

# **AIR FORCE NAVIGATORS OBSERVERS ASSOCIATION**

## **BY LAWS**

October 2006

### **ARTICLE I: NAME**

- A. This organization shall be known as **THE AIR FORCE NAVIGATORS OBSERVERS ASSOCIATION INC.**, hereinafter referred to as **AFNOA**.
- B. AFNOA is incorporated in the State of Texas, is not affiliated with any other organization and is wholly independent of any other service or civilian organization..
- C. The Association shall not be affiliated with any political organization and shall not sanction any political, philosophy, position or agenda.
- D. The board of directors may alter the Association's name and present to the General Membership for approval.

### **ARTICLE II: PURPOSE**

- A. Serve as a focal, non-profit organization, representing all Aerial Navigators, Observers and Bombardiers who are serving or have served in the US Air Force or its predecessors.
- B. Sanction and support the efforts of our Military Services in the maintenance of our country's peace and security.
- C. Serve as the focal organization for planning and scheduling periodic Association reunions for the purpose of:
  - (1) Conducting and relaying official Association business to the General Membership,
  - (2) Rekindling the friendships and comradeship of Aerial Navigators, Observers and Bombardiers,
  - (3) Memorializing deceased members,
  - (4) Regaling each other with "WAR STORIES", trivia, or Matters of General Importance.
- D. Utilize its financial and other resources to accomplish the above-specified purposes. No monies shall be distributed to members or officers except as specified under Article V, Section 2D.

### **ARTICLE III: MEMBERSHIP CRITERIA**

#### **Section 1: General Membership**

- A. General membership shall be composed of two classes, Regular and Auxiliary.
- B. Regular Membership is limited to persons who are currently serving or have served as Aerial Navigators, Observers or Bombardiers in the United States Air Force or it's predecessors, or who have made a significant contribution to Aerial Navigation.
- C. There are no age restrictions as long as B criteria, above, is satisfied.

- D. The Board of Directors may drop any member for good and sufficient cause after that member has been given an opportunity to be heard.

### **Section 2: Regular Membership**

- A. Members who have been accepted and pay their dues on an annual or lifetime basis are classified as regular members.
- B. Application for Regular membership shall be submitted in writing to the Treasurer or Membership Chairman. Dues shall be submitted with the application.
- C. The President or his designated representative shall be empowered to accept or reject any application or recommendation for membership.
- D. The Board of Directors shall determine Requirements for Life Membership. Changes shall be published in the AFNOA newsletter, DR AHEAD, and official AFNOA web page, 90 days or more, before a general meeting

### **Section 3: Auxiliary Membership**

- A. Surviving relatives, of regular members, and others with an interest in aerial navigation shall be eligible for Auxiliary Membership.
- B. Auxiliary members may serve in any of the appointed positions.

### **Section 4: Membership Dues**

- A. Qualified, Regulars Members, paying dues on an annual basis, shall pay said dues on or before their membership anniversary date each year in an amount established from time to time by the Board of Directors.
- B. Qualified, Regular Members may chose, at any time, to pay their dues for life, becoming a Paid Life Member. Amount is based on a graduated table based on the member or candidate's age.
- C. The Board of Directors may impose special assessment(s), as specified below. Appropriate notice of assessment(s) due date shall be noted on the address label of the newsletter, DR AHEAD.
- D. Paid Life Members shall be exempt from the payment of annual donations unless special assessments are required to continue AFNOA's viability. Special assessments may then be levied as directed by the President and the Board of Directors.
- E. Members who fail to pay their annual dues, within 60 days of the due date, shall be classified as a delinquent member. The Board of Directors may, without notice and without hearing, drop the member from the rolls, if the Membership chairman does not receive payment, within this time period.
- F. A delinquent member, dropped from the rolls for non-payment, may be reinstated, after correction of the delinquency and with the approval of the President.

## **ARTICLE IV: REUNIONS**

- A. General Membership Reunions shall be scheduled BIENNIALY in odd numbered years.

- B. General Membership attending the previous Reunion shall vote on the upcoming reunion location. Vote results shall be published in the **AFNOA** newsletter, DR AHEAD, and in the official AFNOA web site.
- C. Active members organizing or working with member graduates from specific training bases, classes or geographic areas shall coordinate their reunion participation. This coordination shall be with the reunion committee or Board of Directors as necessary.
- D. The Recording Secretary may assist, as necessary, with proper coordination and timing.
- E. The President shall schedule a Board of Directors or Reunion Committee special meeting(s) as necessary or upon the recommendation of the majority of the Board Members. Notice of such meetings, along with a meeting agenda, shall be submitted to each participant at least fifteen days prior to the schedule date.
- F. Any official ruling requiring a decision by the General Membership shall be determined by a vote. To make the ruling official it has to be accepted by a majority vote of all eligible members present at a general membership, reunion meeting, except as otherwise provided for in these By Laws.
- G. Proxy voting, for any AFNOA ruling shall not be authorized.
- H. The AMERICAN FLAG shall be PROMINENTLY DISPLAYED at all Reunion meetings and at such other meetings or reunions authorized under these By Laws and meetings of AFNOA. The President of AFNOA shall lead the membership in the PLEDGE of ALLEGIANCE at the opening of any formal General Membership meeting.
- I. The rules contained in "Roberts Rules of Order" shall govern the conduct of meetings in all cases applicable unless they are in conflict with these By Laws and any special rules of order the Board of Directors may adopt.

## **ARTICLE V: OFFICERS and DUTIES**

### **SECTION 1: Officers Elected and Appointed**

- A. Members shall elect biennially, at each reunion meeting, a President, Vice-President(s), Secretary(s) and Treasurer.
- B. All elected officer shall be a Regular Member in good standing.
- C. The elected officers shall serve two years commencing at the end of the reunion meeting.
- D. No member shall be eligible to serve more than two consecutive terms as President of AFNOA.
- E. The First Vice-President shall automatically fill a vacancy in the office of the President. Vacancies in other offices shall be filled at the discretion of the Board of Directors.
- F. The President shall appoint the Membership Chairman, Historian, DR AHEAD Editor, Chaplain and Reunion Planner.

- G. Officers, directors, and appointed officials shall not receive any stated compensation for their services, however the President and/or the Treasurer may authorize reimbursement of official expenses.
- H. Nothing within these by-laws shall obligate AFNOA members as partners for any purpose and no member, officer, or agent shall be liable for the acts or failures to act on the part of any other member, officer or agent, nor shall any member, officer, or agent be liable for acts or failures to act under these by-laws, excepting only acts or failure to act out of willful malfeasance.

## **SECTION 2: Duties and Responsibilities**

### **A. PRESIDENT:**

- 1. Shall be the chief elected official, and preside at the Biennial Reunion and at the meetings of the Board of Directors,
- 2. Be a member ex-officio, with a right to vote, of all committees except the nominating committee,
- 3. Appoint the Newsletter Editor, Historian, and Reunion Chairman,
- 4. Assign specific duties to the other officers or chairpersons as necessary,
- 5. Communicate to the General Membership at the Biennial Reunions, via DR AHEAD, e-mail, web site postings and via the Board of Directors, official information pertinent to the operation of AFNOA,
- 6. Appoint ad hoc committees as necessary and,
- 7. Perform such other duties as are necessary incident to the office.

### **B. VICE PRESIDENT, FIRST AND SECOND**

- 1. FIRST VICE-PRESIDENT shall perform the duties of the President in the event of the temporary absence or disability of the President,
- 2. The Second Vice President shall assume these duties if for any reason the First Vice President is unable to perform them and,
- 3. The First and Second Vice-President shall also perform such other duties as the President may assign.

### **C. CORRESPONDING SECRETARY**

- 1. Shall take minutes of all reunion, Board of Directors and other meetings as directed by the President,
- 2. Prepare the official minutes and present to the Board of Directors for approval and then read at the reunion meeting for general membership information,
- 3. Prepare and distribute all official correspondence, such as candidates slate of officers, under his signature or as the President directs and,
- 4. The proposed slat of elected officers and directors will be published in the issue of DR Ahead immediately preceding the general membership meeting,
- 5. Announce in the DR AHEAD newsletter all meetings of the General Membership and the Board of Directors.

#### D. TREASURER

1. Shall collect all membership dues, and maintain a record of all sums received and expended,
2. Make such disbursements as voted by the general membership and as authorized by the Board of Directors,
3. Deposit all funds, in a timely manner, in a financial institution approved by the Board of Directors,
4. Prepare and present a Financial Report to the General Membership at the reunion meeting or as directed by the President,
5. Assure all funds drawn, from the account in the financial institution, are over his signature unless in special situations he, with the approval of the President, authorizes another Board Member to sign,
6. Assure funds are used only to accomplish the purpose specified in Article II above, and no funds shall be incurred or be distributed to members,
7. Coordinate with the Reunion Chairman to assure the chairman has the required funds for the reunion planning and,
8. Shall present funds, financial records, and vouchers, in his custody, for inspection and verification, to the Board of Directors, at their request.

#### E. IMMEDIATE PAST PRESIDENT

1. Shall be a member of the Board of Directors,
2. Assist and advise the President and officers as necessary and,
3. Have a vote on all AFNOA official business.

#### F. MEMBERSHIP CHAIRMAN.

1. Shall be appointed by the President, and serve at his discretion,
2. Maintain AFNOA's membership records consisting of the membership Roster,
3. Maintain a second Roster in a safe location remote from the first Roster,
4. Publish Rosters periodically as needed but no more often than once every year with a complete revision every five years,
5. Assist the Treasurer in the collection of annual dues by mailing reminder notices to delinquent members,
6. Safeguard all **AFNOA** documents, records, and valuable equipment under his control and,
7. Perform other duties as directed by the President.

#### G. HISTORIAN

1. Shall be appointed by the President, and serve at his discretion,
2. Collect, document and archive all historical documents, pictures, aerial navigation hardware, instruments, equipment and, artifacts, primarily as it pertains to the history and operation of AFNOA and its members, and secondarily as it pertains to the history of aerial navigation and as it influenced and impacted our foreign policy and AFNOA members,
3. Establish and maintain a dialog with various sources of historical items such as museums, private collectors, including AFNOA members,

4. Establish and maintain a dialog with museums, who might be interested in receipt of donations of archived items under AFNOA's sponsorship,
5. Prepare and present Historical Reports at reunion and Board meetings or as directed by the President.

#### H. NEWSLETTER EDITOR

1. Shall be appointed by the President, and serve at his discretion,
2. Shall collect information, stories, biographies and other reliable intelligence of possible interest to the General Membership, from members, officers and other sources for publication,
3. Assure the timely publication and distribution, of a minimum of three annual issues, in coordination with the Membership Chairman,
4. Perform such other duties, of this nature, as may be assigned by the President and,
5. Accept or reject any information, comments or suggestions submitted to him by the General Membership for publication.

#### I. NEWSLETTER PUBLISHER AND DISTRIBUTOR

1. Shall obtain bids and employs a local printing and mailing firm,
2. Establishes and, in coordination with the Treasurer, keep current mailing permits and address changes and, forwarding accounts with the local Post Office,
3. Coordinates with the Editor and Membership Chairman in the publishing and distribution of the newsletter and,
4. Maintains a surplus of newsletter copies to mail to prospective members as requested by Board Members or personal contacts.

#### J. CHAPLAIN

1. Shall be appointed by the President, and serve at his discretion,
2. Will offer the invocation and benediction at AFNOA board meetings, reunion banquets and other similar functions where deemed appropriate,
3. Submit articles to DR Ahead that are spiritual in nature and recognize individuals personal relationship with God, and
4. Perform other duties as directed by the President.

### **ARTICLE VI: BOARD OF DIRECTORS COMPOSITION AND RESPONSIBILITIES**

#### **SECTION 1: Composition**

- A. The BOARD OF DIRECTORS shall be composed of the elected President, First and Second Vice Presidents, Corresponding Secretary, Membership Chairman and, Treasurer.
- B. The immediate Past-President, and the appointed Historian and Newsletter Editor shall also be members of the Board.

- C. The organization and composition of the board shall be determined by the President, therefore he may select additional officers, each of whom shall be a Regular Member, in good standing.
- D. Any elected or selected officer or chairperson who is absent from three (3) consecutive Board meetings, without a valid excuse, thereby demonstrating a lack of interest, may be dropped from the Board. Such vacancies shall be filled as the President and the Board of Directors may deem necessary.

## **SECTION 2: Responsibilities**

- A. The Board of Directors shall have supervision, control, and direction of AFNOA's affairs, including establishing and approving membership dues.
- B. Determine its policies and changes therein, within the guidelines and constraints of these By Laws,
- C. Actively prosecute its purposes, and shall have discretion in the disbursement of its funds,
- D. May adopt such rules and regulations for the conduct of its business as may be deemed advisable, and may, in the execution of the powers granted, appoint such agents as it may consider necessary,
- E. Shall be authorized to adopt resolutions or to establish positions in the name of AFNOA,
- F. Assure a minimum of three elected officers are present to conduct official business and to constitute a legal quorum at any Board meeting,
- G. Assure all questions coming before the Board are decided by a majority vote, with each member of the Board present having one vote. Proxy voting shall not be permitted.
- H. Meet at alternate years from the reunion dates, or as requested by the President, to conduct AFNOA's business, specifically to monitor the forthcoming reunion planning status/progress.

## **ARTICLE VII: SPECIAL COMMITTEES**

- A. REUNION COMMITTEE
  1. Committee chairperson shall be appointed by the President and approved by the Board of Directors,
  2. Committee members shall be selected by the chairman and approved by the President and it shall be formalized no later than twelve months prior to the reunion,
  3. The chairman will participate in the reunion board meeting and present the status of his planning,
  4. Following the reunion board meeting, the chairman shall keep the President and Board of Directors informed of the progress or any potential problems, via the telephone or e-mails and,
  5. Chairman shall coordinate with the Treasurer to obtain required funds.
- B. NOMINATING COMMITTEE
  1. Shall be appointed by the Board of Directors at least 120 days prior to the Biennial Reunion,

2. Generate a slate of proposed Officers and Directors for submission to the General Membership at the Biennial Meeting,
3. The proposed slate of nominated officers shall be submitted to the Recording Secretary and the editor of DR Ahead at least 60 days prior to the Biennial Reunion and,
4. Participate in any meeting as directed by the President.

#### **ARTICLE VIII: DISSOLUTION of AFNOA**

AFNOA's dissolution shall be accomplished upon the positive vote of two-thirds of the General Membership present at a Biennial Reunion or Special Meeting. The Board of Directors shall notify the General Membership of their dissolution recommendation and of the scheduled meeting at least 30 days prior to the meeting. AFNOA assets are to be contributed to an IRS-recognized tax-exempt USAF veteran's organization or Memorial in accordance with the decision of the Board of Directors.

#### **ARTICLE IX: BY-LAWS APPROVAL**

These By Laws were amended and became effective following unanimous approval by the members present at the General Membership meeting at the Biennial Reunion in October 7, 2007. Upon recommendation of the Board of Directors, these By Laws may be amended, repealed, or altered in whole or in part by a vote of two-thirds of the members present at a duly organized reunion meeting of the General Membership of AFNOA, provided that a copy of the proposed amendment or alteration has been published in the DR Ahead, in the issue immediately preceding the annual reunion at which it will be voted upon, and posted in the official AFNOA web page.

**End of By-Laws  
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