

Special Forces Association



CONSTITUTION

Effective Date: 28 June 2013

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**SPECIAL FORCES ASSOCIATION
Post Office Box 41436
Fayetteville, North Carolina 28309**

Effective Date

CONSTITUTION

ARTICLE I

Name

Section I. The name of this organization shall be the SPECIAL FORCES ASSOCIATION (a non-profit organization), hereby referred to as the Association.

Section II. The Association was formerly the UNITED STATES ARMY DECADE CLUB, which was founded at Fort Bragg, North Carolina, in 1964, by the following Charter Members:

*Sam L. Amato	James V. Hanks	*William G. Queen
*Michael A. Anselmo	James D. Hash	*Paul R. Redfern
Robert L. Bennett	*Harry J. Hasson	Charley Reed, Jr.
*Romayo J. Bizaillon	Robert D. Hede	*Stanley S. Reed
*Janus Borkowski	*Richard C. Hopfer	*Norville E. Riggs
Lewis E. Brown	*Charles E. Hoskins	*Francis J. Ruddy
*John W. Burdge	*Ruben C. Hudgins	Ray Sanchez
*Maurice A. Casey	*Amandus M. Ihli	*Joseph F. Seyer
*Jimmy L. Cooper	*John V. Keefe, Jr.	Richard Shevchenko
*Robert A. Corriveau	*Charles C. Kerr	Jaques A. Standing
Frank J. Dallas	*Wallace L Klink	*John L. Striegel
Billy R. Davis	Ralph Licon	*Calvin J. Thomas
*James C. Dean	Benjamin A. Linchoten	Donnie C. Vickers
*Ethyl W. Duffield	Edward H. MacDougall	Paul P. Vukovich
*John D. England	*Alan B. Maggio	*Paul M. Walker
*Vincent P. Fafek	*Joseph A. Mancuso	*Robert J. Walker
Sully H. Fontaine	*George Manuel	*David L. Weddington
John R. Fryer	*Gregory A. Matteo	*John W. White
Henry S. Furst	*Harry C. McLaughlin	George E. Yosich
Dennis A. Gentry	*Edward L. Montgomery	*Michael Zaiden
*Willard P. Grant	*William H. Nolte	* Deceased
*Albert H. Green	*Donald C. O'Rourke	
*Robert G. Grisham	*Thomas Panchisin	
Harold D. Grissom	Richard A. Perkins	

Section III. The Association was incorporated under the laws of the State of North Carolina in April 1971 as the SPECIAL FORCES DECADE ASSOCIATION.

ARTICLE II

Authority

The Association is incorporated under and operated in accordance with the laws of the State of North Carolina and this Constitution. The Association's national headquarters (the "Association Headquarters") is located at the Special Forces Association Memorial Building and Grounds in

Fayetteville, North Carolina. For the purposes of North Carolina law, this Constitution serves as our bylaws.

ARTICLE III

Purpose

The Association is a Veteran Service Organization. Accordingly, the purposes for which the Association is formed are:

A. To educate members and the public regarding the history, present contributions and future development of US Army Special Forces (consistent with US security regulations).

B. To assist in keeping Special Forces units adequately manned and equipped for the defense of the United States and the Free World by supporting the establishment of the Special Forces Branch as the premiere combat force within the US Army.

C. To unite fraternally all persons who are now or have been assigned to the United States Army Special Forces.

D. To perpetuate the Special Forces traditions.

E. To commemorate fittingly the memory of Special Forces troops who have given or shall give their lives in defense of the Free World.

F. To forward and promote the general welfare and prosperity of the members and to improve by all lawful means their status and conditions.

G. To be a source of inspiration and esprit de corps for all Special Forces Units.

ARTICLE IV

Membership

Section 1. Types of Membership. There are three types of individual membership: member (decade and general), associate member, and honorary member.

Section II. Qualifications for types of Membership.

A. General. No one will be barred because of race, color, national origin, sex, religion, or political affiliation from membership. Except for these restrictions, the membership committee may refuse to approve the application of anyone it believes to be unable or unwilling to support the stated purposed of ~~te~~ the Association.

B. Member. Membership may be granted to a person who is or has been a member of the United States Army Special Forces. This includes the United States Army Reserve and the United States Army National Guard Special Forces Units, has completed Special Forces Training and has been awarded a Special Forces prefix, suffix, and/or Special Forces Tab, and Military Occupational Specialty (MOS), and if discharged, has received an Honorable Discharge. Special Forces MOS's are those awarded upon completion of Special Forces Training. There is no time requirement for general membership. Membership qualification lineage includes all units officially listed on the First Special Forces lineage certificate are acceptable for membership. Also acceptable, and grandfathered for general membership, are First Special Service Force, Office of Strategic Service (OSS), and UNPIK-8240 of Korea. The Ranger units of WWII and the

Ranger Company's of Korea are acceptable for Associate membership. Supporting documentation must accompany applications for membership, which validate qualification as outline in this paragraph.

(1) **Member with Decader Status.** Decader membership may be granted to a person meeting the requirements as outlined in paragraph B of this section. Any school/duty assignment requiring a Permanent Change of Station (PCS) from any Special Forces unit (Must be in connection with SF duty) is acceptable in acquiring time for Decader status. A member of the United States Special Forces may have either ten years active military service in a United States Army Special Forces unit or members not meeting the preceding time in Special Forces requirements for decader status may apply for that status upon reaching a combination of SF service and Association membership (served non-concurrently) that total ten years. (Example: 4 years active SF service and 6 years of Association membership.) Active duty time for decader status only includes time served after becoming Special Forces Qualified.

(2) **Life Member.** The Membership Committee may grant Life membership to a member in good standing upon written application to the Association. Past presidents of the Association, however, are eligible to be awarded a free Life membership upon completion of their term of office. This gratuity does not apply to other Association or chapter elected officers, board and committee members, or members-at-large, unless approved by a two-thirds vote of the Membership Committee and approved by the Association Officers.

C. Associate Member. Associate membership may be granted to any person not meeting the membership requirements, as outlined in paragraph B of this section, who has contributed significantly to the support of Special Forces or its officially listed units of lineage in the accomplishment of its mission. Supporting documentation must accompany applications for Associate membership to validate qualification as outline in this paragraph. All formal applications requesting Associate membership are subject to the approval of the SFA Membership Committee. In addition, widows of SFA deceased members and the immediate family members of Special Forces KIA's are eligible for Associate membership. Immediate family is defined as surviving widow and children of SF KIA.

D. Honorary Member. The Membership Committee, upon approval of a majority of the Board of Officers voting and a quorum present, may confer Honorary membership to a person who has contributed significantly to the Special Forces and who would add to the prestige of the Association. This type of membership is normally in effect for the life of the person. An exception to this rule is made for the Commander, United States Army Special Forces Command. He is given an honorary membership and holds the position of Honorary President of the Association for the period of his assignment as Commander. This official title is formally presented honoring his position within the Association. Honorary membership may not be granted to any person fully qualified to be a member as specified in Article IV, Section II, Paragraphs B, and C.

Section III. Rights and Privileges of Types of Membership.

A. Universal Rights. Individual members, regardless of type, may, at the membership rate, attend any meeting, convention, or social gathering sponsored by the Association or its chapters. They may contribute ideas and suggestions which might further the purpose of the Association. They may wear the lapel pin, Green Beret (if Special Forces qualified), Special Forces Association Crest, and any other emblem or device approved by the Association unless otherwise specified in this document. They are entitled to carry the Association's membership card and receive its publications. They can also display flags, signs, banners, and other items that have been

sanctioned by the Association. Associate Members are not entitled to wear the Green Beret.

- B. Voting Rights.** Voting members are all members in good standing except honorary members. Each voting member is entitled to vote on each matter submitted to the membership by mail or at a meeting of any Association body at which the member is present and his vote is requested.
- C. Office Holding Rights.** A member must meet the prerequisites as outlined in Article IV, Section II, paragraph B, and subparagraph (1) to be elected as an Association officer. A member must meet the prerequisites as outlined in Article IV, Section II, paragraph B to be elected as a chapter officer. All members, to include honorary and associate members, may serve on any Association or chapter committee or ad hoc body. Committees or positions are not elected positions and will be appointed by the National Board of Officers as required. At the Chapter level, any deviation from this paragraph will be dealt with on an individual chapter basis by majority vote of Chapter members in good standing voting on the issue and as prescribed in the Chapter By-Laws.

Section IV. Obligations of Membership. By acceptance of the Association's certificate of membership, each member agrees to abide by its governing documents, work toward achievement of its purposes, and act in accordance with its precepts. A member who fails to do so may have his or her membership suspended or revoked.

Section V. Admission to Membership.

- A. Membership.** (General) An individual applies for membership with the official application form. The application may be submitted through a chapter or sent directly to Association Headquarters. Documentary proof of Special Forces qualification must accompany the application. Approval by the Association Membership Committee constitutes admission to the Association. The Membership Committee shall have the right to reject the application of persons whose activities are considered to be not in the best interest of the Association.
- B. Life Membership.** A member in good standing may apply for life membership by submitting a letter requesting this action. Approval by the Association Membership Committee constitutes admission to life member status. The Membership Committee may confer life member status to the preceding president of the Association.
- C. Honorary Membership.** Chapters or members may propose a candidate for honorary membership by a written recommendation to the Association Membership Committee. The recommendation must cite specific examples wherein the candidate has contributed significantly to Special Forces and how he/she would add to the prestige of the Association. Upon approval of the Association officers, the Membership Committee confers honorary member status.

Section VI. Appeals Panel. An applicant who is refused membership may appeal in writing to an Appeals Panel consisting of the Association officers or a quorum thereof.

Section VII. Termination of Membership.

- A.** Membership in the Association is terminated through resignations, expulsion, or non-payment of dues (For non-payment of dues, see Article IV. Section IX.) Resignation or expulsion of chapter members will be the responsibility of the duly elected officers of each chapter. Members-at-large will be the responsibility of the Association. The president of the Association will appoint a five member panel (preferably at-large members) to investigate and bring about a decision as to suspension or expulsion of at-large members.

- B. Resignation of membership must be in writing and sent to the president. Upon receipt of such written resignation, the president must present the resignation to the officers at their next scheduled meeting. Upon approval of the resignation, one copy will be affixed to and become a permanent portion of the minutes of that meeting. Chapters will forward to the Association one copy of the aforementioned documents.
- C. Falsification or misrepresentation in an application; violation of Section IV of Article IV; or any arbitrary actions, deeds, or behavior, by a member which brings discredit, humiliation, or embarrassment upon the Association or any chapter shall be grounds for expulsion from the Association. A member expelled forfeits all dues and all fees paid prior to expulsion. Any members charging a member or members with grounds for expulsion must substantiate such charges.
- D. A member may be suspended from engaging in any or all Association activities while undergoing investigations stemming from any charges arising from violations as outlined in paragraph C of this section.
- E. A member suspended or expelled may request a hearing before the Appeals Panel. Any and/or all reports of investigations, or other written reports, documents, tapes, or any other information or witnesses must be made available in their entirety to the Appeals Panel. The judgment of the Appeals Panel is final.

Section VIII. Any member whose current dues are not paid before the expiration of the grace period provided in this Constitution is a lapsed member. A lapsed member is not a member in good standing and forfeits all membership rights until such a time as he is reinstated. (See Article IV, Section III, Universal Rights.)

Section IX. Dues and Fees.

- A. **Member Dues.** Annual dues as set by the Association officers and published in the Association's literature, are payable December 31 for the ensuing calendar year. Members who have not paid their dues thirty days after 31 December automatically become lapsed members. New members and annual dues paying members who pay dues or application fees after October 1st are credited with dues paid for the following calendar year. Monies must be submitted with an application for membership; if the application is not accepted, the monies are returned to the applicant. Honorary members are not required to pay dues.
- B. **Application Fee.** An application fee—set by the Association officers is payable upon application for membership. If the application is not accepted the fee is returned to the applicant. The Association officers may suspend this fee for membership drives and approved occasions. Honorary members are not required to pay an application fee.
- C. **Life Membership Fee.** A member in good standing whose application for life membership is approved by the Association membership committee may become a life member by paying a fee set by the Association Officers. Non-members must join the Association prior to becoming a life member but may do so concurrently. Lapsed members must reinstate prior to becoming life member but may do so concurrently. A special life member rate set by the Association Officers is available for members in good standing over 65. Payment plans may be established by the Board of Officers and published in the Association literature.
- D. **Reinstatement Fee.** A member who fails to pay his renewal dues within the 30 days grace period and who subsequently wishes to be readmitted pays a reinstatement fee as set by the Association officers, in addition to a full year's dues. For a limited period or in individual cases,

the reinstatement fee may be waived as the Association officers may direct.

ARTICLE V

Powers and Constraints

Section I. Powers. The powers of the Association reside in its members. These powers are exercised on behalf of the membership by the Association's elected governing body, the Board of Officers. Actions by the Board of Officers require a quorum (defined as not less than two-thirds of the Board of Officers, one of which must be the Association's President or the Vice President) and unless otherwise specified herein require the vote of a majority of the members of the Board of Officers present at such meeting.

Section II. Constraints. The Association is nonprofit, nonsectarian, and nonpartisan. It will not endorse or discredit a commercial enterprise, a political platform, or a candidate for office.

Section III. Use of Name. The Association name, insignia, title of its publication ("The Drop" or "Drop), and other distinguishing items, singularly or in combination, may be used only by persons authorized by the Association and only for Association purposes.

ARTICLE VI

Officers and Chapter Representatives

Section 1. Association Officers. The Association officers govern the Association during their two year term in office. Association officers are elected from the voting membership during an election year. Elections are held in accordance with Article VIII, Elections. The officers serve without compensation, but the president, with approval of the Association officers, may authorize travel expenses for the conduct of Association affairs. The Association officers consist of six voting members: President, Vice President, Secretary, Treasurer, Director of External Communications, and Project Management Officer.

Section II. Chapter Representative. Each chapter shall elect or appoint one chapter member to serve as their chapter representative. The elected or appointed representative must be a member in good standing. The elected or appointed representative shall keep in close contact with the Association officers and Headquarters by mail, phone, or personal contact, to be abreast of Association activities and present the views and comments of their respective chapters, as well as better understanding of policy and management of the Association.

Section III. Duties of Association Officers.

A. President. Exercises general supervision over the affairs of the Association; calls meetings; presides at meetings of the Association; and is an ex-officio member of all Association Committees. He will:

- (1) Represent the Association at all functions in which the Association is invited to participate.
- (2) Introduce events in which the Association is sponsoring.
- (3) Presides as host at all Association functions.
- (4) Makes presentations in behalf of the Association.

(5) Appoints and fills vacancies of all ad hoc or special committees.

(6) Participates in activities that will enhance the status of the Association and its members.

- B. Vice President.** The vice president assumes the duties of the president in the absence or incapacity of the president and performs such other duties as the president may assign. He will coordinate all social functions in which National Headquarters may be involved. Since all functions now have a host chapter, the vice president makes contact with the host chapter to coordinate, plan, and assist the chapter with items which the Association Headquarters may wish to incorporate, i.e., guest speakers, speeches, presentations, etc. The vice president will report to the Association officers on the progress of all activities in which Association Headquarters or other chapters may have an interest. The vice president will scrutinize all activity reports, minutes, or summary of minutes from the chapters and then report all significant information to the Association officers. He will contact the chapters who do not respond. (See Article IX, Section IV. paragraph E. subparagraph 5 and 8.) The vice president assumes the additional duties of director of Plans and Programs and is responsible for preparing plans and programs that will provide for the orderly expansion and improvement of the Association. He is chairman of the Constitution Committee and any other committee he forms to carry out his responsibilities. He also selects the members of the committees he heads.
- C. Secretary.** The secretary keeps minutes for all Association meetings. He distributes these as prescribed by the president and appropriate regulations. He conducts official correspondence, signs official documents, maintains records so that they are available at any time to the president or chapter representatives and performs such duties as the president may assign. He is responsible for accepting and depositing all monies for the Association, providing the Treasurer with deposit documentation (the elected officers may designate an individual other than the Secretary to accept and deposit funds). He assumes additional duties as the **chairman** of the Membership Committee and is responsible for ensuring continued growth in membership of the Association. He is the Chairman of the membership Committee and selects its members.
- D. Treasurer.** The treasurer supervises the Association's fiscal affairs by (1) keeping a just and accurate account of funds; (2) maintaining books and records so that they can be inspected at any time by the President or any auditor named by the President; (3) ensuring that the Association's books are audited annually including all separately maintained funds. The Association's audit will be conducted by an independent auditor requested by the President; (4) authorizing disbursements; (5) maintaining an annual account of chapter finances and authorizing dues refunds and other types of rebates to chapters; (6) submitting to the president and Association officers a monthly statement of the Association's financial status; (7) ensuring the Association's checks are signed by two Association officers; and (8) preparing records that are necessary to account properly for monies of the Association. The treasurer assumes the duties as the **Director of Finance**, is chairman of the Finance Committee and selects its members.
- E. Director of External Communications.** The Association's Director of External Communications assists the secretary and assumes the duties of the secretary in the absence or incapacity of the latter. He performs such duties as the president or secretary may assign. He assumes the duties of director of Publicity and shall be responsible for all publicity of the Association. He is chairman of the Publicity Committee and selects its members. He ensures that coordination is made with the Party Committee and various Ad Hoc Committees for proper photographic, radio, newspaper, and television coverage of an Association event. He ensures that all other news releases to the media, except those stated above, are released with the president of the

Association's approval only. He provides help and supervision to the editor of The Drop as directed by the president and Association officers.

F. Project Management Officer. The Project Management Officer will maintain a file of all ongoing projects, will coordinate with Board Members and Chapters to update progress and assist where needed. He is chairman of the Tellers Committee and Nominating Committee and selects its members.

Section IV. Terms of Office. The Association officers are elected to serve a two year period in office, the term to begin on the first day of the month of July during the election year. The president may not be elected to serve more than two consecutive terms in office. Other Association officers may serve multiple elected terms in office.

Section V. Vacancies. Any Association officer vacancy that occurs during their term of office will be filled by a presidential appointment with the approval of the remaining Association officers. Vacancies will be filled in a timely manner. Vacancy of the office of the president will be filled by the vice president, and a vice president appointed as aforementioned.

Section VI, Removal. If the conduct of an Association officer is such that the Association as a whole feels it is necessary to suspend his authority, the president will appoint a special committee to hear and review his case. The person to be suspended must be served personally or by registered mail with a notice containing a statement of the charges against him and specifying the time and place of a hearing before the special committee; this notice must be received at least ten days before the hearing. At the hearing, the accused may be represented by counsel and must be allowed to confront his accusers. The special committee's recommendations must be sustained by two-thirds vote of the Association officers.

ARTICLE VII

Committees

Section I. Establishment. The president and Association officers establish committees to take charge of specific work areas.

Section II. Types of Committees.

A, Finance Committee. The Finance Committee prepares the coming year's budget and makes recommendations concerning the current budget. It is responsible for formulating the most advantageous methods for handling such funds as the Association may have available for investment. This responsibility includes the investment of current surplus funds and the development of a long range portfolio.

B. Membership Committee. The Membership Committee promotes membership in the Association. It establishes membership processing procedures subject to Association officer's approval. It works with all chapters and maintains contact with unaffiliated members regarding membership issues.

C. Publicity Committee. The Publicity Committee generates and coordinates publicity for the Association. It reviews the Association's publications. The Drop, chapter publications, and

makes recommendations concerning their publication. It approves the format and appearance of Association publications, and provides guidance and assistance in their production as required. The Publicity Committee prescribes the proper use of the Association's symbol on all Association and chapter publication.

- D. Constitution Committee.** The Constitution Committee advises the president on matters associated with the Association's governing documents and periodically reviews their adequacy. It formulates amendments and submits these to the Association officers with recommendations. It also reviews other pertinent literature and printed matter for consistency with the Association's governing documents. At least one member of the Constitution Committee must be a past president of the Association.
- E. Nominating Committee.** (See Article VIII, Section I, paragraphs B, C, D, E, and F.)
- F. Tellers Committee.** (See Article VIII, Section I, paragraph G.)
- G. Board of Trustees.** The Association president shall appoint a Board of Trustees consisting of seven members to manage the affairs and business of the Association Building(s) and grounds. The appointed members shall consist of a chairman, vice chairman, secretary, treasurer, and three (3) members. Duties, procedures, and responsibilities of each member, to include separate accountability of funds, shall be spelled out under a special memorandum signed by the Association president. The Board of Trustees chairman shall attend all Association officers meetings.
- H. Special Committees.** Special committees may be formed by the president to perform particular tasks. Once that requirement is satisfied or the tasks are performed, the committee will be disbanded.

ARTICLE VIII

Elections

Section I. General Elections.

- A. Time of Election.** Association officers are elected each two years in June. A preliminary slate is announced to all voting members in the winter Drop prior to election year with guidelines for nominations by petition. Nominations by petition must reach the Nominating Committee by 31 January of an election year. The final slate of officers will be determined by the Nominating Committee and ballots published in the spring Drop of an election year. The votes will be tabulated at least one week before the Inaugural Ball (Convention Banquet). The Nominating Committee sets specific dates each election year and instructs the voters accordingly.
- B. Nominating Committee.** The Nominating Committee is responsible for that selection of candidates qualified for the six Association elective offices for the conduct of the election. It consists of four persons; the current Association Project Management Officer and three other persons who are not office holders. The committee is responsible for the preparation of the preliminary slate, final slate, and ballot. The Nominating Committee also handles nominations by petition from the membership.
- C. Selection and Evaluation of Candidates.** The Nominating Committee requests names of candidates to be considered for election from each chapter and, as it deems appropriate,

contacts individual Association members for recommendations. Qualified candidates are asked to submit a statement of availability.

D. Preparation and Distribution of Preliminary Slate. At a date established by the Nominating Committee, all candidates who have agreed to serve if elected are evaluated for specific positions on the slate. The preliminary slate **is** prepared and announced to all voting members with instructions pertaining to nomination by petition.

E. Nomination by Petition. Additional candidates for any elective office may be nominated by petition of at least three percent of the eligible voting members. The person's membership number and full name must be typed or printed adjacent to the signature. The petition must be accompanied by the candidate's signed statement of acceptance. The name of any candidate who is qualified must appear on the final slate and ballot.

F. Preparation of Final Slate and Ballot. The Nominating Committee prepares the final slate and ballot and distributes the ballot to all voting members by mail. For unopposed candidates, the ballot offers a "yes" or "no" choice. Voting instructions will specify the day on which ballots must be returned to National Headquarters via U.S. mail to be counted and will also require the voter's name, membership number, and signature to be shown on the bottom of the ballot. The nominating committee may specify alternate means for submitting ballots such as email or fax to meet special needs of the membership.

G. Count of Vote and Announcement of Results. The Tellers Committee will validate election ballots while protecting the identity of the voters, count and record the vote, and announce the results of the election. Candidates are elected by plurality (candidate receiving the most votes) of votes cast. A tie vote is resolved by a majority of the Association officers voting for one of the candidates. If the unopposed candidate receives fewer affirmative than negative votes, that office will be declared vacant. The chairman of the Tellers Committee will promptly notify the president and all candidates of the total votes cast for the various candidates. He will also make the official announcement of elected candidates during the Inaugural Ball ceremonies at the annual SFA Convention.

H. Chapter Elections. The chapter elections shall be held in accordance with Article VI, Sections I and II. Removal of, or vacancies filled, shall be conducted in accordance with Article VI, Sections VI and VII.

Section II. Voting on Ballots other than Election. Voting on matters other than the election is made part of the general election except when the Association Officers, by a majority vote, call for a special ballot (for example, constitutional amendments.)

Section III. Special Ballot. When the Association officers direct that a special ballot be conducted on some matter of concern to the membership, Association Headquarters will prepare and distribute the ballot. Instructions pertaining to the voting on such special ballots shall be given at the discretion of the Association officers. The Tellers Committee will comply with Article VIII, Section I, paragraph G.

ARTICLE IX

Chapters

Section 1. Definition and Purpose. A chapter is a group of members who live, work or is

stationed in a particular locality and who, as a matter of geographic convenience, organize themselves to promote the purposes of the Association cooperatively. Chapters can engage only in activities that conform to the Association's purposes.

Section II. Formation. To establish a chapter, fifteen or more voting members must submit a written application to Association Headquarters. A name and address of each signatory to such an application must be typed or printed adjacent to the signature. The application will state the name of the new chapter and name the temporary officers. Association Headquarters will validate the application and present it to the Association officers for approval. Upon approval, the chapter is granted provisional status. Provisional status extends for at least two years. During that period, the chapter's progress and health are monitored closely by the Association officers. After the provisional chapter has demonstrated its health and vitality to the satisfaction of the Association officers, it is assigned permanent status. A provisional chapter operates in the same manner as a chapter.

Section III. Operational Relationship with Association.

A. Membership. Only Association members in good standing may be chapter members. All residing, working, or stationed within the approved area are assigned to that chapter. However, a member may request a chapter affiliation of his choice where there is more than one chapter to which he could be assigned, or request not to be affiliated with a chapter. A member of a chapter, who moves, transfers, etc., may remain a member of that chapter or join another chapter in his area. A member may belong to only one chapter at a time.

B. Association Contact. The Association maintains contact with all chapters by (1) providing names and other information of members assigned to each chapter, reassigned to other chapters, or terminated; (2) sending dues, refunds and other rebates; (3) sending news and minutes of Association meetings within 45 days; (4) provides constitutions, by-laws assistance, certificates of membership, membership cards, lapel pins, badges, and other items necessary for the efficient management of the Association operation while supporting the chapters and the membership. The chapters maintain contact with the Association by (1) advising the Association promptly of the names of its newly elected or terminated officers; (2) furnishing progress information as requested; (3) providing names of departed members and current status of members, including any change of address; (4) submitting minutes of meetings; (5) providing information and pictures for The Drop; and (6) submitting an end of the year fiscal report by 15 February of each year.

C. Constraints. A chapter must not operate under local rules and procedures that are not consistent with the governing documents of the Association; any variations from the governing documents must be cleared through and by the Association Constitution Committee and approved by the Association officers prior to adoption. A chapter must not charge chapter dues, but with specific approval of the Association officers may levy local assessments, provided these are not called "dues" and have no bearing on membership. The chapter must not obligate the Association to any financial or other commitment nor use the Association's name without chapter designation. If a chapter persists in actions that are not in the best interests of the Association, the Association officers may by a two-thirds vote take any action it deems proper. Such action may be appealed to the Association officers and, after reconfirmation of the Association officer's action, to the annual convention for membership determination.

D. Dissolution. The Association officers may by a two-thirds vote dissolve a chapter when it is satisfied that the chapter is inactive and that there is no reasonable hope of its immediate revival, or when it is satisfied that such action is in the best interest of the Association. Chapter dissolution does not affect Association membership status of the members assigned to such a

chapter. Members of a dissolved chapter are assigned unaffiliated status or are assigned to another chapter, if one exists in the general region. Upon dissolution, residual chapter funds and property revert to the Association.

Section IV. Operations

- A. Name.** The chapter members, by a two-thirds vote, select the chapter name at a business meeting of the chapter. At least two week before the vote, chapter members will receive written notice of the motion for the name change. The Association Officers must approve a chapter's name change.
- B. Areas.** The chapter areas are proposed by the original organizers and approved by the Association officers. Any change to the area must be submitted to the Association officers for approval.
- C. Management.** The chapter membership is represented by elected chapter officers with powers to take whatever legal and proper actions are necessary for the fulfillment of the Association's purposes.
- D. Chapter Officers.** Chapter officers include at least a president, vice president, secretary, and treasurer. Chapter officers meet at the request of the president or at the request of two of the officers. A majority of the chapter officers constitutes a quorum. If the chapter officers decide by majority vote that more than four officers are required to operate efficiently, it is permissible to propose at a chapter membership meeting or by any other means deemed appropriate to increase the number of elected officers, specifying the titles and duties of such officers. If the proposal is accepted by two-thirds vote of those present (all members having been notified prior to the meeting), it becomes a rule of the chapter's operation. Conversely, the membership of a chapter may agree by two-thirds vote to have the office of secretary and treasurer filled by the same individual. Vacancies in the chapter offices are filled by majority vote of the remaining chapter officers.
- E. Responsibilities.** The chapter president as head of the chapter officers is responsible for all operations. He delegates duties to other officers and to committee chairmen whom he appoints. The following responsibilities must be discharged:
- (1) Regularly scheduled program meetings for the membership.
 - (2) Recruitment of new members and membership processing.
 - (3) Regular meetings of chapter officers to handle the chapter's business.
 - (4) Fiscal control by means of approved budgets and expenditures, and fiscal operations in accordance with subsection H below.
 - (5) Activity reports are submitted to Association Headquarters by 15 February each year.
 - (6) Year end fiscal reports are submitted to Association Headquarters by 15 February each year.
 - (7) Elections are conducted by the chapter Nominating Committee in accordance with subsection F below.
 - (8) A copy of the chapter minutes or a summary of the chapter meeting will be forwarded to Association Headquarters within 15 days after the meeting was held so that Association

Headquarters can be more responsive to the needs of the chapters and that the timely information received can be disseminated by local and Association means to others who may want or need this information, i.e., chapter organization days, etc. Lastly, this report gives the Association Headquarters more up-to-date status of each chapter; the following activities are optional but have proved beneficial to chapter growth.

- a. Publication of a regular newsletter to establish communications with chapter members and other chapters.
- b. Publicity on the chapter's activities and on the Association.
- c. Employment referral services to establish contact between chapter members and governmental and local employers.

F. Chapter Elections. Chapter elections are held in time for the new officers to attend the annual convention of the Association as representatives of their chapter. The Tellers Committee will handle the elections. The Nominating Committee will consist of three or five members, at the discretion of the chapter president. Either two of three or three of five members of the Nominating Committee will be elected by the membership. The Nominating Committee chairman will be appointed by the chapter president who will also appoint one member to a five member Nominating Committee. If chapter elections are conducted similarly to Association elections (Article III), nominations by petition must bear the signature of ten percent of the chapter membership. Chapter elections may be conducted at a regularly scheduled meeting of the membership provided that a preliminary slate of candidates has been announced to the membership at least six weeks prior to the date of election, and a final slate of candidates, if different from the preliminary slate, has been announced at least ten days prior to the date of election.

G. Chapter Business Meeting. At least one annual chapter business meeting will be held at which the chapter officers and chapter committees report to the membership and at which the results of the elections will be announced. A quorum for transacting business is twenty-five percent of the voting members or twenty voting members, whichever is fewer.

H. Finances. Chapter funds will be deposited in any banking institution that is a member of the Federal Deposit Insurance Corporation and in any Savings and Loan institution that is a member of the Federal Savings and Loan Corporation. The chapter officers can authorize payment of chapter expenses, funds may be withdrawn only over the signature of both the treasurer and either the president or vice president. The Association Headquarters provides rebates to chapters for each newly recruited member, renewed members, and life members processed by the chapter.

I. Host Chapter. The host chapter for the annual SFA convention is selected by the membership attending the General Membership meeting from bids that meet the requirements set forth by the SFA Convention S.O.P. and approved by the Association Officers. This S.O.P. contains the following requirements: Article I, General; Article II, Convention Bids (including a cost analysis); Article III, Convention Host Requirements; Article IV. Convention Administration; Article V, Vendors/Concessions; Article VI, Emergency Considerations; Article VII, After Action Report; Appendix I, Convention Agenda, Meetings and Program; Appendix II, Banquet Agenda, Seating and Recognition; Appendix III, Convention Check List; Appendix IV, After Action Report Format.

Section V. Associate Chapters. Associate chapters are subject to the provisions of Sections I through IV above, except that an associate chapter may be formed with a minimum of ten (10) members in good standing.

Section VI Ladies Auxiliaries. Chapters may wish to sponsor Ladies Auxiliaries. Auxiliaries may be formed in accordance with SFA guidelines. Chapters must follow the guidelines provided by National Headquarters pertaining to the forming of Ladies Auxiliaries.

ARTICLE X

Meetings

Section I. Association Membership Meetings. Association membership meetings shall be held at the call of the President or Vice President but not less than once per year, normally at the Annual Convention. No action may be taken unless a quorum is present at the meeting, meaning at least 10% of the voting members, either in person or represented by Proxy.

Section II. Board of Officers Meetings. Meetings of the Board of Officers shall be held monthly and/or at the call of the President or Vice President, as required.

Section III. Special Meetings of the Members. Special meetings of the members will be called by the Board of Officers or by written demand of at least 10% of the voting members. Meetings called by at least 10% of the voting members will be held within 30 days after receipt of such demand by the Board of Officers. Notice of such special meetings will be sent to each voting member at least fifteen days before the date of the meeting. No action may be taken unless a quorum is present at the meeting, meaning at least 10% of the voting members, either in person or represented by Proxy.

Section IV. Transaction of Business. The parliamentary procedures, as specified in Roberts Rules of Order, latest edition, govern business meetings of the Association when they are applicable and consistent with the governing documents. All meetings are open to anyone wishing to attend, but those members attending that are not members of the Board of Officers cannot vote or participate in matters before the Board of Officers. Notwithstanding the foregoing, the Board of Officers may close any meeting of members or the Board of Officers to persons who are not voting members in their discretion. Members who have suggestions, ideas, recommendations, or complaints must bring them before the Board of Officers through their chapter representative, who will in turn send them to the Board of Officers for study, research, and recommendations to the president and the membership. Unaffiliated members must submit suggestions, etc., to the Board of Officers in writing for action to be taken. This is done to ensure proper and timely execution of business, All resolutions to be made at the Annual Convention must be submitted in writing to the Board of Officers sixty days prior to the scheduled meeting so that the proper study and research may be made of the resolution and an information letter sent to all members advising them of the resolution's contents and implications.

Section V. Time and Place of Meetings. Time and place of meetings and conventions are determined by the Board of Officers and are publicized to the membership.

Section VI. Record of Meetings. Minutes of all Association meetings will be recorded by the Secretary or Director of External Communications and will indicate members in attendance by number, a summary of business, transactions, and any pertinent documents considered when applicable, minutes of Association officers meetings will be recorded by the Secretary or Director of External Communications when matters of other than routine nature are discussed and acted upon. The Association Officers and chapters are provided with a copy of the minutes of the meeting by the Secretary. Minutes of the meeting must be displayed in a prominent place for the membership to read.

Section VII. Proxies. For any meeting of the membership at which the Association plans to submit an action to the voting members for approval pursuant to this Constitution, whether at the Annual Convention or at a special meeting, the Association shall provide a Proxy to all voting members in

accordance with Chapter 55A of the North Carolina General Statutes.

ARTICLE XI

Finance

Section 1. General. The Association operates on a calendar year basis, January 1 through December 31 of the calendar year. Funds are established for operating purposes and for reserves. Only banks that are members of the Federal Deposit Insurance Corporation or Savings and Loan Insurance Corporation can be used for depositing Association funds. Approval by two-thirds of the Association officers is required to (1) designate reserve units; (2) levy assessments; or (3) change the dues structure.

Section II. Revenue. The Association derives revenue from annual dues, application fees, life membership fees, reinstatement fees, sales of lapel pins and badges, donations, and monies above operating cost from conventions, parties, and other social functions.

Section III. Audits. The President of the Association will direct the Treasurer annually, at the end of each fiscal year (December 31), to prepare the financial records for audit. Audits of Nationals records will be conducted by a Certified Public Accountant (CPA).

Chapter Presidents will receive a copy of the completed audit and the audit published in the next edition of the Drop Magazine.

Local Chapters and the Memorial Building Fund will conform to the auditing procedures identified above. At minimum local chapters will be required to have their financial records audited after a change of chapter officers or the interim replacement of the treasurer. Chapters are not required to use CPA'S however; audits must be accomplished by an impartial qualified individual. A copy of all audit reports will be sent to National Headquarters.

ARTICLE XII

Headquarters and Staff

Section I. Headquarters. Association Headquarters is established in a designated location where office space is maintained for the staff. All expenses incurred in the operation of Association Headquarters are budgeted annually and are approved by the Board of Officers.

Section II. Staff. The President appoints salaried personnel with the approval of the Board of Officers to meet administrative and operational requirements. Salaries are determined by the Board of Officers and reviewed at least once a year. Nothing in this Constitution shall forbid the appointment and approval of an Association Officer as salaried personnel of the Association, provided that such appointment and approval continues to be permitted by Chapter 55A of the North Carolina General Statutes.

The Special Forces Association is an equal opportunity employer dedicated to a policy of compliance with all federal, state, and local laws regarding nondiscrimination in employment. Applicants are considered for all positions without regard to race, color, religion, sex, sexual orientation, ancestry or national origin, age, or veteran status. In addition, the Association does not discriminate on the basis of physical or mental disability where the essential functions of the job, as reasonably accommodated, do not require such distinction.

ARTICLE XIII

Publications

Section 1. The Drop. The official publication of the Association is The Drop. It is published quarterly and is distributed to members on a worldwide basis. All members are encouraged to write to the editor of The Drop so that information and pictures of interest to the membership may be published.

Section II. Chapter Newsletters. Chapters are authorized, and strongly encouraged, to publish a newsletter to establish communications with chapter members and other Association chapters.

ARTICLE XIV

Dissolution

The Association may be dissolved by vote of a majority of the voting members. Upon notification of dissolution of the Association by the voting membership or other persons with power to require such dissolution, proper disposition of funds and property will be made in accordance with the applicable laws of the State of North Carolina after all outstanding bills and debts have been liquidated.

ARTICLE XV

Adoption

This Constitution is adopted subject to the approval of two-thirds of the members voting on adoption.

ARTICLE XVI

Amendment

This Constitution may be amended by (i) approval of the Board of Officers and (ii) approval by the membership by two-thirds of those voting:

- a. at the annual membership meeting held at the Annual Convention provided at least 10% of voting members attend the meeting. For the purpose of this Article, "attendance" at the annual membership meeting shall be assumed to be the same as the number of members registered for the Annual Convention; or
- b. at a special meeting of members called for this purpose provided at least 10% of voting members attend the meeting; or
- c. by Written Ballot distributed electronically or by mail to all members in good standing

Jack Tobin
President
Special Forces Association

Gary E. Koenitzer
Secretary
Special Forces Association