



**THE SCOTT – ST LOUIS CHAPTER OF THE ARMED FORCES
COMMUNICATIONS ELECTRONICS ASSOCIATION
(AFCEA)**

BYLAWS

These bylaws supercede any previous bylaws or constitution for this chapter. They are written to augment the June 1998 AFCEA International bylaws.

**ARTICLE I
Name and Location**

SECTION 1. This Chapter was organized under authority granted by the National Association on November 23, 1951. The name shall be the Scott – St Louis Chapter of the Armed Forces Communications Electronics Association (AFCEA); hereinafter called the 'Chapter'.

SECTION 2. The Headquarters of the Chapter shall be located in the metro St Louis area.

**ARTICLE II
Governance and Officers**

SECTION 1. The management of the Chapter shall be vested in its Executive Committee consisting of the Chapter Officers and the immediate past President of the Chapter, if available. Issues will be decided by a majority vote. A majority of the Executive Committee constitutes a quorum. The Executive Committee shall meet at the call of the President, or in his/her absence, the Vice President/Programs.

SECTION 2. The Board of Directors shall act as an advisory body to the Executive Committee. No decisional votes will be cast in this forum. The Board of Directors shall consist of members of the Executive Committee, Past Presidents and Members-at-Large. The Executive Committee will appoint five members-at-large for two year, overlapping terms to the Board of Directors. Members-at-Large should be senior leaders in the communications & information field and are advisors to the executive committee and advocates for Chapter affairs. Any immediate Past President may act as an advisor to the Board of Directors and shall render to the President such assistance as may be required. All members and advisors of the Board must be AFCEA members in good standing.

SECTION 3. The Chapter Officers shall consist of: a President, Vice President/Programs, Secretary, Treasurer, Vice President/Membership, Vice President/Public Affairs, Vice

President/Enlisted Affairs, Vice President/Scholarship, Vice President/Young AFCEAN Affairs, Vice President/Small Business & Diversity and Vice President/Awards. Each officer shall be elected for a term of one year and the term of office shall begin on installment at the May meeting of each year. All officers, except the president and VP/Programs, may consecutively succeed themselves for a maximum of two terms in any one office. An officer may be elected to a different office without restrictions, but may serve in only one office at any given time. In the absence of the President, the Vice President/Programs shall perform those duties assigned by the President and such other duties as prescribed in these Bylaws of the Chapter.

a. The Chapter President shall have general supervision of the affairs of the Chapter and shall perform the duties usual to that office. The President shall be the Chairperson of the Board of Directors. The President shall preside at the meetings of the Chapter, the Executive Committee and the Board of Directors. The Chapter President shall be an ex-officio member of all committees and of all subcommittees.

b. The Vice President/Programs shall arrange all programs associated with the Chapter. The VP/P shall establish a Programs Committee to assist in making the appropriate arrangements. The VP/P shall provide to the VP/PA information, pictures, and other promotional material related to the upcoming program. The VP/P shall assume the duties of the President during the President's absence.

c. The Secretary shall record and maintain minutes of all chapter meetings. The Secretary will distribute copies to members of the Executive Committee and the Board of Directors. The Secretary shall attend to all general correspondence under the direction of the President or Executive Committee, shall keep a roll of membership including the address of each member and Past Presidents, shall prepare all reports required, and shall perform other duties that pertain to the office. In addition, the Secretary will assist in luncheon meeting preparation.

d. The Treasurer shall be comptroller of the finances and accounts of the Chapter under direction of the Executive Committee, and shall publish an annual report and such special reports as may be called for by the Executive Committee. An independent auditor appointed by the Chapter President shall audit the accounts of the Chapter annually.

e. The Vice President/Membership shall promote the Association and Chapter Activities with the goal of increasing the membership. The VP/M shall establish a network of key persons from each firm, company, military organization or group of individuals who are interested in advancing the objectives of the Association to be key members of the Membership Committee.

f. The Vice President/Public Affairs shall publicize all Chapter activities and shall work closely with the VP/P to ensure that upcoming Chapter events are properly covered by the local news media. The VP/PA shall photograph significant events at each Chapter activity and submit pictures and accompanying articles to the Association International Headquarters for publication in *SIGNAL Magazine*, and shall solicit individuals to write articles for *SIGNAL Magazine*. The VP/PA is encouraged to appoint an assistant in order to assure coverage of all Chapter events.

g. The Vice President/Enlisted Affairs, shall provide the enlisted perspective to the Chapter on matters affecting the enlisted members. This includes canvassing enlisted members and potential members for ideas on Chapter improvement as well as response to Chapter events and programs. The VP/EA will recommend enlisted members for Chapter Enlisted Member scholarships, serve on the Enlisted Scholarships Selection Committee, make recommendations

for AFCEA awards, and serve in other capacities affecting the enlisted membership, as applicable.

h. The Vice President/Young AFCEAN Affairs shall be an individual 35 years of age or under who is currently a member of the Chapter in good standing, who will act as liaison between the Executive Committee and fellow Chapter Young AFCEANS.

i. The Vice President/Scholarship will chair the Scholarship Committee and direct the committee to achieve the nomination, selection and award of scholarships. These scholarships shall be awarded to candidates enrolled in full-time, accredited degree-granting colleges or universities in the United States. See Article VII.

j. The Vice President/Small Business and Diversity, shall provide perspective to the Chapter on matters affecting the small business and diversity. This includes canvassing small business and diversity organizations for ideas on Chapter improvement as well as response to Chapter events and programs.

k. The Vice President/Awards shall administer the Chapter awards program and be responsible for all Chapter award submissions. The VP/A should become familiar with the award types, structure, due dates, special qualifications, solicit nominations from the Chapter membership and assist members in completing the required forms. See the Chapter Awards Program Guideline for more detail.

ARTICLE III

Meetings

SECTION 1. Chapter general membership meetings will be held monthly between September and May. The time, place, and purpose of each meeting will be distributed to all members at least one week prior to the meeting. Additional meetings may be called by the President with announcement of the meeting distributed to all members at least one week prior to the meeting.

SECTION 2. Executive Committee and Board of Directors meetings require a majority of their membership to constitute a quorum. Should a member of either forum find it impossible to attend a meeting, he/she may designate, by written proxy, another AFCEA member to attend in his/her place with authority to take such action on their behalf as the member might take if personally present.

ARTICLE IV

Fiscal

SECTION 1. The Chapter President and VP/P can approve financial obligations, up to and including the amount of two hundred and fifty dollars (\$250), incurred in the normal transaction of Chapter business. Expenditures in excess of this amount (either for a single purchase or for several purchases for a single project) must be approved by the Executive Committee. All expenditures will be periodically submitted for review to the Board of Directors.

a. The Chapter will not operate for profit and no operating income may be used to compensate members other than for reimbursement of personal expenses incurred in the name of the Chapter.

b. The Chapter President shall appoint an independent auditor for the purpose of validating Chapter funds and expenditures. The Treasurer shall provide the auditor with all Chapter financial records and information regarding Chapter funds and expenditures. An audit report shall be prepared and submitted to the Chapter Executive Committee at the September Executive Committee meeting or at the first meeting following the change of the Treasurer.

ARTICLE V Committees

SECTION 1. The President, with advice and concurrence of the Executive Committee, shall appoint committees, and Chairs for each as may be deemed necessary. The Chapter permanent and standing committees are highlighted below:

The Chapter VP/P shall establish a Programs Committee. The number of members on the committee and their functions in preparing for monthly general membership meetings shall be determined by the VP/P.

Chapter VP/M shall chair the Membership Committee. The committee shall consist of 'Key Persons' appointed by various firms, companies, military organizations, and groups. Key Persons will act as Chapter contact points and as AFCEA spokespersons in their respective organizations. Chapter VP/M is responsible for maintaining currency of Key Persons on the Membership Committee.

The VP/A shall chair the Awards Committee. The Committee will function as described in Article IX.

The Chapter's Educational Fund Scholarship Program is administered by the VP/S. The Committee will award scholarships based on Article X guidelines.

The Nominating Committee shall consist of a Chairperson and assistants whose functions are outlined in Article VIII. Normally, the Nominating Committee is composed of Chapter Past Presidents, if they are available, and one of those individuals shall be appointed Chairperson by the Chapter President. If Chapter past Presidents are not available, the Chapter President will appoint a Nominating Committee from the membership, subject to approval of the Executive Committee.

ARTICLE VI Nominations and Elections

SECTION 1. At least ninety (90) days prior to the May meeting in an election year, the President shall appoint a Nominating Committee. The Nominating Committee shall prepare, from the membership, a list candidates for each office of the Chapter, and each elected position on the Board, and provide this list to the President prior to the March meeting. At the March meeting of the Chapter, the Chairman of the Nominating Committee will introduce the nominees selected by the Nominating Committee and will ask if there are any additional nominations from the membership. All nominations approved by the membership at the March meeting will be placed on a ballot and submitted to the general membership for approval prior to the May meeting. Ballots shall also provide for write-in candidates. Announcement of the elected official(s) shall be made at the May meeting.

ARTICLE VII

Scholarship

SECTION 1. The Chapter's Educational Fund Scholarship Program closely parallels the National Program. Scholarship funds will be withdrawn from the Chapter's Education Fund. Several scholarships may be awarded each year, but the Executive Committee will determine the total dollar amount of scholarships. The Chapter intends to conduct sufficient fund-raising activities such that the Educational Fund becomes a self-sustaining entity whose annual awards preserve the fund's principle balance whose interest will assure the scholarship program will live in perpetuity. Consideration may also be given to financial need and motivation.

SECTION 2. Candidates must be a U.S. citizen and working toward a degree in information systems, electrical engineering, electronics, computer science, computer engineering, physics, mathematics, or a related degree acceptable to the Scholarship Committee, but need not be an AFCEA member.

The Scholarship Committee will accept applications for scholarships from any Chapter member, enrolled college students, and graduating high school seniors in the metro St. Louis area. A student receiving a Chapter award remains eligible for an International Education Fund Award.

The Scholarship Committee will annually award scholarship funds to graduating high school seniors and enrolled college students based on merit. The committee will determine the number of recipients and amount of the award and make the recommendation to the Executive Committee for approval. A minimum of four (4) reviewing members should be appointed for the scholarship selection process. The process must be completed so that awards may be presented at the annual Chapter awards night usually held in May.

SECTION 3. The Chapter also awards Continuing Education Grants. These grants are for civilian and military personnel who are continuing their education off-duty on a part time basis. The Committee will accept applications for grants from any Chapter member or other interested person who is pursuing one of the courses of study. A student receiving a Chapter award remains eligible for an International Education Fund Award the following year. Any student selected for these grants must be in good standing with his/her class.

The Committee will implement the selection process using these guidelines. The Committee will annually award grant funds to eligible civilian and military personnel based on merit. The committee will determine the number of recipients and amount of the award and make the recommendation to the Executive Committee for approval. It is recommended that a minimum of four reviewing members be appointed for the grant selection process. These may be the same individuals who review the scholarship applications.

ARTICLE VII

Amendments

SECTION 1. Initial approval of the bylaws will be by a consensus vote of the membership. These Bylaws will be reviewed annually and updated as required.

SECTION 2. Amendments to the Bylaws may be proposed by a majority vote of the Executive Committee.

SECTION 3. Fact-of-life and minor changes may be made and approved by majority vote of the Chapter Executive Committee. Proposed major amendments shall be submitted to the entire membership one-month before they are voted upon at a regular meeting, or may be included in the notice of such meeting.

SECTION 4. Amendments that have been adopted by a majority of the members voting upon them at a regular meeting shall become effective immediately.

ARTICLE VIII
Dissolution

SECTION 1. If for any reason the Chapter must be dissolved the treasurer will turn in all assets to AFCEA International.