

**By-Laws  
of the  
Vietnam Veterans of America  
Idaho State Council, Inc.**



Adopted: June 28, 2002  
Amended: September 7, 2002  
Amended: September 15, 2007  
Amended: October 24, 2009  
Amended: September 20, 2014  
Amended: June 3, 2017

# **By-Laws of the Vietnam Veterans of America Idaho State Council, Inc.**

## **PREAMBLE**

These by-laws document the requirements and policies that define the organizational structure and operation of the Idaho State Council and may be altered, amended, repealed, or new provisions added hereto, by the affirmative vote of two-thirds of the Idaho State Council present and voting at any regularly scheduled Idaho State Council meeting.

## **SECTION 1- IDAHO STATE COUNCIL ESTABLISHMENT**

- A. There is established within the State of Idaho, and within the Vietnam Veterans of America, Inc., a State Council, hereinafter known as the Vietnam Veterans of America Idaho State Council, Inc., and is referred to as Council in these By-Laws.
- B. The Council is constituted and organized pursuant to the Constitution of Vietnam Veterans of America Incorporated, is incorporated in the State of Idaho, and shall abide by and exist in accordance with the Constitution of the Corporation and the applicable laws of Idaho.

## **SECTION 2 – STATE COUNCIL PRINCIPLES**

- A. The Council is formed for improving the wellbeing of the Vietnam Era veterans in the State of Idaho, and shall seek all legitimate aid and assistance they or their dependents may require.
- B. The Council shall act as an advocate for all veterans within the State of Idaho, especially the Vietnam Era veterans. It shall strive to identify problems between the Federal and Idaho State governments; and the Vietnam Era veterans of this State and shall actively advance the position of these veterans.

## **SECTION 3 - IDAHO STATE COUNCIL MEMBERSHIP**

- A. The Council consists of the Board of Directors, one (1) Members-at-Large Delegate, and two (2) elected Chapter Delegates from each chartered Vietnam Veterans of America (VVA) Chapter in Idaho.
- B. Each chartered Idaho VVA Chapter in good standing with the National Corporation shall be represented on the Council by two (2) elected Chapter Delegates representing their respective Chapter. During every even numbered year each Chapter will elect from the Chapter members in good standing, two (2) Chapter Delegates and two (2) Alternate Chapter Delegates to represent the Chapter on the Council.
- C. At such time when more than 100 VVA Members-at-Large are located within the State of Idaho, and upon recommendation of the Council President, a second Members-at-Large Delegate may be elected to the Council.

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## **SECTION 4 - STATE COUNCIL BOARD OF DIRECTORS**

- A. The Council Board of Directors is composed of the three (3) elected officers, Council President, Council Vice President, and Council Secretary/Treasurer.
- B. Each member of the Council Board of Directors shall be entitled to one (1) vote on all matters that come before the Council Board of Directors.
- C. A quorum of the Council Board of Directors shall be two (2).
- D. The Council Board of Directors is authorized to disburse funds of the Idaho State Council on an emergency basis up to maximum of \$500.00 or ten (10) percent of the current Council checking account balance, whichever is less.
- E. Each Council Board of Director will be authorized to sign checks to disburse funds from the Council checking account which requires two signatures to be affixed on each check.
- F. There are no regularly scheduled meetings of the Council Board of Directors. Notice of special meetings of the Council Board of Directors shall be given by sending notification thereof, including subjects to be considered, by mail at least ten (10) days prior to the day of the meeting, addressed to the respective members of the Council Board of Directors. Meetings shall be held at the place designated by the Council President.
- G. Votes by the Council Board of Directors on all motions shall be recorded by the Council Secretary/Treasurer in the meeting minutes.

## **SECTION 5 - ELECTION AND REPLACEMENT OF THE COUNCIL BOARD OF DIRECTORS**

- A. To qualify for election to a Council Board of Director position a candidate:
  - 1. Must be a member in good standing of a VVA Chapter located within the State of Idaho or reside within the State of Idaho as a Member-at-Large.
  - 2. Must provide to the Council Secretary/Treasurer a declaration of intent and eligibility to declare their candidacy for a Council Board of Director position which provides the necessary information to confirm their eligibility for election. Unless the candidate is a VVA Life Member, or is currently serving in an elected position at the National or Council level, the candidate will include a copy of his or her DD Form 214 or other acceptable form of proof of military service, and shall not be entitled to be considered for election until such act is accomplished. After eligibility has been confirmed the DD-214 will be returned to the candidate.

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- B. At the Council Convention balloting shall be conducted separately and by secret paper ballot for each position in the following order:
1. Council President
  2. Council Vice-President
  3. Council Secretary/Treasurer
  4. Council Members-at-Large Delegate
- C. Any campaign literature promulgated by qualified VVA members who declare themselves as candidates for a position on the Council Board of Directors will not bear the VVA logo or any facsimile thereof.

### **SECTION 6 - DUTIES OF COUNCIL BOARD OF DIRECTORS AND MEMBERS-AT-LARGE DELEGATE**

- A. In addition to the duties specified in the VVA Constitution, Article II, Section 6 – Duties of Officers, the following duties and responsibilities apply:
1. The Council Vice-President shall act as the principle Council liaison for VVA Chapters forming in the State of Idaho until such Chapters are officially chartered by the Corporation.
  2. The Council Vice-President shall act as the Membership Point of Contact for the Council.
  3. The Council Secretary/Treasurer shall certify the qualifications and membership of individuals seeking to attend a Council meeting as a Chapter Delegate.
  4. The Council Secretary/Treasurer shall ensure timely (60 days) reproduction and distribution of the amended Council By-Laws to each Chapter following each revision to the document.
  5. The Council Secretary/Treasurer shall disburse the funds of the Council as may be ordered by the Council Board of Directors or Council, as appropriate, taking proper vouchers for such disbursements, and shall render an accounting of all financial transactions at each regularly scheduled meeting of the Council.
  6. The Council Members-at-Large Delegate will maintain periodic contact with those listed on the Council roster as members at large to solicit their input on issues brought before the Council.

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## **SECTION 7 – MEETINGS OF THE COUNCIL**

- A. The Council President shall establish, with the concurrence of the Council, regularly scheduled meeting dates of the Council no less than three months in advance of the next regularly scheduled meeting. Normally two (2) regularly scheduled meetings of the Council will be held of each year. The Council Convention will be held in conjunction with the regularly scheduled meeting of the Council held in the 2<sup>nd</sup> calendar quarter of each even-numbered year.
- B. Each Council Board of Director, Council Members-at-Large Delegate, and Chapter Delegate shall have one vote on all issues that come before the Council.
- C. A quorum of the Council shall be five (5) including at least one (1) Council Board of Directors member. The act of the majority of the Council members present at any duly constituted meeting at which there is a quorum present shall be the act of the Council.
- D. During the intervals between regularly scheduled meetings of the Council; the Council President may refer and submit by regular mail, electronic mail, or telephone, to the members of the Council specific questions relating to the affairs and management of the Council which in the opinion of the Council President require immediate attention on the part of the Council. The results of such referenda shall constitute the act of the Council, and shall be binding upon the Council in the same manner as if the vote were taken at a duly constituted meeting.
- E. In the event the Council President submits a question to the Council as set forth above, the Council President within seven (7) days of said referendum, will file with the Council Secretary/Treasurer an affidavit setting forth the date of contact with the Council, the question submitted, and the vote of each Council member.
- F. The Council Secretary/Treasurer shall maintain records of each referendum, and shall communicate the results of said referendum to all members of the Council and to all Idaho Chapter Presidents within seven (7) days of the affidavit filing with the Council Secretary/Treasurer.

## **SECTION 8 – COMMITTEES**

- A. The Council shall, upon the recommendation of the Council President; and approval of the Council, establish such committees as are necessary to accomplish the business of the Council.
- B. The committees shall meet at such times and places as the chairperson of the committee, the Council President, or the Council shall direct.