

**Bylaws  
of the  
DMV Area Chapter  
Marching 100 Alumni Band Association, Inc.**



**Revised July 2019**

## Revision History

VERSION NUMBER	DATE	PAGE NUMBER(S)	NUMBER OF FIGURE, TABLE OR PARAGRAPH	TITLE OR BRIEF DESCRIPTION	EDITOR(S)
1.0	03/01/2012			Original draft of document	Sharon Finney
2.0	06/30/2019	2		Add revision history to track changes to by-laws	Andrea Turk
		5		Add table of contents and page numbers to better make by-laws easier to read and discuss	Andrea Turk
		ALL		Add the word AREA to every DMV within the by-laws to align the document with the desired name change. Edited grammar, spelling and punctuation throughout the document.	Andrea Turk
		6		Add West Virginia to the states in the DMV Area	Andrea Turk
		6		Change address to current president's residence	Andrea Turk
		7	Provisions	Remove 'hold office' from Associate Member entitlements. It is already stated what offices an Associate Member cannot hold, so this eliminates redundancy. Added the word 'committee' in front of chairs. Removed 'subsequent' and replaced with two(2) consecutive. Added in the event the chapter orders formal polo style shirts to wear as a uniform, the chapter will have <i>Associate Member</i> added to the polo shirt.	Andrea Turk
		8	Voting	Added section regarding submitting proxies which includes the deadline for submitting proxies to the secretary.	Andrea Turk
		9	Eligible Voters	Added what 'good standing' means for the purpose of becoming an eligible voter. This statement establishes a deadline for annual dues to be paid in full for voting eligibility purposes.	Andrea Turk

		9	Nominations	Sets a timeline for providing a list of members who are eligible to hold office.	Andrea Turk
		10	Vacancies	Sets a timeline for providing a list of known vacancies	Andrea Turk
		10	Official Ballot	Updates to include paper ballots will be mailed to eligible voters by request only, and that the voting process will be electronic. Also sets a deadline for paper ballots to be mailed in to ensure inclusion in the official vote count.	Andrea Turk
		11	Declaring the Winner	Added the word 'verified' to the statement about the ballots being counted. There should be a second set of eyes, other than the secretary or designee, to ensure the integrity of the process.	Andrea Turk
		13	Secretary	Remove receive and receipt monies and replace with record and provide receipts. Remove surrender all funds and replace with assist Treasurer with ensuring that funds received at events have been accurately counted and recorded.	Andrea Turk
		14	Treasurer	Shall provide monthly updates and maintain regular contact with the National Finance team (Treasurer and Financial Secretary) to ensure accuracy in both Chapter and National financial records.	Andrea Turk
		14	Parliamentarian	Removed 'Shall ensure each business transaction of the Chapter is done so in accordance with standard parliamentary rules and procedures' because it is redundant. Almost identical to the first bullet.	Andrea Turk
		15	Committees and Duties/Standard Rules and Procedures	Updated last bullet to remove "Shall approve a list of expenditure items for proposed annual budget" and replaced.	Andrea Turk
		15	Membership Committee	Updated bullet 4 to ready 45 days prior instead of one month prior. One month prior was in conflict with	Andrea Turk

				Section 5.1.5 under Official Ballot.	
		16	Communications Committee	Removed the Patch Report from bullet 1 and replaced with National Website	Andrea Turk
		16	Activities Committee	Added shall be comprised of at least one person from each state represented in the DMV Area	Andrea Turk
		18	Meetings/Transition Meetings	Changed from 45 days to 30 days due to conflict with Section 7.2.1 Policy/Provisions	Andrea Turk
		18	Removal of Officers/Filing Complaints	Added processes if complaint is against the President or Vice President of the Chapter	Andrea Turk
		19	The Removal Process	Clarified bullet 2 and added prior to upcoming meeting that will formally address the removal resolution	Andrea Turk
		9-10	Election Timeline	Section 5.1.3 -Inserted an example of how to determine the dates and milestones for an election process.	Andrea Turk

Table of Contents

Article I: Name..... 6

Article II: Purpose..... 6

Article III: Offices..... 6

Article IV: Membership ..... 7

Article V: Voting ..... 8

Article VI: Quorum..... 13

Article VII: Officers & Directors..... 13

Article VIII: Committees & Duties..... 16

Article IX: Meetings ..... 19

Article X: Removal of Officers..... 19

Article XI: Compensation and Expenses ..... 21

Article XIII: Fiscal Year ..... 21

Article XIV: Amendments..... 22

## **Bylaws of the DMV Area Chapter, Marching 100 Alumni Band Association, Inc.**

### **Article I: Name**

The name of the chapter shall be The DMV Area Chapter, Marching 100 Alumni Band Association, Incorporated.

### **Article II: Purpose**

To this end, the chapter shall be organized for the purpose:

- To strengthen and extend relationships among the alumni and friends of the FAMU band programs who are residents of Washington, DC; Maryland; Virginia; Delaware; New Jersey; West Virginia; New York and Pennsylvania.
- To increase the visibility and enhance the image of the FAMU bands' alumni.
- To assist the FAMU band programs in its recruitment efforts; and
- To provide financial support to the FAMU band programs.

All funds whether income or principal, and whether acquired by gift or contribution or otherwise shall be devoted to said purposes.

### **Article III: Offices**

**Section 3.1 Address** - The principle office of the DMV Area Chapter shall be in the city/state in which the current president of the DMV Area Chapter resides.

**Section 3.2 Offices** - The chapter may have offices at such other places as deemed necessary by the chapter President in order to meet specific regional needs.

**Section 3.3 Registered Agent** - The Registered office, for the 2019 and 2020 calendar years, of the DMV Area Chapter shall be established and maintained at 7005 Fieldstone Court, Brandywine, MD 20613.

#### **Article IV: Membership**

**Section 4.1 Classification** - There shall be 2 (two) classes of membership at the local chapter level.

**Section 4.1.1 Regular** - Any person who is a resident of the states listed in Article II and financially active with the Marching 100 Alumni Band Association Inc. is eligible for regular membership in the DMV Area Chapter.

Membership dues are \$100.00 per year.

**Section 4.1.2 Associate** - An Associate Member shall be a resident of the states listed in Article II who also meet any of the following criteria:

- The spouse of a regular member.
- Any person who has been awarded honorary membership to the FAMU band programs.
- Any person who did not participate in any of the FAMU Band programs but is desirous of supporting the Association and the DMV Area Chapter.

**Section 4.1.2.1 Provisions** – An Associate Member shall be entitled to all benefits and privileges of the DMV Area Chapter, vote on Chapter matters and serve on committees. Associate members of the DMV Area Chapter cannot hold the office of President or Vice-President and cannot account for more than two (2) committee chairs or offices. Associate Members will need to be sponsored by a regular member, be approved by the Chapter President and Vice President, and can only be eligible for membership renewal without sponsorship after two (2) consecutive years of sponsored membership.

If the Chapter decides to order polo style shirts, for a cleaner and more uniform look when recruiting or hosting events, the Associate Member polos will have “*Associate Member*” added to them.

Membership dues will be \$100.00 per year, and Associate Members will be eligible for any early pay discounts that are offered by the national office.

**Section 4.2 Good Standing** – A member of the DMV Area Chapter is considered to be in good standing if he or she has no outstanding or pending disciplinary actions, expulsions or suspensions, and has paid their yearly dues in full, as prescribed by these Bylaws and owes no other outstanding debt to the Chapter of the Association.

**Section 4.3 Late Fees** – If applicable, late fee amounts and dates will be decided upon by the Chapter officers.

**Section 4.4 Change in Membership Dues** - Change in membership dues must be approved during the annual meeting (the Association) one fiscal year prior to the change taking place.

#### **Section 4.5 Membership Card**

**Section 4.5.1 Issuance** – All Regular Members and Associate Members shall be issued a membership card to expire at the end of the twelve-month period following the fiscal year in which their membership dues were received. Membership cards are provided by the National office.

**Section 4.5.2 Possession** – Possession of a membership card or receipt of contribution shall be required of Regular Members and Associate Members to participate in activities held exclusively for the financial membership.

### **Article V: Voting**

Each member of the chapter in good standing shall be entitled to one vote, in person or by proxy. Any member voting by proxy shall designate **in writing** the member in good standing who shall cast their vote. The written proxy shall be



signed and dated by the member voting by proxy. An appointment of a proxy is not valid after 1 month following the date of its execution unless otherwise provided in the proxy.

The written and signed proxy must be provided to the secretary at least 48 hours **PRIOR TO** the election. On the day of the election the secretary will announce who has sent in proxies and who the sender(s) have given their proxies to. This announcement will be made after the meeting has been called to order, just prior to the start of the election process.

The vote for officers or any other question that comes before the association at a general meeting of the Chapter shall be by ballot. All elections of officers shall be decided by plurality vote. Elections of officers and all other questions are to be decided by a simple majority unless otherwise provided for in these bylaws.

## **Section 5.1 Election of Officers and At-Large Members**

**Section 5.1.1 Officers** – All Officers of the Chapter shall be elected by Regular and Associate Members during each election year.

**Section 5.1.2 Eligible Voters** – To be eligible to vote for Chapter officers, Regular members and Associate members must be in good standing at the time of voting. In order to be considered in good standing at the time of elections, all dues will need to be received at least 48 hours prior to election day. No dues will be collected on election day.

**NOTE:** This applies to voting eligibility and NOT the eligibility to be nominated to hold office. In order to be nominated, one must be in good standing by July 1 or at the close of nominations – whichever comes first.

**Section 5.1.3 Voting Timeline Considerations** – The Executive Board shall work with the Nominations and Elections Committee to determine when elections will be held during the first quarter of an election year. Elections will be programmed via Election Runner, or any other electronic election platform chosen by the Executive Board. Once established, the team will count backwards to identify all milestones leading up to the election date and publish those dates on the homepage of the chapter's page of the M100 ABA website. The secretary shall make links for each

milestone live on the applicable date and remove the links once the date has passed. For example, if elections are to be held on November 14<sup>th</sup>, the schedule will be as follows:

- August 31 – Officer Position Descriptions sent to the entire chapter
- September 15 – List of members eligible to hold office sent to chapter (*this complies with the 60 days prior to election date requirement*)
- September 15 – Nominations open for all positions.
  - This would also be a good time to include any appointed or committee roles to allow those interested to say so.
- September 23 – Nominations Close
- September 30 – Deadline for nominees to accept nominations (*this complies with the 7 days individuals have to accept a nomination*)
- October 1 – Official ballot sent electronically via Election Runner (*this complies with the 45 days prior to election day requirement*)
- October 10 – Deadline for members to request a paper ballot
- November 12 – Deadline to pay dues in order to be eligible to vote
- November 12 – Deadline to receive written proxies (*this complies with the 48 hours prior to the election day requirement*)
- November 13 – Deadline to receive mail-in ballots
- November 14 – M100 ABA DMV Area elections

### **Section 5.1.3 Nominations –**

- Each candidate must be nominated by a member in good standing of the Chapter.
- The candidate will be given one week (7 days) to accept the nomination; and

- All candidates for offices must be in good standing by July 1, or the close of nominations; whichever comes first.

**Section 5.1.3.1 Nominee Criteria** – To qualify as a nominee for an office of the Chapter, the nominee must be a financial member by July 1, or the close of nominations; whichever comes first.

Once the election date has been established, the secretary will provide a list of members who are eligible to hold office at least 60 days prior to the election date.

**Section 5.1.4 Vacancies –**

- Any vacancy occurring in an elected office, except for President and Vice President, shall be filled by a Regular Member or Associate Member receiving a majority of the votes.
- In the event of the President’s inability to serve:
  - The Vice President shall assume the office of President for the remainder of the term.
  - A special election will be held, and the vacancy of the Vice President shall be filled by a Regular member receiving a majority of the votes.
- The secretary will send a list of all known vacancies at least 60 days prior to election day. This will allow eligible voters to know what roles are vacant and who is eligible to hold office.

**Section 5.1.5 Official Ballot** – The Secretary or another designated representative shall prepare the official ballot after considering all the nominations received from the membership committee but shall not be required to place any particular name on the official ballot. The official ballot shall include space for write-in candidates and shall be provided via email, posted on the DMV Area social media site, or via standard USPS mail **BY REQUEST ONLY** to all eligible voters not less than 45 days prior to the date of Elections. The official election date will be decided during the

fall meeting (no later than the September meeting). Members will receive an on-line link to participate in the voting process electronically.

Note: Write-In Candidates must be financial by July 1, or by the close of the nomination process; whichever comes first.

**Section 5.1.6 Return Ballot** – All manual ballots must be returned through the U.S. Postal Service Mail, or delivered in person, to arrive in the Chapter’s designated location at least one day prior to the time of voting. THE SEALS ON THE ENVELOPES OR FOLDERS SHALL NOT BE BROKEN UNTIL ONE HOUR PRIOR TO THE ELECTION MEETING.

**Section 5.1.7 Declaring the Winner** – The person receiving the highest number of votes from among those cast for a particular office will be declared the winner for the office. Such a declaration will be made by the Secretary or other designated representative after all ballots have been counted and verified. Declared winners will be presented to the President/Vice President for ratification.

**Note: Candidates for the office of President and Vice-President must be former members of a FAMU Marching Band program and a member of the DMV Area Chapter for the year prior to running for office.**

## **Section 5.2- Qualifications**

**President** – Must have attended 75% of the chapter meetings and actively participated in chapter events throughout the previous year.

**Vice President** – Must have attended 75% of the chapter meetings and actively participated in chapter events throughout the previous year.

**Section 5.3 – Installation of Officers** – All officers of the DMV Area Chapter shall be installed immediately after the election. The installation shall be the last activity on the agenda.

## **Article VI: Quorum**

**Section 6.1- Quorum-** The presence (in person, via conference call or by proxy) of all 4 Executive Council officers (President, Vice President, Treasurer and Secretary) shall constitute a quorum at any properly called meeting.

## **Article VII: Officers & Directors**

**Section 7.1 Chapter Officers-** The Officers of the DMV Area Chapter shall be President, Vice President, Secretary, and Treasurer also known as the Chapter Executive Team.

**Section 7.2 Elected Officers-** The elected officers of the DMV Area Chapter shall be described below. They are to be elected by a simple majority vote. If no candidate for an office receives a simple majority vote, a run-off election will be held between the top candidates with the same vote.

**Section 7.2.1- Policy/Provisions-** All elected and appointed officers must be available to the members by either phone or email. All elected officers shall serve two-year terms and will officially assume office on January 1. The President shall announce appointed positions by January 31. Outgoing officers shall deliver all official documents and materials to successors within 30 days after their terms of office have ended. Failure of Chapter Officers to execute their duties or responsibilities shall be subject to discipline or dismissal by the Association Board of Directors.

**Section 7.2.2- Description of Offices –** The Description of Offices shall serve as the duties of the officers of the Chapter.

**President –** The President provides leadership and vision, proposes direction, and ensures that the organization is working toward its stated goals.

- Shall preside over all meetings.
- Shall have the power to call all meetings except as provided otherwise in these bylaws.
- Shall be the chairperson of the executive committee.

- Shall serve as ex-officio member of all other committees.
- Shall have his/her name listed on the Chapter bank accounts.
- Shall (with treasurer) co-authorize the Chapter expenditures.
- In the event of the President's inability to serve, the Vice President becomes President for the unexpired term.

**Vice President** – The Vice President provides leadership support to the President, assists in determining the vision of the Chapter, and provides leadership, direction and supervision to all committee chairs.

- Shall assume all duties of President in his/her absence.
- Shall coordinate & supervise efforts of all committee chairs.
- Shall obtain committee reports of each meeting from all committee chairs.
- In the event of the President's inability to serve, the Vice President becomes President for the unexpired term.
- A special election will be held to replace the Vice President if he/she is required to move into the position of President.

**Secretary** – The secretary is responsible for maintaining adequate and accurate communication among all members of the Chapter. The secretary is also the primary record keeper and shall handle all correspondence while agreeing to strict confidentiality of all contact information.

- Shall keep an accurate account of proceedings of all meetings of the Chapter and the Executive Committee.
- Shall obtain committee reports of each meeting from all committee chairs.
- Shall compile all minutes and reports on a monthly basis and provide copies when requested.
- Shall possess contact information for all members of the Chapter.
- Shall notify and remind the appropriate people of upcoming events.

- Shall compose and distribute all necessary literature to the Chapter.
- Shall serve as the Chairperson of the Communications Committee.
- Shall record and provide receipts for all monies at alumni band functions.
- Shall work with the Treasurer immediately after DMV Area events to verify any funds that have been collected.

**Treasurer-** The treasurer is the chief financial officer of the Chapter and is the custodian of all cash. Along with the President, the treasurer has ultimate financial responsibility.

- Shall, with the President, co-authorize the Chapter's expenditures.
- Shall have name listed on organization bank accounts.
- Shall provide financial report at all regular meetings.
- Shall maintain accurate financial records and provide quarterly documentation (bank statements, etc.) to the executive committee when requested.
- Shall make financial/tax information available for view when requested.
- Shall maintain records of financial members of the Chapter.
- Shall provide monthly updates to the National Finance Committee (Treasurer and Financial Secretary) to ensure that Chapter records match National records.
- Shall serve as the chairperson of the Finance Committee.

### **Parliamentarian**

- Shall be abreast of the current constitution, Bylaws, and Rules of the Chapter and shall ensure that each business transaction of the Chapter is done so in accordance with standard parliamentary rules and procedures.
- Shall allow for smooth and prompt discussion and decision making on topics of importance to a society.

- Shall follow rules regarding nomination, voting, disciplinary action, appeals and dues.
- Shall conduct projects to further the goals of the organization or to develop services for the membership.

**Chaplain** – The chaplain provides spiritual leadership for the Chapter.

- Shall offer a blessing for all activities and gatherings.
- Shall fulfill prayer requests and forward them to the secretary for publication.
- Shall provide information regarding bereavement, illnesses and other extenuating circumstances to the secretary. This information should also be communicated to the Chaplain of the Association.

### **Article VIII: Committees & Duties**

**Section 8.1 – Standing Rules and Procedures** – Each standing committee will develop a set of rules and policies as guidelines for fulfilling the committee’s responsibilities as outlined in the Bylaws of the Chapter. After approval by the Chapter Executive Team, the rules and procedures will be adhered to by the respective committee until they are changed with approval of the Executive Team. After committee reports are submitted to the Executive Team, it shall:

- Evaluate committee reports submitted by committee chairs before they are presented at general meetings.
- Determine viable alternatives of voting by general membership.
- Compose an agenda for each general meeting.
- Provide a list of proposed expenditure items for consideration in the annual budget.

**Membership Committee** – The membership committee will assist the Chapter with organizing and implementing strategies for recruiting and retaining members on an annual basis. The committee is involved in research, development and implementation of membership benefits and incentives.



- Shall verify/classify all new members as Regular or Associate.
- Shall maintain accurate and up to date membership records and provide information when requested.
- Shall verify that officer candidates meet all eligibility requirements.
- Shall prepare a slate of candidates 45 days prior to election.
- Shall be responsible for seeking new members and retaining current members through publicity, membership drives and incentives.

**Finance Committee** – The finance committee will ensure the financial stability of the Chapter through ongoing assessment and monitoring of the annual operating budget and annual audit report. The treasurer shall be the chairperson of the finance committee.

- Shall assist in developing an annual budget.
- Shall determine feasibility of proposed budget.
- Shall prepare a quarterly schedule of cash flow to accommodate necessary expenditures.
- Shall coordinate fundraising projects to support the Chapter activities.

**Communications Committee** – The communications committee will oversee the processes that ensure that members know everything they need to know about the Chapter, when the need to know it, and receive this information in a format that is useful. The secretary shall be the chairperson of this committee.

- Shall submit chapter information for publication on the National Website.
- Shall monitor updates to the membership roster.
- Shall maintain and publish the Chapter activity calendar.

**Activities Committee** - The activities committee is to bring people together and create fun events. A guiding principle of this committee is to make all members (both young and young at heart) feel welcome at these events and organize events that appeal to the band member population.

- Shall be comprised of at least one person from each state represented in the DMV Area.
- Shall plan and arrange all activities.

- Shall compile a proposed annual calendar of activities for approval by the executive team.
- Shall seek and present community service projects for the Chapter.

**Public Relations Committee** – The public relations committee develops a plan to provide the public with information about the Chapter and promotes its activities. It will serve as a creative resource group for ideas pertaining to public relations, marketing, and advertising to inform key stakeholders, members and the general public regarding issues and events affecting the Chapter.

- Shall design and implement all logos for the DMV Area Chapter (Implementation involves making sure that the logo is prominently displayed whenever possible to maintain a level of professionalism for the Chapter).
- Shall design paraphernalia for the chapter in keeping with what is acceptable for the Association.
- Shall make and promote all communications it deems necessary for good public relations.
- Shall work in conjunction with the Association’s web site committee.

**Education Committee** – This committee will assist the Associations Education Committee by providing direct support to the current members of the band through financial assistance and recruitment.

- Shall actively seek qualified high school students for recruitment.
- Shall coordinate with activities committee to organize events to develop a relationship with recruited students and further expose them to the FAMU Bands.
- Shall disseminate information on the Association’s scholarship opportunities for prospective students.
- Shall develop and coordinate scholarship opportunities specifically for students within the states associated with the DMV Area Chapter.

## **Article IX: Meetings**

**Section 9.1 – Notice of Meetings** – The secretary shall prepare a complete list of those members entitled to vote at a meeting of the Chapter and send written or electronic notice to the members as they appear in the records of the Association (Chapter and Association should have identical records). The notice shall state the place, date and time of the meeting as well as the general nature of the business to be considered.

**Section 9.2 – Annual Meeting** – The Chapter should have representatives in attendance at the Annual Meeting in the city of Tallahassee, FL. with the date being set by the Association’s Board of Directors. Representation should include but is not limited to the Chapter President and Executive Team Members. Regular and Associate Members are encouraged to attend.

**Section 9.3 – Annual Convention** – Chapter Members are encouraged to participate in the Annual Convention held by the Association. In most instances, the Annual Meeting and the Annual Convention are one in the same.

**Section 9.4 – Transition Meeting** – Within 30 days following an election, a newly elected President shall convene a transition meeting for the purpose of facilitating a smooth transfer of the administration from the preceding Chapter President. Attendance at the meeting will include outgoing members of the Executive Team, newly elected members of the Executive Team as applicable by office, and outgoing and newly appointed standing committee chairpersons.

## **Article X: Removal of Officers**

**Section 10.1 – Disciplinary Action against Officers and Members** – Disciplinary action may be taken against any officer or member who does not conform to the principles, aims, and purposes of the Chapter and/or Association as set forth in these Bylaws and is guilty of conduct that is not in the best interest of the organization.

**Section 10.2 – Attendance** – Officers must attend at least 75% of the regularly scheduled meetings of the Executive Team. Failure to do so will result in disciplinary action by the Board of Directors (Association).

**Section 10.3 – Filing Complaints** – Complaints initiated against an officer will be reviewed by the Chapter President and Vice President. This information will be forwarded to the officer involved. Said officer shall have 15 calendar days to respond in writing.

**If the complaint is against the Chapter President or Vice President, the complaint document shall be sent to the President of the Association.** The Executive Board of the Association will then forward the complaint to the President or Vice President, and he/she has 15 calendar days to respond in writing.

**Section 10.4 - Hearings** – The Executive Team reserves the right to hear and act upon the charges and the Officer is entitled to a hearing before the Executive Team, if desired.

**Section 10.5 – Suspensions** – The Executive Team may temporarily suspend an officer of the Chapter by 2/3 vote of the Executive Team.

**Section 10.6 – Appeals** – The Executive Team shall be the final level of appeal in a disciplinary action. Any officer of the Chapter may be removed for violation of these by-laws, failure to perform assigned duties or misuse of funds.

**Section 10.7 – The Removal Process** – A written resolution proposing removal must be submitted to all members of the Executive Team (except impeachment candidate). This resolution must include evidence of specific violations.

- Upon approval of the Executive Team, the removal candidate will be provided a copy of the resolution.
- The removal candidate, if deemed appropriate, may submit a written response to the secretary within two weeks prior to the upcoming meeting that will formally address the removal resolution.
- The removal resolution and candidate response will be read and discussed at the next regular meeting.
- The general membership will vote. A 2/3 majority is required. All votes are final and will take effect immediately.

## **Article XI: Compensation and Expenses**

**Section 11.1 – Salary** – No salary or other compensation shall be paid to any officer or committee member of the Chapter for performance of services to the Chapter, but the Executive Team may authorize the payment of reasonable out-of-pocket expenses resulting from performances of such services.

Nothing herein shall be construed to prohibit the Chapter from entering into a contract or other business transaction with one or more of its members or any other corporation, firm, association or entity in which one or more of its directors or officers are financially interested, provided that the following conditions exist:

- The fact of such relationship or interest is disclosed to the Executive team.
- The Executive Team authorizes such contract or transaction, by a vote or consent, sufficient for the purpose without counting the votes or consents of such interested officers or members.
- The contract or transaction is fair and reasonable to the Chapter at the time it is authorized by the Executive Team, or the members.

**Section 12.1 Dividends** – No part of the net earnings of the Chapter shall be distributed as dividends to its members, directors, officers or other private person or entity. The Chapter shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these bylaws.

**Section 12.2 Dissolution** – In the event of the dissolution of the Chapter, the Executive Team shall, after making provisions for the payment for all liabilities of the Chapter, dispose of the Chapter’s remaining assets in a manner exclusively for the purpose for which the Chapter was established.

## **Article XIII: Fiscal Year**

The fiscal year of the Chapter, as is with the Association, will begin July 1 and end on June 30 of the following year.

## **Article VI: Amendments**

The Executive Team or any financial member may make proposals for Amendments. Proposed amendments shall be presented at any annual meeting providing a notice of the amendment has been given, and the amendment(s) have been distributed to the membership at least 60 days prior to the meeting in which the Amendment is presented for vote. A simple majority vote of the financial members present at any annual meeting shall be required for adoption. No part of these Bylaws shall be amended or annulled except by the methods herein described.