

*United Veteran Council  
of Monterey County  
Constitution and By-Laws*

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**CONSTITUTION**

**ARTICLE I - NAME**

The name of this organization shall be United Veterans Council of Monterey County, California.

**ARTICLE II - PURPOSE**

The purpose of the United Veterans Council of Monterey County (hereinafter "UVC") was established on 24 October 1983 as a 501(c)(19) tax exempt organization to promote the common good and welfare of all veterans, their dependents, widows, orphans, and citizens of the United States.

**ARTICLE III - MEMBERSHIP**

Membership in the UVC shall not be more than three (3) members from each Veterans service organization and/or Auxiliary within Monterey County. There shall be associate memberships in the UVC without voice or vote.

**ARTICLE IV - ADMINISTRATION**

**Section 1:** The administrative affairs of the UVC shall be vested in the UVC Board of Directors in emergencies only and all other actions of the UVC Board of Directors must be ratified by a majority vote of those UVC members present and voting, at the next regular UVC meeting.

**Section 2:** The UVC Executive Committee shall be composed of the President, Vice President and Board of Directors.

**Section 3:** At the time specified in the UVC Bylaws, the UVC shall elect annually a President, Vice President, and Board of Directors. Such other officers as may be necessary to operate the UVC may be appointed by the President with the approval of the

UVC. Neither the UVC President nor the UVC Vice President may serve as UVC Secretary or Treasurer.

### **ARTICLE V - EXECUTIVE**

The executive power of the UVC shall be vested in the UVC President.

### **ARTICLE VI - AMENDMENTS**

This Constitution may be amended at any UVC meeting by a vote of two-thirds of those UVC members present and voting, provided that any such amendment is read at two (2) meetings and that all UVC members were notified of the proposed change prior to each of the two (2) meetings.

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## BYLAWS

### **ARTICLE I - ORGANIZATION PROVISIONS**

The United Veterans Council of Monterey County (hereinafter, "UVC") was established on 24 October 1983 to promote the common good and welfare of all veterans, their dependents, widows, orphans, and citizens of the United States. The UVC was officially incorporated as a not for profit Veterans group -- 501(c)19 -- by the Internal Revenue Service with membership confined to veterans organizations and their auxiliaries.

### **ARTICLE II - OBJECTIVES**

**Section 1.** The primary objective of the UVC is to support all veterans by providing information on legislation, or other actions, that might be detrimental to, or for the good of, veterans, through the member Monterey County Veterans service organizations.

**Section 2.** Each year, on the day designated by the U.S. Government as Memorial Day, a fitting and proper service and ceremony to honor all veterans, from all wars, which gave the ultimate sacrifice for their country, will be supported by the UVC.

**Section 3** Local patriotic observances such as Veterans Day, Flag Day, Independence Day, Labor Day, and any other city or county patriotic observances, will be supported by the UVC. UVC member organizations are encouraged to participate in patriotic veteran support activities and functions sponsored by other veteran groups.

### **ARTICLE III - MEMBERSHIP**

**Section 1.** The UVC's membership year shall be from 1 January to 31 December each year to correspond with the calendar filing year.

**Section 2.** Regular membership in the UVC shall consist of not more than three delegates from any Monterey County, California veteran service organization, and/or their auxiliaries.

**Section 3.** Membership dues are \$20.00 per person each year.

### **ARTICLE IV - DUTIES OF OFFICERS**

**Section 1. President:** The purpose of the Office of President of the UVC is to direct and provide oversight of the activities of the UVC and to preside over all meetings of the Council unless unavoidably absent. The President shall have the right of general leadership over all affairs of the Council including elections, audits, meetings, notices, finance, public observances, social gatherings, and correspondence. The duties of the Office of the President include, but are not limited to the following:

(a) The President shall conduct all meetings in a manner appropriate for achieving the goals of the Council and use Robert Rules of Order as a guideline to ensure appropriate decorum for conducting the business of the meeting. The President is the ultimate authority, and shall be the final determinate, of the procedures to be employed for conducting Council meetings.

(b) The President shall appoint a Director as chairperson of each of the standing committees and their membership, and shall be a *member ex-officio* that will carry out the duties of the committee for the good and/or welfare of the UVC.

(c) The President shall be THE representative of the UVC in any interface with governmental, public, or media individuals or groups in the provision of information, and/or negotiation of UVC business, unless a representative is appointed by the President to act in his/her stead.

(d) The President shall authorize all orders or requisitions made on the Treasurer for appropriation of money approved by the Council for the conduct of UVC business. The President shall approve and sign the Treasurer's reports required by governmental agencies to ensure that these reports are submitted as appropriate.

**Section 2. Vice President:** The Vice President of the UVC shall assume the duties of presiding over meetings of the Council, and have the authority to act as the representative of the Council, in the absence of, or as directed by, the President of the UVC. The Vice President shall assist the President with all legitimate policies and functions that are brought before the Council for consideration and promoting the goals and objectives of the UVC.

**Section 3. Secretary:** The purpose of the UVC Secretary is to keep the minutes of the meetings and to carry on necessary correspondence for the Council. Duties of the UVC Secretary include, but are not limited to the following:

(a) Produce and distribute copies of the minutes of the previous Council meeting to the delegates at the beginning of each regular UVC meeting. The Secretary shall maintain a book, or file, of minutes of all past meetings.

(b) Prepare, dispatch, and receive correspondence and assist the President in clerical assignments of the UVC.

(c) The UVC Secretary shall be responsible for preparing and filing all reports required by the Council and governmental agencies except for annual tax returns.

(d) The UVC Secretary shall prepare and maintain a meeting sign-in sheet to record attendance of all delegates, alternates, and guests. The sign-in sheet shall contain the name of the individual present, membership organization they represent, attendance status (i.e., delegate, alternate, or guest) telephone number, and E-mail address.

(e) The UVC Secretary shall preside over Council meetings in the absence of the President and Vice President, and has the authority to act as the representative of the

Council in their absence or as otherwise directed.

**Section 4. Treasurer:** The Treasurer of the UVC serves as the custodian of Council monies. The Treasurer shall keep accurate financial records and prepare financial reports to be presented at each Council regular meeting detailing all transactions and the balance of the Council Treasury. Duties of the UVC Treasurer include, but are not limited to the following:

(a) Hold funds of the Council and pay out of the said funds upon requisition in due form as authorized by the Council delegates and approved by the President. The Treasurer and one other authorized officer shall sign all checks that have been duly authorized for payment by the delegates during a regular meeting.

(b) Maintain the account of the Council member dues and collect all monies due the Council, giving in all cases receipts therefore, and notify all Council members who are in arrears. Membership dues are due in January, or sooner, each year. A “Notice of Arrears” will be sent to the UVC member organization that is three months in arrears for their dues. Member organizations that are more than 3 months in arrears may not vote until brought current.

(c) Prepare and submit, over the signature of the President, all required financial instruments and/or reports required by governmental agencies by applicable state or federal law.

(d) Prepare and submit an annual report on the financial condition of the Council to the UVC delegates during the annual election meeting.

(e) The UVC Treasurer shall preside over Council meetings in the absence of the President, Vice President, and Secretary, and has the authority to act as the representative of the Council in their absence or as otherwise directed.

**Section 5. Judge Advocate:** The Judge Advocate serves as a legal advisor to the UVC President and to the Council. Duties include, but are not limited to advising the UVC on such legal issues as may come before it and, upon request of the President, provide advice and interpretation of the Constitution and By-Laws and on questions of parliamentary procedure. The Judge Advocate also serves as chairman of the nominating committee. The UVC Judge Advocate shall preside over Council meetings in the absence of the President, Vice President, Secretary, and Treasurer and has the authority to act as the representative of the Council in their absence or as otherwise directed.

**Section 6. Chaplain:** The UVC Chaplain is responsible for conducting such devotional services as might be required or directed by the Council. Duties include, but are not limited to, conducting the invocation and benediction at all meetings, conducting memorials at veteran ceremonies supported by the UVC within the jurisdiction of the UVC.

## **ARTICLE V - COMMITTEES**

There shall be four (4) Standing Committees of this Council as follows: Legislation, Veteran Affairs, Audit and Nominating. A Committees duties and responsibilities shall be simultaneously defined by the President. Standing Committees shall consist of a chair and as many members as deemed necessary by the UVC President, unless otherwise provided for in these Bylaws. The President shall appoint the chair from the Board of Directors and all members of the each committee, subject to approval by the Council delegates. All Standing Committees shall, notwithstanding any other provisions of these By-Laws, consist of delegates to the UVC in good standing. The President shall serve as *member ex-officio* on all Standing Committees, notwithstanding any other provisions of these Bylaws.

**Section 1. Legislation Committee:** The Standing Committee on Legislation shall keep the Council delegates informed of legislation that may be introduced in the California Legislature or United States Congress, of such a nature as to affect the interest of the veterans, or the patriotic interest of the public, and disseminate information to member veteran organizations along with recommendations of any action that might be deemed advisable or expedient. The Committee shall also act upon matters referred to it by the President.

**Section 2. Veteran Affairs Committee:** The Committee shall have the responsibility to monitor and report all governmental and non-governmental sources for actions pertaining to Veterans issues.

**Section 3. Audit Committee:** The President of the UVC shall appoint three (3) delegates to the Audit Committee to conduct an audit of the financial records in the custody of the Treasurer not less than once a year. Such audit must be accomplished with the results reported to the entire Council within (60) days following the installation of newly elected officers.

**Section 4. Nominating Committee:** The nominating committee shall nominate candidates for elected offices of the UVC. The Judge Advocate serves as chairman of the nominating committee.

(a) The President shall appoint the committee two months prior to the annual election meeting to recommend candidates for officer positions on the Council. The Nominating Committee shall present its recommendation to the Council during the regular meeting prior to the Annual Election Meeting in December.

(b) Delegates to the UVC may nominate any other eligible individuals for Council officer positions in addition to the Nominating Committee recommendations. The nomination and election of officers shall be held during the regular meeting scheduled during the month of December (first nomination meeting).

(c) Nominated candidates for any office must be present when the nomination is made and either accept or decline their nomination prior to a vote being taken. The UVC Secretary shall make official record of the acceptance/refusal. A letter of acceptance/refusal of any elected office must be submitted to the Secretary prior to the

elections for those members unable to attend the election meetings.

(d) No Council delegate is permitted to be nominated for or hold more than one elected office on the UVC. An elected officer is permitted to also hold an appointed position on the UVC except Treasurer and Secretary (appointed by the President).

(e) Only those Council delegates who are physically present at the Annual Election Meeting will be permitted to vote and each delegate present has but one vote. Alternates acting in the stead of an official/eligible delegate shall have the same voting rights as the delegate they are substituting for. Absentee ballots are not permitted.

(f) Newly elected officers shall be installed and assume office during the first meeting of the new year (January) to be identified as the Installation Ceremony Meeting. At the December meeting the outgoing President shall appoint the Installation Officer.

(g) In the event that an elected officer is unable to complete the term of office, the UVC President shall call for a special election to fill the unexpired term of the vacated position. Should the President be unable to complete his/her term of office, the Vice President shall succeed to that position and will call for a special election to fill the vacated Vice President position. The presiding officer of the UVC shall call for nominations and a special election to be held during the next scheduled regular meeting of the Council.

**Section 5. Membership Committee:** The President shall appoint the chair from the Board of Directors and all members of the each committee, subject to approval by the Council delegates. The Chairman of the membership Committee is responsible for the recruitment of eligible organization for membership on the Council and dissemination of renewal notifications to eligible organizations prior to the annual UVC election meeting. The Chairman shall be responsible for contacting prospective members and providing membership materials/applications, a copy of the UVC Constitution and By-Laws, and an invitation to the next UVC meeting. The Chairman shall maintain a record of all member organizations, and their delegates, along with their membership applications with assistance from the Treasurer of their current status.

## ARTICLE VI - ADMINISTRATION

**Section 1. Meetings:** Meetings of the UVC shall be held at a date, time, and place known to the membership.

(a) Regular meetings of the UVC shall be held each month at a regularly scheduled time and place known to the membership. Notification of meeting time and date shall be provided via E-mail address provided by the delegates as applicable. Delegates without access shall be notified through other means such as telephone or the delegate's last known U.S. Postal Service mailing address. All regular meetings of the UVC shall be

held within the County of Monterey, California.

(b) Special meetings may be convened by the presiding officer or on request of five (5) delegates who represent at least three (3) member organizations. The purpose of the special meeting shall be stated in the call, and no other business may be transacted at any special meeting other than that for which it was specifically called. Except in cases of emergency, a minimum of ten (10) days notice shall be given to delegates for a special meeting. E-mail, Telephone and/or U.S. Postal Service mail shall be used for notification of special meetings as appropriate.

(c) To legally conduct duly called meetings of the UVC, there must be a quorum of at least eight (8) representative organizations or 50% of the total member organization, whichever is least.

(d) When it is necessary to postpone or cancel a scheduled meeting, it shall be the responsibility of the UVC President to notify delegates as expeditiously as possible. Except when not practical, delegates shall be notified of such postponement or cancellation a minimum of two (2) days prior to the scheduled meeting by same method of notified meetings.

(e) Meeting order of business shall adhere to the following agenda:

- Call To Order
- Salute To Colors and Pledge of Allegiance
- Invocation
- Roll Call of Officer
- Secretary's Report - Minutes - Correspondence
- Treasurer's Report
- Committee Reports
- Unfinished Business
- New Business
- Good and Welfare of the Council
- Salute to Colors
- Benediction



- Adjournment

**Section 2. Absence of Officers:** Should any elected officer be absent for two (2) consecutive regular meetings without good cause or approval, the President of the UVC may declare and give notice that the office is vacant. At the regular meeting of the Council following such notice of vacancy, the Council shall nominate and elect an eligible delegate to fill the remaining term of the absentee officer as provided for in these Bylaws. Appointed officers shall hold their office at the pleasure of the UVC President.

**Section 3. Impeachment:** The Council may impeach and remove from office, by a two-thirds (2/3) vote, any officer for immoral conduct, or for any abuse or dishonorable practice of any kind, upon providing the officer a due process hearing, presided over by the UVC President. If the President is the subject of the impeachment, the Vice President shall preside at the due process hearing. Should an officer be impeached, the position will be filled through a special election as provided for in these Bylaws.

## ARTICLE VII - FINANCE

**Section 1. Budget:** The UVC Treasurer shall prepare a budget for submission to the Council at the first regular meeting following the Installation Ceremony meeting containing the amounts required to conduct the affairs of the UVC for the upcoming year. The budget shall serve as a plan for the coordination of resources and expenditures of the UVC. The budget shall be balanced and the total outlays for the year shall not exceed the total receipts. Whenever it is necessary and appropriate to amend the budget between annual meetings, the Treasurer shall publish the entire text of the revised budget indicating the specific amendments thereto.

**Section 2. Financial Statements:** The Treasurer shall prepare, and submit, to all delegates of the UVC a statement of the UVC's finances at the beginning of each regular meeting of the Council. This is essential so that the delegates understand the current financial situation of the Council to allow for informed proposal presentations, or motions, for the allocation of UVC resources being made during the meeting.

**Section 3. Financial Accounts and Bonding:** All funds of the UVC shall be deposited in a reliable depository insured by the Federal Deposit Insurance Corporation (FDIC) or Federal Credit Union Insurance Corporation (FCUIC). All monies shall be deposited and all investments made in the name of the UVC. The UVC Treasurer shall, within thirty (30) days of opening any bank account, investment, or other financial account(s), notify the Council of the account, the primary financial institution or other location(s) where the account(s) reside. The President, along with the immediate Past President and Treasurer, shall execute a bank signature card to facilitate the payment of legitimate bills of the Council. Any officer so authorized shall obtain a fidelity bond for the faithful discharge of the above duties in such sum and with such surety as the Council may determine. The expense of such bonding to be paid by the UVC.

**Section 4. Authorizations and Appropriations:** Authorizations and appropriations from

the UVC Treasury shall require a majority vote of the Council. Up to fifty percent (50%) of the budget category “General Fund” may be used at the sole discretion of the UVC President without requiring a vote of the Council.

**Section 5. Reimbursements:** UVC officers may be entitled to reimbursement of certain expenses necessary for the conduct of their respective offices. Such reimbursement shall be limited to the actual expenditure only, and shall be reimbursable only upon presentation of a written request with receipts (or copies of the same) to the Treasurer for approval at a regular UVC meeting. UVC members requesting reimbursement for expenses to conduct UVC business shall seek approval of the Council prior to incurring expenses.

**Section 6. Compensation:** No Council officer or member may receive any compensation, by gift or otherwise, from the UVC or own any organization which receives such compensation without approval of the Council by majority vote. Reimbursement of reasonable expenses incurred shall not be deemed to be compensation.

**Section 7. Membership Dues:** Annual dues shall be levied on each member organization at a rate determined by a majority vote of the Council. Said dues shall be payable on the first day of January each year. If not paid by the 31st day of March, the member organization shall be declared delinquent and will not be entitled the rights and privileges of membership on the Council and its delegates will have their right to vote revoked. After six (6) months, a delinquent member organization shall be removed from membership and participation on the Council. To encourage timely payment of dues, a Reinstatement Fee for an organization that has been dropped from membership on the Council shall be fifty percent (50%) of the current annual dues. This Reinstatement Fee may be waived by a majority vote of the Council. New member organizations joining during a month other than January shall be assessed a prorated dues amount to be calculated on a quarterly basis.

**Section 8. Fund Raising:** The UVC is dependent upon grants and donations to finance the conduct of its activities. To raise operating funds, the Council shall solicit donations from any available legally approved source. The UVC shall also be authorized to conduct, or participate in, fund raising events that are legally sanctioned and are in accord with its not for profit charter.

(a) All fund raising activities, which might conflict with the activities of member organizations, shall not be engaged in without prior consent of the affected organization.

(b) Sale of products by the UVC, which bear the logo or name of the UVC, shall not be permitted without consent of the Council by majority vote.

(c) Fund raising activities involving telephone solicitation, direct mail, work place donations, or the sale of goods, shall be restricted and may not be engaged in without prior approval of the Council by majority vote.

(d) All fund raising activities must comply with applicable Federal, State, and local laws,

rules, and regulations.

## **ARTICLE VIII - POLITICAL ENDORSEMENT**

The UVC, and its delegates, may not endorse, on the behalf of the Council, any candidate for any elected office or position. The UVC may comment upon, and endorse, on behalf of the Council, any candidate holding, or proposed for, an appointed position, that directly affects veteran affairs, provided that all such comments and/or endorsements made by the UVC, with respect to Federal appointees, are made in consultation with member organizations through their Council delegates.

## **ARTICLE IX - RELATIONSHIP WITH OTHER ORGANIZATIONS**

The purpose of the UVC is to foster and support all veterans and veteran organizations through the exchange of information and ideas among and between veteran organizations in order to provide better service to veterans and their families. Essentially, the UVC is an association of veteran organizations. It is not, and will not be, dominant over any veteran organization. It merely provides a central forum within Monterey County to disseminate veteran information between veteran organizations and support veteran organization activities for the common good and welfare of all veterans.

## **ARTICLE X - AMENDMENTS**

**Section 1. Amendments Process:** The By-Laws of the UVC may be amended at any regular or special meeting by a two-thirds (2/3) vote of those members voting, provided, however, that a copy of the proposed amendment(s) has been submitted in writing to Council delegates at the previous meeting; and, provided further, that a copy of the proposed amendment(s) is submitted in writing to the UVC President.

**Section 2. Severability:** In the event that any Article (or provisions thereof) in these By-Laws shall be found or held as invalid by any act of law, by any court of competent jurisdiction, or for any other legitimate reason, such invalidity shall not affect the remaining provisions of these By-Laws, and to this end the provisions of these By-Laws are severable, all other provisions remaining in full force and effect.

## **ARTICLE XI - CERTIFICATION**

**Section 1. Adoption of Bylaws:** The foregoing Bylaws having been adopted in the County of Monterey, State of California, by the United Veterans Council of Monterey County by a two-thirds vote of the delegates concurring, on this 29<sup>th</sup> day of February, in the year of our Lord two thousand and twelve, and approved by the President of the United Veterans Council of Monterey County on the 28<sup>th</sup> of March, in the year of our Lord two thousand and twelve.

**ATTEST: 28 MARCH 2012**

**By:**

**(Original Signed)**

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**JAMES C. BOGAN**

**President, United Veterans Council of Monterey County**

**(Original Signed)**

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**MICHAEL A. O'BRIEN**

**Vice President, United Veterans Council of Monterey County**

**(Original Signed)**

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**SID L. WILLIAMS**

**Secretary, United Veterans Council of Monterey County**