

BY-LAWS OF THE PIKES PEAK CHAPTER ASSOCIATION OF THE UNITED STATES ARMY MAY 2018

ARTICLE I. TITLE

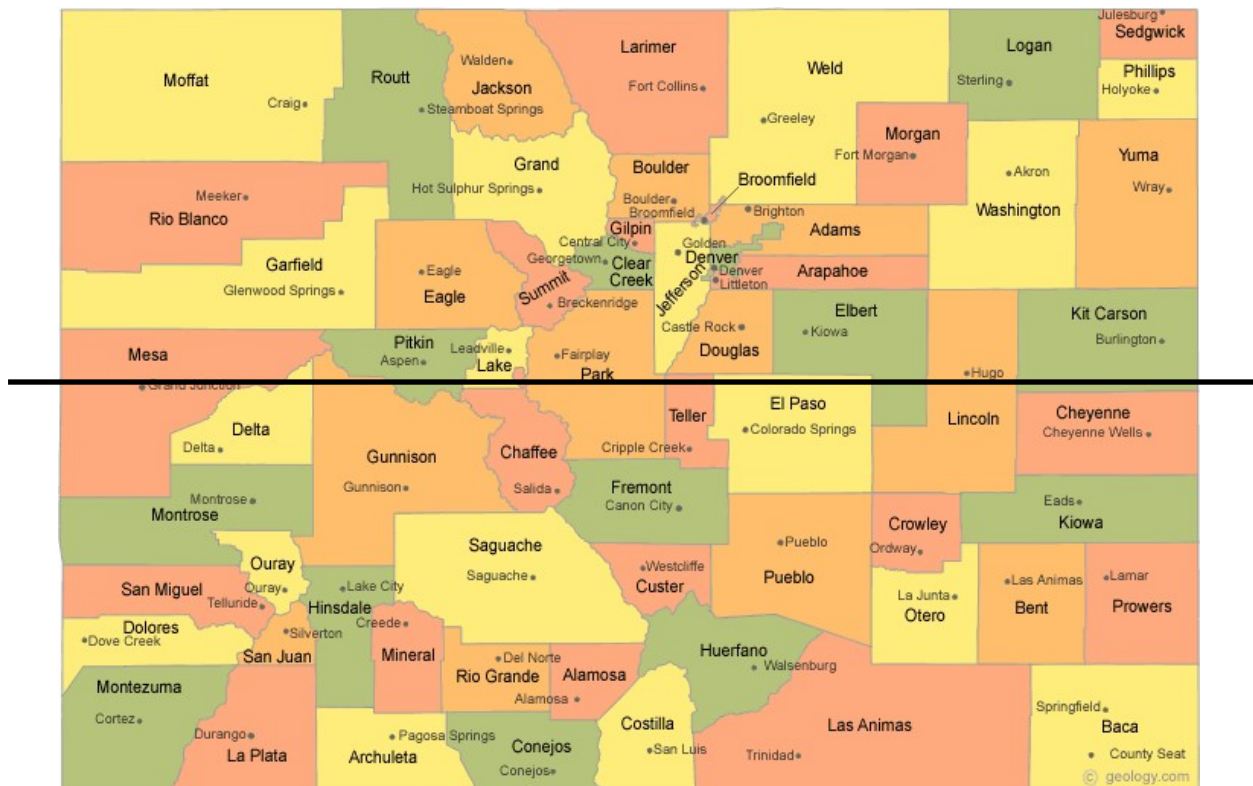
This organization, chartered under the authority of the Association of the United States Army shall be known as the Pikes Peak Chapter of the Association of the United States Army.

ARTICLE II. AIMS AND OBJECTIVES

The aims and objectives of the Pikes Peak Chapter of the Association of the United States Army shall be wholly educational, literary, scientific; fostering esprit de corps, dissemination of professional knowledge, and the promotion of the efficiency of the Army components of the Armed Forces and our Country; and by local action to further the aims and objectives of the Association of the United States Army.

This Chapter will neither propagandize extremist activities nor advocate violence against others or the violent overthrow of the Government.

ARTICLE III. CHAPTER AREA



The area encompassed by the Pikes Peak Chapter of the Association of the United States Army shall include the counties south of Castle Rock (including portions of Park, Jefferson, Douglas, Elbert Lincoln and Kit Carson) to the New Mexico border on the south, Kansas border to the east and Utah border on the west.

The Chapter, as a private organization, may conduct activities on Fort Carson with the consent of the installation commander under the provisions of AR 210-22.

SECTION 2. SUBCHAPTERS. The Chapter President may, with the approval of the Board of Directors, and National Headquarters, establish subchapters. The listing of these subchapters will be maintained as part of the permanent records of the Pikes Peak Chapter. Subchapters may be added, or deleted, by the President with the consent of the Board of Directors and National Headquarters.

Subchapters may have their own subchapter presidents, secretary, and vice president as deemed appropriate. Subchapters may not have treasurers or separate financial records or bank accounts. All administrative support and financial assistance will be performed by the parent chapter.

Members of the subchapters will remain affiliated with the Pikes Peak Chapter but may conduct activities under their own identity.

ARTICLE IV. MEMBERSHIP

SECTION 1. ELIGIBILITY AND CLASSES. Membership in the Pikes Peak Chapter of the Association of the United States Army shall be open to all these persons residing in, or with a place of business in, the regional area designated in Article III above, and who subscribe to Article II of these By-Laws. Types of membership shall include Individual (Life and Family) and Community Partner. Others may become members by specific request to National Headquarters. The chapter may institute Honorary membership, which will not be carried as such on National tools. National Partner companies may not be members of this chapter but National Partner members will be accepted as members. Community Partner companies will be affiliated with the chapter and Community Partner members will be enrolled as chapter members. The Chapter activities will not seek to deprive individuals of their civil rights.

SECTION 2. TERMS OF MEMBERSHIP. Membership in the Pikes Peak Chapter of the Association of the United States Army shall remain in force so long as the member maintains current status by payment of dues to National; conduct does not bring discredit on the Chapter, AUSA, or the U.S. Army; and meets additional requirements of the Pikes Peak Chapter as approved by National.

ARTICLE V. ORGANIZATION STRUCTURE

SECTION 1. COMPOSITION AND ELIGIBILITY. The officers of the Pikes Peak Chapter of the Association of the United States Army shall consist of: president, a first vice president, second vice president, vice president for Noncommissioned Officers/Enlisted Affairs, a Secretary and a Treasurer. The President and First Vice President will be elected by the membership. Other positions are appointive. The first and second vice president positions may assume specific titles different from “first” or “second” VPs (for example VP, Programs; VP, Membership, etc.). Additional vice presidents may be appointed by the President with the approval of the Board of Directors. Active Component and National Guard and Army Reserve Personnel on extended active duty may hold elected office at the chapter level with the advice and consent of their Ethics Counselor before consenting to serve.

SECTION 2. BOARD OF DIRECTORS. The Board of Directors shall consist of up to 12 members, appointed by the President with the approval of membership. The President and Vice Presidents are ex-officio members of the Board of Directors.

SECTION 3. EXECUTIVE COMMITTEE. The Executive Committee (EC) shall consist of: the President, Vice Presidents, appointed Chairpersons, Secretary, Treasurer, and Immediate Past President. Non-voting EC members-at-large may be appointed by the President to the Executive Committee.

SECTION 4. STATUS AND POWERS. The Board of Directors shall be the governing body of the Chapter. They govern in accordance with the By-Laws of the Association of the United States Army and the By-Laws of the Pikes Peak Chapter. The Executive Committee shall have the power to act in the board’s name in situations requiring decisions before the next scheduled Board of Directors meeting, and will meet quarterly at the call of the president.

SECTION 5. TERM OF OFFICE. Officers elected shall serve for two years, or until their successors are elected.

SECTION 6. NOMINATIONS AND ELECTIONS.

Nominations. The Chapter President on behalf of the Executive Committee and Board of Directors will notify all members of the nominating process to elect officers at least 60 days prior to the membership meeting at which the elections will take place. Members must notify the Secretary no later than 20 days prior to the meeting so that all members are notified nominations at least 15 days before the election. Nominations from the floor will be accepted at the election.

Terms of Membership-Elected Officers (President and First Vice President). If there are no nominations to replace an incumbent officer who has served out his or her term, unless the

incumbent agrees to serve another full term of two years, which must be approved by the Executive Committee, then there must be an ongoing and active nomination process with the goal of electing a replacement officer within 90 days. At the end of every 90-day period thereafter without an election, the incumbent officer must declare his or her willingness to continue in the position for another 90 days. The President and First Vice President offices shall not be vacant (see Sections 1 and 7).

Elections. Elections are by voice vote unless motion to hold a ballot is made prior to the election. The elected officer(s) will normally assume their office on July 1 of the year in which the election is held.

SECTION 7. VACANCIES. A vacancy in any office as a result of death, resignation, or otherwise, may be filled by majority vote of the Executive Committee for the unexpired portion of such term.

SECTION 8. DUTIES OF OFFICERS.

President: Principle executive officer of the chapter. Presides at the meetings of the Executive Committee, Board of Directors, and General Membership Meetings. Appoints additional officers on the Executive Committee. Responsible for ensuring a sound organization and effective overall chapter management.

First Vice President: Assists the president in the overall management of the chapter. Presides in the President's absence. In the event the president is no longer able to serve, assumes the duties of the president until a special election can be held.

Second Vice President: Provides management of the Chapter's programs to ensure timely scheduling and arrangement for guest speakers.

Vice President for Noncommissioned Officer/Enlisted Affairs: Provides oversight on all Chapter activities supporting noncommissioned officer and enlisted activities.

Secretary: Serves as the primary administrative officer for the chapter. Arranges for, schedules and keeps minutes of all chapter meetings. Responsible for reporting of the chapter activities to National. Responsible for the filing and archiving of chapter records of legal and/or historical value.

Treasurer: The Treasurer is responsible for:

- a. Proper receipt and disbursement of funds belonging to the chapter and the safeguarding of funds and other assets.

- b. The maintenance of necessary accounting records, the preparation and submission of financial reports, and for facilitating requested and required audits of chapter financial documentation.
- c. Maintenance of relations with banks and other financial institutions.
- d. Preparation of written procedures governing financial administrative matters for approval by the Executive Committee, or as required by AUSA National.
- e. Submitting to the Treasurer at National financial reports covering the calendar year. Date of submission will be indicated by the National Treasurer.

SECTION 9. COMMITTEES.

Membership Committee - provide oversight over the Chapter's membership activities.

Programs Committee - assists the Second Vice President (or VP, Programs) with the planning and coordination of Chapter sponsored fundraisers, activities, events, and other supported programs.

Corporate Affairs Committee - provides interface with the Chapter's corporate members and partners ensuring communication between and liaison pertaining to all Chapter activities.

ARTICLE VI. FINANCIAL CONTROLS

The chapter derives its legal existence from the charter for the Association of the United States Army, incorporated in the District of Columbia on 5 July 1950, and operating as an educational organization exempt for Federal income taxation under the terms of Section 501(c)3 of the Internal Revenue Code.

Financial administrative procedures will be conducted in accordance with these bylaws and other written procedures approved by the Board of Directors, to ensure compliance with AUSA National guidance and AR 220-10.

Neither the Federal Government nor Fort Carson, Colorado will have any liability for the Chapter's actions or debts.

Public and Association Professional liability insurance coverage for the Chapter and its officers is provided by AUSA National for permitted activities of the chapters. The Chapter will ensure that all required Federal, State and jurisdictional laws are met. Chapter members will not be held liable for debts of, or claims against, the Chapter.

The Chapter will reimburse the U.S. Army for utility expense, unless use is incidental, or otherwise assumed by the Commanding Officer of the facility or post, or his or her appointed official.

ARTICLE VII. MEETINGS

SECTION 1. GENERAL MEMBERSHIP MEETINGS. General membership meetings will be conducted three times a year for the purpose of highlighting chapter activities, recognizing service to the association, and election of officers. The officers elected will normally be installed in the month of July. General membership meetings should be held in November, March, and June, or at other approved dates/times befitting to community calendars. Officers will be elected at least 30 days prior to their installation ~~in June~~.

SECTION 2. BOARD OF DIRECTORS MEETINGS. Board of Directors meetings shall be held quarterly in conjunction with an Executive Committee meeting. BOD meetings can be virtual in nature (via electronic mail or media).

SECTION 3. EXECUTIVE COMMITTEE MEETING. Executive Committee meetings shall be held monthly and these meetings may be held virtually.

SECTION 4. QUORUM. 25 members shall constitute a quorum for the conduct of business at a General Membership Meeting. A quorum may be achieved by proxy votes via electronic communication means (e.g.; telephone, email, text, or online) so long as it can be verified that the proxy voter is a bona fide, current Chapter member.

SECTION 5. Authority to Operate on DOD Installation. The installation commander may revoke the permission for the Chapter to operate within the installation boundaries at any time.

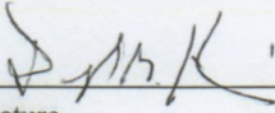
ARTICLE VIII. AMENDMENTS

When validated by quorum vote, these By-Laws may be amended at any General Membership Meeting, provided advanced notice of seven days or more of such proposed amendment has been given. Chapter-approved amendments to these By-Laws can be implemented immediately on an interim basis, subject to approval by the National Association.

ARTICLE IX. DISSOLUTION

In the event that this chapter shall cease to exist for any reason, all assets remaining after all obligations have been satisfied will be transferred to National Headquarters.

These By-Laws adopted by the chapter membership on May 16, 2018.



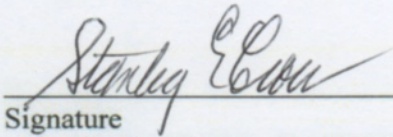
Signature

COL Douglas M. Harris, U.S. Army Retired

Chapter President

President, Pikes Peak Chapter – Association of the United States Army

Approved at National Headquarters on 27 April 2019



(for the Council of Trustees)

Signature

COL Stanley Crow U.S. Army Retired

Director, Chapter and Region Support