section 2 - SPECIFIC PURPOSES AND OBJECTIVES

- a. To provide benefit information to retirees.
- b. To maintain the camaraderie of the military.
- c. To offer services to fellow members as the need arises.

Article III - MEMBERSHIP

Section 1 - MEMBER DETERMINATION AND RIGHTS

- a. Member - Any individual who has served at least six (6) years in the Rhode Island National Guard and has completed twenty years total service and retired with an honorable discharge is eligible for membership with voting rights. The privilege of voting is extended to members who are currently paid annual members or are life members. (Revised Dec. 97)
- b. Associate Member - Anyone who is a current member of the Rhode Island National Guard and has received a twenty-year retirement letter: or any member of the military with less than six years National Guard service who has received a 20-year retirement letter: and the spouse of a deceased honorably discharged retiree (who has served at least (6) years in the Rhode Island National Guard) is eligible to become an associate member. The privilege of voting is not extended to associate members.
Associate members may participate on committees and activities of the organization provided their dues are current or they are life members. (Revised Dec. 97) (Revised Dec. 98, deleted ¶ c & d)
- c. The Board of Directors, by a two-thirds vote of the members of the board present, may expel a member for any act prejudicial to the character and interests of the Association or for any acts contrary to the bylaws or policies of the Association. Any member proposed for expulsion shall be

given a minimum of thirty (30) days advanced notice, by registered or certified mail, of the time and place of the Board meeting at which the expulsion will be considered and the reason the expulsion is proposed. The member will be allowed to appear in person, or be represented by a proxy, and submit a statement to the board at that meeting prior to their vote. (Added June, 2014) 2

Section 2 - DUES STRUCTURE

Annual Dues - Dues will be determined by the Board of Directors and approved by the General Membership at the June meeting. The dues will be collected annually in the month of September. Members are encouraged to pay their dues at the current rate for the period of up to five years. Dues increases will not affect a multi-year paid up member until their next membership renewal period. (Revised Dec. 98)

Section 3 - NON LIABILITY OF MEMBERSHIP

A member of this Association is not, as such, personally liable for the debts, liabilities, or other obligations of the Association.

Section 4 - MEMBERSHIP MANAGEMENT

- a. The Chairman of the Membership Committee shall be responsible for the collection of dues for each class of membership.
- b. Membership of any member shall terminate upon failure to renew his/her membership. All rights of a member will cease upon termination for non-payment of dues.

Article IV - OFFICERS AND COMMITTEES

Section - 1 - OFFICERS

The officers of the organization shall consist of the following:

- a. President
- b. Vice President
- c. Secretary
- d. Treasurer

Their term of office shall be two years, beginning 1 October through 30 September of the second year. (Revised June/98) Officers will not serve more than two consecutive terms of office as President, Vice President, Secretary or Treasurer, without the approval of the membership during the annual meeting in September. If approved by the membership, only one additional term shall be served as President, Vice President, Secretary or Treasurer. (Revised Dec. 2013)

Section - 2 - COMMITTEES

a. The committees of the organization are as follows:

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|-----------------|----------------------|---|
| 1. Newsletter | 6. Meeting Committee | 11. By-Laws (Added Dec, 2013) |
| 2. Membership | 7. Affiliated Groups | 12. Audit (Added Dec, 2013) |
| 3. Fund Raising | 8. Veterans Affairs | 13. Emergency Support Fund (Added Sept. 2014) |
| 4. Sunshine | 9. Memorial | |
| 5. Legislation | 10. Plaques | |

- b. The president shall nominate Chairpersons for each committee and present them to elected officers for approval. The elected officers shall approve the nominations by majority vote.
- c. The President may appoint special committees for a specified term as needed. The chairperson will be nominated by the President and presented to the Board of Directors for majority approval.

Section 3 - BOARD OF DIRECTORS

- a. The Board of Directors (BOD) shall consist of the elected officers and committee chairpersons and Past President.
- b. All communications will be sent in writing to the BOD.
- c. Five members of the BOD shall constitute a quorum.
- d. Directors may resign at any time for personal reasons.
- e. When a vacancy occurs, the President will identify a suitable replacement. The individual will be appointed to serve the unexpired term by a simple majority vote of BOD at the next scheduled Board meeting.

Section 4 - DUTIES AND RESPONSIBILITIES OF THE BOD

- a. Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation or by these Bylaws
- b. Shall serve as the operational and policy making body for the Association.
- c. Shall have full power to transact all business for the Association that falls within the scope and purpose of RINGRA.

Section 5 - OFFICERS

Qualifications - All current voting Members and Life Members of the organization are eligible to serve in an officer position.

Section 6 - DUTIES OF OFFICERS

- a. The President shall preside at all meetings of the BOD and the general membership. He or she shall perform all duties incident with the office and such other duties as may be required by law, by the Articles of Incorporation, by these Bylaws of which may be prescribed from time to time by the BOD.
 1. By virtue of his/her office be Chairman of the BOD.
 2. He/she shall have a vote only in case of a tie of the BOD.
 3. At the Annual meeting he/she shall present a report of the accomplishments of the Association.
 4. He/she shall ensure all books, reports and certificates are properly kept and filed
 5. He/she shall be one of the officers who may sign checks or drafts of the Association
 6. He/she will be responsible for the general welfare of the Association.
 7. He/she will confer with the BOD when situations arise which are not covered by the Bylaws and will try to resolve any problems.
 8. He/she will ensure an audit of the organization's financial records will be done annually in the month by October. (Revised Dec. 2013)
- b. In the absence of the President, the Vice President shall perform all duties of the President.
 1. The resignation or other abandonment of the office of President; the Vice President will automatically become President. (Revised 8 Dec. 2001)
 2. The resignation or permanent abandonment of any elected officer (Vice President, Secretary, or Treasurer) will be filled by the Board of Directors, for the remainder of their term of office. (Revised 8 Dec. 2001)

- c. In the absence of the President and the Vice President, the Secretary shall perform all the duties of the President. Also as Secretary the incumbent will:
1. Keep at the principal office of the Association the original copy of the Bylaws.
 2. Keep at the principal office of the Association the minutes of all meetings of the BOD, Committees, and general membership.
 3. Be responsible to see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.
 4. Be custodian of the records and as authorized by law or the provisions of these Bylaws, execute documents of the Association.
 5. Keep at the principal office of the Association a membership record containing the name and address of each and any member, and in the case where any membership has expired, record such fact together with the date on which such membership has ceased. (Revised Jan. 2012)
 6. Exhibit at reasonable times to any director of the Association the Bylaws, the membership roster, and the minutes of the proceedings of the directors and membership of the Association.
 7. In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation, these Bylaws, or which may be assigned to him/her from time to time by the BOD.
- d. Treasurer
1. Have the custody of and be responsible for all funds and securities of the Association, and deposit all such funds in the name of the Association in such banks, trust companies, or other depositories as shall be selected by the BOD.
 2. Receive, and give receipt for, monies due and payable to the Association from any source whatsoever.
 3. Disburse, or cause to be disbursed, the funds of the organization as may be directed by the BOD.
 4. Keep and maintain adequate and correct accounts of the Association's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.
 5. Exhibit at all reasonable times the books of account and financial records to any member of the BOD.
 6. Monthly render to the President and BOD a comprehensive accounting of all transactions and present a statement of financial condition of the Association.
 7. In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation, these Bylaws, or which may be assigned from time to time by the BOD.
 8. He/she shall be one of the officers whom may sign checks or drafts of the Association.
 9. All Association checks will be cosigned by the President or Vice President, (Revised June 2009) or a committee chairperson nominated by the President and approved by the Board of Directors. (Revised Dec. 2013)

Article V - MEETINGS

Section - 1 - REGULAR MEETINGS

- a. The Annual Meeting will be held in September. Officials will be elected bi-annually. The term of office shall be 1 October to 30 September of the second year. Additional meetings will be held in December, March, and June. (Revised June/98)
- b. The fiscal year will be from 1 October to 30 September.

Section - 2 - SPECIAL MEETINGS

- a. The President shall be required to call a special membership meeting within 30 days after ten (10) per cent or more of the active voting Members request such a meeting in writing.
- b. The President shall call a BOD meeting as he/she sees a need for it.
- c. The President shall be required to call a BOD meeting when three or more members of the BOD request such meeting in writing.

Section - 3 - NOTICE OF MEETINGS

Notice of regular or special meetings of the membership shall include the location of such meeting, day and hour of the meeting, and, in the case of special meetings, the purpose or purposes for which the meeting was called. Such notice shall be first class mail or bulk rate mail delivered to the US Postal Service not less than ten (10) days nor more than thirty (30) days before the scheduled date of the meeting. 6

Section - 4 - QUORUM FOR MEETINGS

A minimum of fifteen (15) members of the total membership shall constitute a quorum at all regular or special membership meetings, for the transaction of business for the organization, provided proper notification has been given prior to the meeting.

Section - 5 - MAJORITY ACTION AS MEMBERSHIP ACTION

- a. Every act or decision done or made by a majority of voting members present at a duly held meeting at which a quorum is present, is the act or decision of the membership, unless the Articles of Incorporation, these Bylaws, or provisions of law require a greater number.
- b. Each member entitled to vote may cast one vote on each matter submitted to a vote by the members. Voting at duly held meetings shall be by voice or written vote as determined by the President. During election of officers, a written ballot will be used.

Section - 6 - CONDUCT OF MEETINGS

- a. Membership meetings will presided over by the President
- b. The Robert's Rules of Order will govern meetings, such rules may be revised from time to time, insofar as such rules are not consistent with or in conflict with the Articles of Incorporation, the Bylaws, or with provisions of law.
- c. Order of Business at Quarterly Meetings
 1. Reading of the prior meeting minutes.
 2. Treasurer's Report
 3. President's Report (September meeting)
 4. Reports Of Committees
 5. Presentation of Expenses and action upon same
 6. Reading of communications and action upon same.
 7. Unfinished and Miscellaneous Business
 8. New Business
 9. Nomination and election of officers (September)
 10. Adjournment

Article VI - Elections

- a. Elections of officers of the Association shall be held at the Annual Meeting in September.
- b. Nominations for office will come from the floor.
- c. The Secretary shall inform the membership of the nominations before voting.
- d. The Secretary shall appoint two (2) or more tellers to issue and collect ballots from the voting membership.
- e. The Secretary shall count the ballots and announce the results of the ballot who will be the Association's new officers for the coming two years. (Revised June 1998)
- f. A plurality vote of the membership of the Association shall elect each general officer.
- g. The membership will be polled to obtain individuals who are interested in serving on the various Committees.

Article VII - Amendments to Bylaws

Section - 1 - APPROVAL OF AMENDMENTS

Bylaws may be amended at any meeting of the organization, duly called, by a 2/3 vote of the ballots cast.

Section - 2 - SUBMISSION OF PROPOSED AMENDMENTS

- a. When proposed amendments are signed by six (6) voting members and submitted in writing to the Secretary, the President shall cause such proposed amendments to be discussed at the next BOD meeting, occurring not more than thirty (30) days from the date of receipt of said petition by the Secretary.
- b. The President shall then schedule a vote upon the proposed amendment(s) to the by-laws of the Association at the next Quarterly meeting.
- c. The Executive Board will approve grammatical, spelling or minor changes required for clarification and omissions in paragraphs. These changes will be published in the next issue of the Updater newsletter, and at the next quarterly meeting.

Article VIII - Disclaimer

Section - 1 - The Committees, Officers, and Association members will be held harmless in the event of injury to anyone.

Section - 2 - These Bylaws will not be in conflict with any Federal, State, or Local law or ordinance.

Article IX – Dissolution

Section -1 - The Association shall only be dissolved upon the affirmative vote or consent of a majority of the Board of Directors of the Association and a majority of the members entitled to vote at a meeting, or by proxy, at which the appropriate quorum is present. (Added June 2014)

Section - 2 - In the event of the dissolution of the Association, all physical property, other than funds, will be donated to a non-profit organization nominated by the Board of Directors and approved by the membership. (Added June 2014)

Section - 3 - In the event of the dissolution of the Association, all remaining funds of the Association, after the debits and obligations have been paid and a reasonable reserve for contingent liabilities has been established, a perpetual fund or funds will be established and managed by a non-profit and/or governmental organization(s). The Board of Directors, will nominate a perpetual fund(s) and an organization or organizations for approval by the membership at which the appropriate quorum is present. (Added Sept. 2014) (Revised and Current a/o 13 Sept. 2014)