

AVVA State Association Bylaws

ARTICLE I NAME

The name of the organization is Associates of Vietnam Veterans of America Nevada Association, Inc. and is hereafter referred to as the Association.

ARTICLE II PURPOSE

The purposes of the Association are those prescribed by the Articles of Incorporation of the Associates of Vietnam Veterans of America Incorporated hereinafter referred to as the Corporation. The purposes are in Appendix A of these bylaws.

ARTICLE III MEMBERS AND VOTING

Section 3.01 Voting Membership. Voting membership at the Association level shall consist of the officers and all duly elected chapter presidents, chapter representatives and the at-large representative. An officer or duly elected chapter president, chapter representative, or at-large representative may appoint an alternate to act on their behalf. No member shall have more than one vote, regardless of how many AVVA association level offices they hold. (e.g. One person is both the state association vice-president and is also a chapter representative.)

Section 3.02 Non-voting Membership. Non-voting membership at the state level shall consist of appointed points-of-contact (POC), dual members within the state, and regular members not listed in section 3.01.

Section 3.03 Delegate of Record. The state president shall be the delegate of record for the state at national meetings and elections. A delegate of record may appoint an alternate to act on their behalf.

Section 3.04 Voting.

- a. All State elections shall be by written ballot, cast by those persons present and eligible to vote. A majority vote will declare a winner in any office.
- b. There will be no absentee or proxy ballots allowed, nor will any representative of one chapter vote on behalf of another chapter.
- c. If only one qualified candidate has submitted an intent to run for any individual office, that office will be filled by acclamation and that candidate will be installed in said office.
- d. In the event of a tie vote a second, and if necessary a third, vote will be taken. If after the second [or third] vote a tie remains, the office will be filled as follows:

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- i. A tie can only exist if there are an even number of ballots cast. If the tie is not broken by either the second or third ballot the state president will put the affected names into an opaque vessel and a non-voting member will pick a name from that vessel. The person whose name is pulled will have won the election for the office in question.

ARTICLE IV OFFICERS

*Section 4.01 **Officers and Duties**.* The officers of the Association are president, vice-president, secretary and treasurer. The officers shall perform the duties prescribed in the Policies and Procedures Manual adopted by the Corporation.

*Section 4.02 **Ballot Election, Term of Office**.* The officers shall be elected by ballot to serve for two years. Their term of office shall begin at the end of business at the meeting at which they are elected.

*Section 4.03 **Removal from Office**.* Officers may be removed from office for cause, when supported by documented evidence or disciplinary action. The voting membership will be notified in advance of the upcoming vote by any method of communication that insures notification.

*Section 4.04 **Office-Holding Limitations**.* No member shall hold more than one State office at a time with the exception of secretary-treasurer if there is no candidate for one or the other. There must be at least three individuals holding officer positions.

*Section 4.05 **Filling of Vacancies**.* If a vacancy occurs in the office of state president, the vice-president shall assume the position of president for the remainder of his or her unexpired term. In the event of a vacancy in any other state office, the president will appoint a person to fill that office until the next election cycle. This appointment must be approved by the majority of the remaining voting members who are present at the meeting.

ARTICLE V MEETINGS

*Section 5.01 **Regular Meetings**.* The State Association shall hold regular meetings as deemed necessary by a majority of the voting members. Date, time and place will be provided to the voting members at least thirty (30) days prior to the meeting, by any means that will insure notification.

*Section 5.02 **Annual Meeting**.* The annual meeting will be ***between January and June*** and shall be for any official business that may come before the Association. ***In even numbered*** years this annual meeting shall be the election meeting, and shall be for electing officers, and for any other business as may arise.

*Section 5.03 **Special Meetings**.* Special meetings may be called by the president, the board, or may be mandated upon written request of three voting members of the Association. The purpose of the meeting shall be stated in the call, which shall be sent to all voting members at least five days before the meeting, by any means that insures notification. Special meetings may be held

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in person, via internet meeting programs, telecommunications, or any means that insures the ability to conduct business in an official and verifiable manner. In all cases, minutes or other documentation of all business must be kept in official state files.

Section 5.04 **Quorum**. Three voting members of the Association shall constitute a quorum. A quorum must be established for any business to be conducted.

ARTICLE VI Committees

Section 7.01 **Auditing Committee**. A Financial Review Committee of three members, which cannot include the treasurer, shall be appointed by the president. The committee's duty shall be to review the treasurer's accounts at the close of the fiscal year and to report at the next meeting.

Section 7.02 **Other Committees; President's Ex-Officio Committee Membership**. The Association may establish such other committees, standing or special, as it shall from time to time deem necessary to carry on its work. The president shall appoint their members unless this rule is suspended by a two-thirds vote before their appointment. The president shall be an ex-officio member of all committees except the Elections Committee and any Disciplinary Committees.

ARTICLE VII Parliamentary Authority

The rules contained in the latest edition of *Robert's Rules of Order* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and the policies and procedures of the national Corporation.

ARTICLE VIII Amendment of Bylaws

These Bylaws may be amended at the annual or any regular or special meeting of the voting members of the association, by a two-thirds vote of those voting members present. Quorums will apply. These amendments must be submitted in writing. The voting membership will be notified of the amendment at least thirty days (30) before the vote is taken by any method of communication that ensures notice.

Appendix A


The following paragraphs reflect the purposes of the Associates of Vietnam Veterans of America. No part of this Appendix may be added to, changed or deleted unless changed by the Corporation.

1. The Associates of Vietnam Veterans of America Nevada Association, Inc. is organized for charitable and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations described under section 501(c)3 of the Internal Revenue Code, or corresponding section of any future tax code. The primary mission of the Corporation is to support our Veterans of all generations and

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our communities by providing education and information of serious concerns to veterans, their families and the community.

- a. To help foster, encourage, and promote the improvement of the condition of the Vietnam-era veteran, their families, and other generations of veterans;
- b. To promote physical and cultural improvement, growth and development, self-respect, self-confidence, and usefulness of all veterans, their families, and our community;
- c. To eliminate discrimination experienced by Vietnam-era veterans, their families, and other generations of Veterans, to develop channels of communication which will assist veterans, their families, and others, and to maximize self-realization and enrichment of their lives and enhance life fulfillment;
- d. To study, on a non-partisan basis, proposed legislation, rules, or regulations introduced in any federal, state or local legislative or administrative body, which may affect the social, economic, educational, or physical welfare of the Vietnam-era veterans, their families, or other generations of veterans, and on a very limited basis encourage people to help improve the quality of life of the Vietnam-era veteran, their families, and other generations of veterans especially in the areas of employment, education, training, and health;
- e. To review and disseminate scientific and educational research on a non-partisan basis, pertaining to the relationship between Vietnam-era veterans and the American society, the Vietnam War experience, the role of the United States in securing peaceful co-existence for the world community, and other matters which affect the social, economic, educational, or physical welfare of the Vietnam-era veteran, their families, or other generations of veterans;
- f. To assist disabled and needy veterans including their dependents, and the widows and orphans of deceased veterans. In furtherance of the corporate purposes, the Corporation shall have all the general rights and powers conferred upon nonprofit corporations by the Nevada Non-Profit Corporation Act as now in effect or as may hereafter be amended, including, but without limitation, the rights and powers to receive gifts, devices, bequests and contributions in any form, and to use, apply, invest and reinvest, the principal or income there from or to distribute the same for the above purposes;
- g. The corporation will at no time engage in any lobbying or substantial legislative activity except on a limited basis to inform its members of pending legislation so that as individual citizens they may contact their state or local legislators.



Signature of Current State President

October 7, 2023

Date Signed