

**THE VIRGINIA ARMY / AIR  
NATIONAL GUARD ENLISTED  
ASSOCIATION**

**CONSTITUTION  
AND  
BY-LAWS**



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In all cases in this document wherein the word "he" appears this is to mean either gender. The word "she" may be exchanged at any point for the printed word "he."

# CONSTITUTION

## ARTICLE I

### NAME

This association shall be known as, "THE VIRGINIA ARMY/AIR NATIONAL GUARD ENLISTED ASSOCIATION," also referred to as "VaA/ANGEA", or **Fictitious Name**: **"VIRGINIA NATIONAL GUARD ENLISTED ASSOCIATION"**, **"VNGEA,"** and / or "ASSOCIATION" in this document and in common speech. It is established as a non-profit organization, 501 C 19, a Veteran's Service Organization.

## ARTICLE II

### PURPOSE AND POWERS

- A. To enhance the prestige, morale, and well-being of the retired and enlisted members of the Virginia Army / Air National Guard.
- B. To facilitate the exchange of ideas and the solution of problems relating to the enlisted and retired members of the Virginia Army / Air National Guard.
- C. To provide a method for the individual enlisted or retired member of the Virginia Army/Air National Guard to propose resolutions which can be acted on by the Association to improve various aspects of the Virginia Army / Air National Guard.
- D. To encourage and provide a vehicle for fraternal and social activities for the enlisted and retired members of the Virginia Army / Air National Guard.
- E. To promote and support adequate State and National security under the provisions of the Constitution of the State of Virginia and the Constitution of the United States of America.
- F. In order to promote the best interest of the Association and the purpose for which it was formed, it shall have power, through the Executive Council, to receive and collect membership dues and accept contributions, and may acquire, hold, take by gift, devise or purchase property, either real or personal, and invest its funds therein. It may sell and dispose of such property and create obligations when income or increase from whatsoever source derived shall be used exclusively to promote the purpose for which the Association is organized. Title to real property shall be taken in

the name of the Association; the custody and management of the same shall be vested in the Executive Council; sale, transfer or encumbrance of real estate shall be made by the President of the Association and attested by the Secretary, when authorized by a resolution of the Executive Council approving such sale, transfer, or encumbrance.

## **ARTICLE III**

### **MEMBERSHIP**

#### **Section I. Classes of membership:**

- A. The classes of membership in the Association shall be:
- Annual
  - Honorary
  - Life
  - Affiliate
  - Associate
  - Corporate
  - Sustaining
  - Enlisted "New to the Guard" Digital Annual Membership
- B. Definition of classes:
1. **Annual membership** - shall consist of enlisted members of the Virginia Army/Air National Guard (Active and Retired) who shall make application and payment of prescribed dues.
  2. **Honorary membership** - may be awarded for outstanding service rendered to the Virginia Army/Air National Guard Enlisted Association upon recommendation and approval of the Executive Council. No dues are required for this class of membership.
  3. **Life membership** - shall be granted upon full payment of dues set forth for such membership from a person eligible for annual membership.
  4. **Affiliate Membership** - Any enlisted member or officer of the Virginia National Guard, civilian employee of the Department of Military Affairs, or member of the Virginia Defense Force shall be eligible to become an affiliate member upon payment of dues hereinafter set forth (for 2018-2019 biennium this will be a FREE membership). Such membership shall terminate upon when the Affiliate member is no longer associated with the Virginia National Guard, the Department of Military Affairs, or the Virginia Defense Force. Affiliate members SHALL NOT BE entitled to vote or hold offices, be a member of EANGUS by

virtue of their Affiliate membership, nor seek VAA/ANGEA or EANGUS scholarships without becoming an Annual Member.

5. **Associate Membership** - A person not otherwise qualified for other classes of membership may be issued an Associate membership upon approval by the Executive Council once payment of dues, equal to the amount paid by an Annual member, are received. Associate members shall not be entitled to vote nor hold office
  
6. **Corporate Membership** – Corporate memberships are available to properly approved business entities whose values and products/services supports the mission and goals of the Army and/or Air National Guard and the VaA/ANGEA. A Corporate Membership is issued to the business entity and such membership benefits are based upon the level of membership:
  - A. **BRONZE:** \$500 annually. Vendor’s table at Annual Conference and two conference registrations for all events of conference.
  - B. **SILVER:** \$1,000 annually. Named event sponsorship during Conference, Two Vendor’s tables and four conference registrations for all events of conference.
  - C. **GOLD:** \$1,500 annually. Named event during conference weekend, dedicated vendor space during conference, named sponsorship in all publications during membership year, four conference registrations for all events of conference.
  - D. **PLATINUM:** \$2,000 or more annually. Named sponsorship on conference agenda during conference weekend, dedicated vendor space during conference, named sponsorship in all publications and website during membership year, four conference registrations for all events of conference.
  
7. **Sustaining Membership** – This membership is open to every class of member in good standing. This is a special class to show outstanding support to the organization. The membership is classified into 3 tiers.
  - A. **BRONZE:** \$75.00 Sustaining member Polo style Shirt, Sustaining Member Pin, Certificate
  - B. **SILVER:** \$150.00 Choice of Sustaining member apparel, Sustaining Member Pin, Sustaining Member Logo item
  - C. **GOLD:** \$250.00 State Conference Registration, Special Seating All Events plus 1 guest, Choice of Sustaining member apparel, Sustaining Member Pin and Sustaining Member Logo item.The Sustaining membership year will run 01 January – 31 December annually
  
8. **Digital Membership** - Upon application, a complimentary, 12-month, “Enlisted “New to the Guard”, Digital Annual Membership, may be issued to an enlisted member who newly enlists or transitions into the Virginia National Guard (Army or Air), or enlisted or transitioned into the Virginia National Guard since 01 June 2022 and who has never been a previous member of VNGEA or EANGUS.

A Digital Annual Membership holder may become an accredited State delegate to a State or EANGUS Annual or Special Conference, may hold office, and be entitled to vote. This membership will entitle the member to all benefits of an Annual Membership above except member will have digital access to VNGEA and/or EANGUS publications. This membership class expires 12 months after enrollment and cannot be renewed. This membership class will be initiated effective 01 June 2023.

- C. **Privileges:** All Annual or Life Members of the Association shall have the right to admission and privileges of the floor and of debate at the conference of the Association. Any Annual Member or Life Enlisted Member of the Association may be a member of the Executive Council, member of a committee, or delegate to any general or specific conference.
- D. **Commissioning:** - Annual or Life members of the Army or Air National Guard who accept a commission as an Officer or Warrant Officers in the National Guard will terminate his Annual or Life membership in the Association upon accepting such commission. They may revert to Associate membership for the remainder of their period covered by their dues paid
- E. **Expulsion:** - Expulsion of any member or officer shall be undertaken by the Executive Council upon finding that said member or officer has by act or deed become unfit for continuing membership. This could be due to civilian or military crimes, acts of moral turpitude, or other. A 100% unanimous vote of the Executive Council will be required to expel any person.

## **Section II. Quorum:**

With due and proper twenty-day written notice, the members present (whether in person or via electronic/telephonic presence) of the Executive Council shall constitute its quorum for all meetings of VaA/ANGEA.

## **Section III. Fiscal Year:**

The fiscal year of the Association shall commence on 1 January and end on 31 December.

# **ARTICLE IV**

## **OFFICERS**

### **Section I. The Officers of the Association shall be:**

- A. President

- B. First Vice President
- C. Second Vice President
- D. Third Vice President
- E. Secretary
- F. Treasurer / Financial Secretary
- G. Sergeant-At-Arms

**Section II. Duties of Officers:**

The duties of the Officers of the Association shall be as prescribed in the By-Laws of the Association.



# **ARTICLE V**

## **EXECUTIVE COUNCIL**

### **I. Composition:**

There shall be an Executive Council of the Association consisting of the Officers of the Association; the Immediate Past President and representatives from each area as established in accordance with the provisions of Article VI of the By-Laws.

### **Section II. Powers and Duties:**

The ordinance powers and duties of the Executive Council shall be prescribed in the By-Laws of Association.

# **ARTICLE VI**

## **EMERGENCY EXECUTIVE COUNCIL AND VACANCIES**

**Section I:** In the event of war or other emergency as a result of which the Army National Guard and/or the Air National Guard of the State of Virginia is ordered or called into active military service of the United States, the Executive Council of the Association is authorized and empowered to carry on and conduct the business of the Association.

**Section II:** In the event that the President, Vice Presidents, or any other officer or member of the Executive Council are precluded from serving as such as the result of war, emergency, death, resignation or otherwise, the Executive Council by majority rule shall elect one from their membership to serve in an elected position, and may also fill such other vacancies as may be caused by the inability of an officer to continue to serve, until the next full term of office election of officers at the next annual conference of the Association.

# **ARTICLE VII**

## **ELECTIONS**

### **I. Officers:**

All officers of the Association shall be elected by majority vote of the area delegates at the annual conference and shall hold office for two (2) years or until their successors are duly elected. If a tie vote exists, after a second roll call vote, the President shall have the tie-breaking vote. Officers shall be elected every even year.

### **Section II. Eligibility of members to hold office:**

Any Annual or Life member may hold office or be a member of the Executive Council.

### **Section III. Nominating Committee:**

The Nominating Committee shall be composed of the members of the Executive Council. This committee will present a slate of nominations to the Election year conference.

### **Section IV. Additional nominations:**

Additional nominations may be made from the floor.

# **ARTICLE VIII**

## **COMMITTEES**

### **Section I. Standing Committees:**

The Standing Committees of the Association shall be:

- A. Membership
- B. Resolutions
- C. Publicity and Public Relations
- D. Arrangements (for the Annual or any Special Conference)
- E. Budget
- F. Constitution and By-Laws
- G. Legislative
- H. Awards
- I. Committee on Junior Enlisted
- J. Board of Directors, Virginia National Guard Management Group (VNGMG)

K. Virginia Defense Force

The membership of the several Standing Committees shall be as prescribed in the By-Laws of the Association.

**Section II. Auditing Committee:**

The Executive Council will contract with an outside commercial civilian Certified Public Accountant to perform an audit and report to the membership if the situation requires.

**Section III. Special Committees:**

The president of the Association may appoint such special committee chairman as he deems necessary. The membership thereof shall consist of such numbers as the chairman of the committee may determine.

**Section IV. Committee Duties:**

The duties for all standing committees shall be prescribed in the By-Laws of the Association.

## **ARTICLE IX**

### **CONFERENCES**

There shall be an Annual Conference of the Association and such special conferences as may be called by a majority of the Executive Council.

## **ARTICLE X**

### **AMENDMENTS**

This Constitution may be amended by a two-thirds (2/3) vote of the members present at any annual conference or special conferences. Proposed amendments to the Constitution shall be submitted in writing to the President of the Association at least thirty (30) days prior to the date of the conference at which the proposed amendments are to be considered for dissemination to the members.

## ARTICLE XI

### INDEPENDENT CONTRACTORS

- A. The Executive Council and the President may engage the services of any outside firm or independent contractor for the purpose of maintaining the books, papers, and records of the Association. Reasonable expenses such as travel, entertainment of business contacts, or education may be paid to anyone designated by the Executive Director of the Association. Payments to be approved by the Executive Council
- B. The VaA/ANGEA may, upon vote of the Executive Council, authorize the President to enter into contractual agreements for the purpose of establishing subsidiary and/or independent legal entities, or the services of such entities, to support the administrative support, fund raising, lobbying activities, publicity and other requirements of the VaA/ANGEA
- C. The Executive Director shall serve as administrative staff under supervision of the Virginia National Guard Management Group Board of Directors or its Executive Director.

## BY-LAWS

### ARTICLE I

#### DUTIES AND POWERS OF OFFICERS

**Section I. PRESIDENT:** The President shall preside at the Annual Conference and at Special Conferences of the Association and shall be the chairman of the executive Council. He is charged with the direction and administration of all affairs pertaining to the Association between the Annual Conferences; he shall from time to time call meetings of the Executive Council; appoint all Standing and Special Committee Chairmen; he shall be an ex-officio member of all committees; be responsible for the location and operation of the Headquarters Office of the Association; supervise the arrangements of the Annual and Special Conferences; and he shall have the authority to approve for incidental expenses, each not to exceed \$500.00, as may be necessary. He shall have the authority to determine the actual expense incurred by the Officers of the Association. He shall make an annual report to the Association at the Annual Conference. The President is authorized to convene Executive Council meeting(s) by means of teleconference, video teleconference, web conference or other electronic means available. The President shall serve as a standing member on the Board of Directors of the Virginia National Guard Management Group (VNGMG). The President will receive a nomination for election of one enlisted member who will serve as the second member from the VaA/ANGEA to the Board of Directors of the VNGMG. Also,

on a rotational bases as agreed with the Virginia National Guard Association, a third member for the Board of Directors of VNGMG will be appointed from VaA/ANGEA through the same process.

## **Section II.**

**FIRST VICE PRESIDENT:** The First Vice President shall perform the duties of the President during the absence or disability of the President; in case of death, resignation, or removal from office of the President, he shall become President of the Association for the unexpired term. He shall also be a member of the Executive Council. He shall be responsible for overseeing the Membership, Arrangements, and Special Committees in the carrying out of their duties.

**SECOND VICE PRESIDENT:** The Second Vice President shall perform the duties of the First Vice President during the absence or disability of the First Vice President; in the case of death, resignation, or removal from office of the First Vice President, he shall become the First Vice President of the Association for the unexpired term. He shall also be a member of the Executive Council. He shall be responsible for overseeing the Constitution and By-Laws Committee, the Publicity and Public Relations Committee, and the Legislative Committee in the carrying out of their duties.

**THIRD VICE PRESIDENT:** The Third Vice President shall perform the duties of the Second Vice President during the absence or disability of the Second Vice President; in case of death, resignation, or removal from office of the Second Vice President, he shall become the Second Vice President of the Association for the unexpired term. He shall also be a member of the Executive Council. He shall be responsible for overseeing the Awards, Resolutions, and Budget Committees in the carrying out of their duties.

**Section III. Immediate Past President:** The date that the new President of the Association takes office, his predecessor shall automatically become the immediate Past President and shall also be a member of the Executive Council.

## **Section IV. Secretary:**

The Secretary shall record all minutes of Conference and Executive Council Meetings and have charge of all records of the Association, including those of the Executive Council, and shall be a member of the Executive Council. The Secretary/Executive Director shall retain all membership cards and maintain a breakdown by area for balloting purposes.

**Section V. Treasurer/Financial Secretary:** The Treasurer shall receive and receipt for and be custodian of all funds of any nature whatsoever due the Association and such contributions as may be made to it and deposit same in the name of the Association in a Virginia state-chartered bank. Said institution(s) shall be insured by the instrumentality of the United States Government. He shall draw checks in payment of all bills and claims against the Association when such bills and claims against the Association have been approved by the Association Executive Council and certified to him by the President of the Association. There shall be an annual audit of the books and finances of the

Association by the Auditing Committee and a report thereof submitted at the Annual Conference.

The Treasurer shall make an annual report of the finances of the Association at the Annual Conference. The Treasurer, working with the Audit Committee, shall be responsible for ensuring that the proper tax forms are filed as soon as possible after the fiscal year ends and before the filing deadline. The Treasurer shall be a member of the Executive Council. As Financial Secretary the Treasurer shall work with the Third Vice President to plan fund-raising opportunities, provide the receipt of funds derived from raffles and other source of income events to the Association at conferences and special events. He/she will maintain records of such income and will present a report to the Association when directed by the President.

**Section VI. Sergeant At Arms:** The Sergeant At Arms shall preserve order at all meetings and conferences and announce any guest of the Conference. The Sergeant At Arms shall be a member of the Executive Council.

**Section VII. Term of Office:** The Term of Office of the Association shall begin at the conclusion of the annual conference at which they are elected, and shall continue until their successors are duly elected and qualified.

**Section VIII. Removal from Office:** Any officers of the Association or other members of the Executive Council may be suspended or removed from his office for inefficiency, for conduct grossly detrimental to the interest of this Association or for any other grave cause, by a two-thirds vote of the members of the Executive Council.

## ARTICLE II

### EXECUTIVE COUNCIL

The Executive Council shall consist of the President, First, Second, and Third Vice Presidents, Immediate Past President, Secretary, Treasurer/Financial Secretary, Chair of each Standing Committee, and representatives from the areas as established in accordance with Article VI of the By- Laws of the Association. Each member of the Executive Council shall have only one vote to cast on any voting matters. Between the Annual Conference, the Executive Council shall have full power and authority to establish general policies of the Association. It shall control funds, financial obligations and property, consistent with the purpose of the Association under its Constitution and By-Laws. Financial commitments, arrangements of contract as shall be made for and on behalf of the Association by the Executive Council, shall be binding as the act and deed of the Association. The Executive Council may, if and when it deems it advisable, order an audit of the books and finances of the Association by a Certified Public Accountant in addition to that provided in Section III, Article III of these By-Laws. The Executive Council shall have the authority to call a Special Conference of the Association by a majority vote of the Council. The Executive Council shall have the authority to designate the time and

place of the next annual conference when not fixed by the Annual Conference. Any officer vacancy in the Executive Council, other than the Area Representatives who are elected from their area by a majority vote, shall be filled by a majority vote of the Executive Council, and such successor in office shall serve out the unexpired portion of the term. If an area representative member of the Executive Council is transferred to an area other than the one he was elected to represent, there shall be considered a vacancy to be filled by that area. The Executive Council shall meet at the call of the President or upon written demand of four members thereof. The Executive Director shall notify each member of the Executive Council at least twenty (20) days before each meeting.

## **ARTICLE III**

### **COMMITTEES**

**Section I. Standing Committees:** The conformation, powers and duties of the Standing Committees shall be as follows:

- A. **The Membership Committee:** This committee shall consist of the Chairman and not less than two (2) other members, selected by him in accordance with Article VI of these By-Laws. It shall take such action as necessary to maintain the membership at the maximum possible. The Committee shall submit a membership report to the Annual Conference and/or such other reports at any time as may be requested by the President.
  
- B. **The Resolutions Committee:** This committee shall consist of the Chairman and not less than four (4) other members of the Association and shall consider all resolutions presented and make its recommendations to the Annual Conference. Nothing contained in this section shall preclude the submission of resolution from the floor at any regular or special conference. Resolutions must be presented in writing.
  
- C. **The Publicity and Public Relations Committee:** This committee shall consist of the Chairman and not less than three (3) members of the Association and shall perform such duties as are assigned by the President of the Association. It shall recommend to the Annual Conference the policies to promote understanding and good will between the Army and Air National Guard and the public. It shall acquaint members with the policies and activities of the Association.

- D. **The Arrangements Committee:** This committee shall make all arrangements for the Annual and Special Conferences as prescribed by the President of the Association.
- E. **The Budget Committee:** This committee shall consist of the Chairman and at least three (3) members of the Association, one of whom shall be the Immediate Past President of the Association and one of whom shall be a member of the Executive Council. At the first meeting of the Executive Council after the Budget Committee has been appointed or at such time as directed by the President, the Budget Committee shall present to the Executive Council for approval a proposed budget for the financial activities of the Association during the ensuing year. The proposed budget should include provisions for the allocation of Association funds to include but not limited to the following items:
1. Publicity
  2. Postage
  3. Bonding and audit expenses
  4. Annual Conference expenses
  5. Executive Council travel and administrative expenses
  6. President's discretionary funds
  7. The Budget Committee shall perform such other duties as may be directed from time to time by the President.
- F. **The Constitution and By-Laws Committee:** This committee shall consist of the Chairman and not less than two (2) other members. The committee shall submit a report to the Annual Conference. Proposed corrections, additions, or amendments shall be presented to the membership at the Annual Conference as prescribed in Article X, Constitution and/or Article VII, By-Laws.
- G. **Legislative Committee:** This committee shall function under the direct guidance of the Second Vice President and will maintain close liaison with the Virginia General Assembly during and aside from sessions of the legislature. This committee shall be appointed by the Executive Council for periods of two years and may consist of four or more members selected. Other duties of the committee will be to monitor EANGUS, NGAUS, AUSA, and other organizations involved in creating a better environment for the members of the National Guard and their families. This committee shall be the official legislative contact and action mechanism of the Enlisted Association, and all such efforts should be channeled through the Second Vice President or the Committee Chairman, in order to achieve maximum effectiveness. Proposed bills, amendments, or other political activities should be prepared and/or approved by the committee prior to presentation to any legislative body.
- H. **Awards Committee:** This committee shall be directly concerned with the issuance of awards to all members of the Virginia National Guard or anyone providing outstanding service to the Commonwealth or any citizen thereof. Exact duties and powers of the committee shall be spelled out in a separate



directive to be issued to each member of the committee by the President or the Executive Council. Scope of the committee may be changed from time to time by the incumbent administrative body.

- I. **Committee on Junior Enlisted:** The Committee on Junior Enlisted consists of that number of members of the ASSOCIATION appointed by the President to serve at the President's pleasure. The Committee on Junior Enlisted shall: advise and recommend to the Executive Council policies which will increase the efficiency and promote the welfare of all Junior Enlisted. Promote a general understanding between Junior Enlisted personnel of the Army and Air National Guard. Render an annual report to the ASSOCIATION.
- J. **Board of Directors, Virginia National Guard Management Group:** The Board of Directors of VNGMG will be the controlling body of Executive Director and staff of the AMG/VNG, whom shall be directly responsible for providing administrative, fund raising and lobbying support for the VaA/ANGEA, VNGA, and other Associations and/or Foundations that may be approved by this Board of Directors for inclusion.
- K. **Virginia Defense Force.** Members of the Virginia Defense Force (VDF) are eligible to join the VNGEA as either an annual/life member if prior-service military, or as an Affiliate member if never serving in military. The Chair of the VDF Committee must be an Annual/Life member. All VDF Affiliate members may participate in meetings but may not vote.

**Section II. The Nomination Committee:** This committee shall report to the Annual Conference its recommendations for nominations for Officers of the Association. The report of the Nomination Committee shall be filed with the Secretary not later than one month prior to the Annual Conference.

**Section III. The Audit Committee:** This committee shall be elected by the Executive Council at its first meeting after the Annual Conference and shall consist of three (3) members of the Association who are not members of the Executive Council and shall audit the books and finances of the Association annually, and more frequently if so ordered by the Executive Council. At least two (2) members thereof shall verify all balances and certify on the books of the Accountable officers the correctness of the accounts when found in good order. The Audit Committee shall report to the Association at the Annual Conference, and to the Executive Council whenever requested.

**Section IV. Special Committee:** The duties of the members of the Special Committees shall be as prescribed by the President of the Association.

## **ARTICLE IV**

### **DUES**

- A. Effective 1 July 2017, Annual Membership for all ranks will be \$ 20.00. As of 1 July 2001, a Life Membership will correspond with the current EANGUS rates plus \$25.00 for VaA/ANGEA administration.
- B. A membership card will be issued to each dues paid member.

## **ARTICLE V**

### **ORDER OF BUSINESS**

The order of business of the Annual Conference will include, but not be limited to, the following:

1. Call the meeting to order, give invocation, present Colors, and conduct the Pledge of Allegiance.
2. Approval of any unapproved minutes of prior meetings.
3. Announcement of conference appointments.
4. Report of the President showing activities of the Executive Council and the Association since the last meeting.
5. Treasurer's Report.
6. Committee's Report.
7. Unfinished Business.
8. New Business.
9. Nomination Committee Report.
10. Recess for caucus by areas as stated in Article VI of the By-Laws for election of Officers of the Association.
11. Election of Officers.
12. Presentation of the new Executive Council to membership of the Association.
13. Adjournment.

## **ARTICLE VI**

### **EXECUTIVE COUNCIL REPRESENTATION**

- A. Membership on the Executive Council of the Association, in addition to the Officers of the Association, as provided for in Article V of the Constitution, shall consist of representation as herein after provided for from each area.
- B. Units and organizations of the Virginia National Guard shall be assigned areas set forth by majority vote of the Executive Council. These areas shall be identified by Roman numerals such as I through XVII, etc. Area Representatives shall participate in all actions of the Executive Council, thereby providing a voice for all members.
- C. The Executive Council Area representatives and Delegates shall be elected by majority vote at a called meeting of each area prior to the beginning of the general business meeting, or during an allotted time, at the Annual Conference of the Association. Also at the meeting there shall be elected area delegates to the State Conference. Executive Council Area Representatives will be elected for a two (2) year term. Odd number areas (I, III, V, etc.) will hold election in odd number years, and even number areas (II, IV, etc.) will hold elections in even number years.
- D. An area caucus may be allowed upon request on any business to be voted on. Time allowed for the area caucus will be determined by the President.
- E. Each area shall have one (1) Executive Council Representative vote plus one (1) delegate vote to an Annual Conference upon the first twenty-five (25) members, and an additional delegate vote for each additional twenty- five (25) members subject to numbers of members on records as 31 December the previous year. Proxy votes will be accepted.
- F. Each Area representative shall appoint a Unit Representative for each unit in his area. A list of these Unit Representatives shall be sent to the Secretary by 1 July of each year. (Retirees Area Representative exempt from requirement.)

## **ARTICLE VII**

### **AMENDMENTS**

These By-Laws may be amended by a majority vote at any Annual Conference or Special Conference. Proposed amendments to the By-Laws shall be submitted in writing to the Chairman of the Constitution and By-Laws Committee, with a copy to the President and Second Vice President, at least thirty (30) days prior to the date of the conference, at which time the proposed amendments are to be considered for dissemination to the members of the Executive Council.

# ARTICLE VIII

## REIMBURSEMENT

**Section I. President's Reimbursement:** The President or his designated representative shall be reimbursed all travel and lodging expenses incurred while representing the Association.

**Section II. Member's Reimbursement:** Any member shall be reimbursed, with Executive Council's approval, for official travel and lodging expenses incurred while representing the Association.

## CHANGES AND REVISIONS

### July 2009

**Added** "Committee on Junior Enlisted" under Article III

### July 2011

**Removed** "Associate membership, \$20.00 per year" from Article IV section A.

**REASON FOR CHANGE:** Language currently contained in "Article III, Membership, Section I. Classes of Membership, E. Affiliate Member, (a) Associate Member" states that "A person not otherwise qualified for membership may be issued an Associate membership upon approval by the Executive Council and payment of dues equal to the amount paid by

### October 2013

**Removed** Multiyear payment option options. This was due to new software installed by EANGUS that did not allow for multiyear payment tracking.

### April 2014

**Added** "The President is authorized to convene Executive Council meeting(s) by means of teleconference, video teleconference, web conference or other electronic means available.

## April 2017

**Corrected** the Table of Contents to correct mistakes and also to depict changes made below.

**Moved** the following verse from end of document to the Table of Contents: In all cases in this document wherein the word "he" appears this is to mean either gender. The word "she" may be exchanged at any point for the printed word "he."

**Added** to Constitution's ARTICLE I, NAME: and/or "ASSOCIATION" in this document and in common speech. It is established as a non-profit organization, 501 C 19, a Veteran's Service Organization. This was to better define the Association.

**Amended** Article III of Constitution:

Section I, MEMBERSHIP: Affiliate and Corporate classes, with definitions and membership dues structure. Added COMMISSIONING paragraph verbiage. Added Expulsion verbiage.

Section II, Quorum: Made stand-alone paragraph and added "for all meetings of VaA/ANGEA".

Section III, Fiscal Year: Made stand-alone paragraph.

**Added** to Constitution's Article III, Committees: "J. Board of Directors, Virginia National Guard Management Group (VNGMG)".

**Added** to Constitution's Article XI a new paragraph: B. The VaA/ANGEA may, upon vote of the Executive Council, authorize the President to enter into contractual agreements for the purpose of establishing subsidiary and/or independent legal entities, or the services of such entities, to support the administrative support, fund raising, lobbying activities, publicity and other requirements of the VaA/ANGEA.

**Added** to By-Law's Article I, Duties and Powers of Officers,

Section I, President: The President shall serve as a standing member on the Board of Directors of the Virginia National Guard Management Group (VNGMG). The President will receive a nomination for election of one or more enlisted members who will serve as the second member from the VaA/ANGEA to the Board of Directors of the VNGMG Also, on a rotational bases as agreed with the Virginia National Guard Association, an additional member for the Board of Directors of VNGMG will be appointed from VaA/ANGEA through same process.

**Added** Section IV: Secretary: B. The Executive Secretary shall serve as administrative staff under supervision of the Virginia National Guard Management Group Board of Directors or its Executive Director.

**Added** to By-law's Article III, Section I, Committees:

**J. Board of Directors, Association Management Group of Virginia National Guard:** The Board of Directors of AMGVNG will be the controlling body of Executive Director and staff of the AMGVNG, whom shall be directly responsible for providing administrative, fund raising and lobbying support for the VaA/ANGEA, VNGA, and other Associations and/or Foundations that may be approved by this Board of Directors for inclusion.

**Amended** By-Law's Article IV, Dues, to change all Annual membership dues to \$20.00 per year, effective 1 JULY 2017.

**Amended** By-Law's Article V, Order of Business, to reflect minor changes and add: and conduct the Pledge of Allegiance.

**Added** to By-Law's Article VI, Executive Council Representation, paragraph c: added ", or during an allotted time," to allow for vote anytime during meeting.

**Amended** By-Law's Article VIII, Reimbursement, adding Section II, authorizing any member reimbursement with Executive Council's approval.

## **April 2018:**

### **AMENDED CONSTITUTION TO READ:**

Article III, MEMBERSHIP, Section I. CLASSES OF MEMBERSHIP, B. Definition of classes, to read:

- **Affiliate Member-** Any enlisted member or officer of the Virginia National Guard, civilian employee of the Department of Military Affairs, or member of the Virginia Defense Force shall be eligible to become an affiliate member upon payment of dues hereinafter set forth ( for 2018-2019 biennium this will be a FREE membership). Such membership shall terminate upon when the Affiliate member is no longer associated with the Virginia National Guard, the Department of Military Affairs, or the Virginia Defense Force. Affiliate members SHALL NOT BE entitled to vote or hold offices, be a member of EANGUS by virtue of their Affiliate membership, nor seek VAA/ANGEA or EANGUS scholarships without becoming an Annual Member.

**ADDED THE FOLLOWING:**

Article III, MEMBERSHIP, Section I. CLASSES OF MEMBERSHIP, B. Definition of classes:

**7. SUSTAINING MEMBER - INTERIM CHANGE FOR FINAL APPROVAL at 2019 ANNUAL BUSINESS MEETING:**

The President shall appoint a committee to initiate the new membership level - SUSTAINING MEMBER. This committee will finalize the membership levels, costs, and benefits within the SUSTAINING MEMBERSHIP, using a criteria similar to the following:

Bronze Level: \$125.00/year, free annual conference registration (\$ 75.00)

Silver Level: \$ 350.00/year, free registration to state conference and EANGUS Conference (\$ 225)

Gold Level: \$ 750.00/year, free registration to state/national conference, 2 nights at state conference hotel (\$ 455)

The SUSTAINING MEMBERSHIP year will run 01 MAY – 30 APR annually.

**April 2019**

**REMOVED THE FOLLOWING**

Article III, MEMBERSHIP, Section I. CLASSES OF MEMBERSHIP, B. Definition of classes:

**7. SUSTAINING MEMBER - INTERIM CHANGE FOR FINAL APPROVAL at 2019 ANNUAL BUSINESS MEETING:**

The President shall appoint a committee to initiate the new membership level - SUSTAINING MEMBER. This committee will finalize the membership levels, costs, and benefits within the SUSTAINING MEMBERSHIP, using a criteria similar to the following:

Bronze Level: \$125.00/year, free annual conference registration (\$ 75.00)

Silver Level: \$ 350.00/year, free registration to state conference and EANGUS Conference (\$ 225)

Gold Level: \$ 750.00/year, free registration to state/national conference, 2 nights at state conference hotel (\$ 455)

The SUSTAINING MEMBERSHIP year will run 01 MAY – 30 APR annually.

**ADDED THE FOLLOWING**

- 7. Sustaining Membership** – This membership is open to every class of member in good standing. This is a special class to show outstanding support to the organization. The membership is classified into 3 tiers.

- A. BRONZE: \$75.00 Sustaining member Polo style Shirt, Sustaining Member Pin, Certificate
- B. SILVER: \$150.00 Choice of Sustaining member apparel, Sustaining Member Pin, Sustaining Member Logo item
- C. GOLD: \$250.00 State Conference Registration, Special Seating All Events plus 1 guest, Choice of Sustaining member apparel, Sustaining Member Pin and Sustaining Member Logo item.

The Sustaining membership year will run 01 January – 31 December annually.

## CHANGED THE FOLLOWING

Changed 5 instances of Executive Secretary to Executive Director.

### May 2021

**Added** to Constitution’s **ARTICLE I, NAME**. We will be filing to add the following : **Fictitious Name**: “**VIRGINIA NATIONAL GUARD ENLISTED ASSOCIATION**”, “**VNGEA**” in this document and in common speech. It is established as a non-profit organization, 501 C 19, a Veteran’s Service Organization. This was to better define the Association.

The new logo was approved by business meeting body also and will be included in By-Laws cover sheet.

### February 2024

#### **AMENDED CONSTITUTION TO READ:**

Article III, MEMBERSHIP, Section I. CLASSES OF MEMBERSHIP, B. Definition of classes, to read:

#### **Added to Constitution**

Enlisted “New to the Guard” Digital Annual Membership

**8. Enlisted “New to the Guard” Digital Annual Membership** - Upon application, a complimentary, 12-month, “Enlisted Digital Annual Membership “ (Digital Annual membership), may be issued to an enlisted member who newly enlists or transitions into the Virginia National Guard (Army or Air), or enlisted or transitioned into the Virginia National Guard since 01 June 2022 and whom has never been a previous member of



VNGEA or EANGUS. A Digital Annual Membership holder may become an accredited State delegate to a State or EANGUS Annual or Special Conference, may hold office, and be entitled to vote. This membership will entitle the member to all benefits of an Annual Membership above except member will have digital access to VNGEA and/or EANGUS publications. This membership class expires 12 months after enrollment and cannot be renewed. This membership class will be initiated effective 01 June 2023.

## **April 2025**

### **AMENDED CONSTITUTION TO READ:**

Article VI, CONSTITUTION: EMERGENCY EXECUTIVE COUNCIL AND VACANCIES

#### **Section II.**

In the event that the President, Vice Presidents, or any other officer or member of the Executive Council are precluded from serving as such as the result of war, emergency, death, resignation or otherwise, the Executive Council by majority rule shall elect one from their membership to serve in an elected position, and may also fill such other vacancies as may be caused by the inability of an officer to continue to serve, until the election of officers at the next annual conference of the Association.

### **AMENDED BY-LAWS TO READ:**

Article I, Treasurer / Financial Secretary

#### **Section V.**

The Treasurer shall make an annual report of the finances of the Association at the Annual Conference. The Treasurer, working with the Audit Committee, shall be responsible for ensuring that the proper tax forms are filed as soon as possible after the fiscal year ends and before the filing deadline. The Treasurer shall be a member of the Executive Council. As Financial Secretary, the Treasurer shall work with the Third Vice President to plan fund-raising opportunities, provide the receipt of funds derived from raffles and other source of income events to the Association at conferences and special events. He/she will maintain records of such income and will present a report to the Association when directed by the President.

### **AMENDED CONSTITUTION TO READ:**

Article IV, OFFICERS, Section I. Officers of the Association Shall Be

#### **Section I. Officers of the Association Shall be,**

- D. President
- E. First Vice President
- F. Second Vice President
- G. Third Vice President
- H. Secretary
- I. Treasurer / Financial Secretary
- J. Sergeant-At-Arms

### **Section I. Standing Committees**

Article VIII. Committees, Section I. Standing Committees: The conformation, powers and duties of the Standing Committees shall be as follows:

K. **Virginia Defense Force.** Members of the Virginia Defense Force (VDF) are eligible to join the VNGEA as either an annual/life member if prior-service military, or as an Affiliate member if never serving in military. The Chair of the VDF Committee must be an Annual/Life member. All VDF Affiliate members may participate in meetings but may not vote.

### **Section V. Treasure / Financial Secretary**

Article I. Duties and Powers of Officers, Section V. Treasure / Financial Secretary

As Financial Secretary, the Treasurer shall work with the Third Vice President to plan fund-raising opportunities, provide the receipt of funds derived from raffles and other source of income events to the Association at conferences and special events. He/she will maintain records of such income and will present a report to the Association when directed by the President.

### **Article II. Executive Council**

Article VI, Executive Council Representation

The Executive Council shall consist of the President, First, Second, and Third Vice Presidents, Immediate Past President, Secretary, Treasurer/Financial Secretary, Chair of each Standing Committee, and representatives from the areas as established in accordance with Article VI of the By- Laws of the Association.