

SAM BRUCE CHAPTER



Constitution and By-Laws

Tuskegee Airmen, Inc.

REVIEW DATE _____

The following are recommended changes for the By-laws

Article I

Section 3 (d) line 3 delete the *and* at the beginning of the sentence and place a (,) *common* after exposure. The word *scholarship* is misspelled.

Section 4 (a) line 3 put an *s* on the word provision.

Section 4 (b) line 3 put an *s* on the word provision

Article III

Section 1 line 3 add *Financial Secretary* after Secretary at the beginning of the sentence.

Section 2 line 6 the word *obligations* should be changed to *objectives*

Section 7 Change to read The duties of the *Financial Secretary* shall be:

(a) *To collect all monies due the Chapter, and turn said monies over to the Treasurer at the end of each meeting and/or event. Performing such duties in said manner as prescribed by the Board of Director.*

(b) *To maintain financial records of all transactions, keep the books for the Chapter and make these records available for inspection to the Audit Committee and the members of the Board of Director upon request.*

(c) *To issue the new membership certificate and the annual membership card to each chapter member upon receipt of annual membership fees.*

Section 8 The duties of the *Treasurer* shall be:

(a) *To collect all chapter monies from the Financial Secretary and give a receipt each time monies are collected.*

(b) *To disburse such funds of the Chapter in said manner and prescribed by the Board of Directors.*

(c) *To give the Financial Report at each meeting, unless prior arrangements has been made with the Financial Secretary.*

(d) *Maintain an open communication link with the Financial Secretary.*

Sections 9, 10, 11, 12 renumber

BY-LAWS

ARTICLE I, NAME, AUTHORITY, and PURPOSE

SECTION 1. This Chapter shall be organized as a general not-for-profit Corporation and shall be known as the TUSKEGEE AIRMEN, INC., 'SAM BRUCE' CHAPTER (TAI-SBC), a Chapter of the Tuskegee Airmen, Incorporated, National Organization.

SECTION 2. The Constitution and By-Laws of the Tuskegee Airmen, Inc., National, and these By-Laws shall govern the affairs of this Chapter.

SECTION 3. The purposes for which the Corporation is organized are exclusively charitable, including the making of distributions to organizations that qualify as exempt organizations under Section 501-c (3), Internal Revenue Code of 1954. The principal objectives of the TAI-SBC, shall be:

(a). To bring together in a spirit of friendship and goodwill all persons of these United States, who shared and/or volunteered in the aspirations, frustrations, and successes of pioneering Black Men and Women of the U.S. Armed Forces, in Aviation and subsequent Aerospace programs.

(b). To conduct historical research and documentation of the achievements, of those TUSKEGEE AIRMEN, who served our country during the subject era of World War II.

(c). To engage in the motivation of young persons towards Aerospace, Aviation, Engineering, Mathematics, and Science careers.

(d). To inspire our youth to outstanding achievements and leadership in our democratic society, through social exposure and educational pursuits and scholarships.

(e). To address matters of social concern and engage in activities in the furtherance of these objectives, consistent with the Articles of Incorporation.

SECTION 4. No part of the net earnings of the TAI-SBC shall be issued for the benefit of, or be distributed to, its Members, Directors, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensations, and to make payments and distributions in furtherance of the purposes set forth in Article I, Section 3, thereof. No substantial part of the activities of the Corporation shall be carried on by propaganda, or otherwise attempting to influence legislation, nor shall there be participation in or intervention in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the 'Sam Bruce' Chapter (SBC), shall not carry on any other activities not permitted to be carried on by:

(a). A Corporation exempt from Federal Income Tax under Section 501-c (3) of the Internal Revenue Code of 1954 - or the corresponding provision of any future U.S. Internal Revenue Law.

(b). A Corporation to which contributions are deductible under Section 170-c (2) of the Internal Revenue Code of 1954 - or the corresponding provision of any future U.S. Internal Revenue Law.

SECTION 5. All of the above purposes are to be accomplished within the bounds and meaning of the Internal Revenue Code of 1954, Section 501-c (3).

SECTION 6. Upon the winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to a Non-Profit Fund, Foundation or Corporation which is organized and operated exclusive for Charitable, Educational, Religious, and/or Scientific purposes, and which has established its tax exempt status under Section 501-c (3) of the Internal Revenue Code.

ARTICLE II. ELIGIBILITY FOR MEMBERSHIP

SECTION 1. Eligibility for membership is offered or extended to any person who served in the Armed Forces of the United States, during the period officially known as World War II, whose term of service was spent in a Unit, derived from or attached to any Group, Squadron, or Unit originating at Tuskegee Army Air Field (TAAF), Alabama. Membership is also extended to persons who subscribe to the goals and objectives as described in Article I, Section 3. Race Creed, Religion or Sex shall not be determinant for eligibility or ineligibility.

ARTICLE III. OFFICERS

SECTION 1. The Officers of the Chapter shall consist of a President, one or more Vice-Presidents, a Corresponding Secretary, a Recording Secretary, a Treasurer, a Parliamentarian, a Historian, and a Public Relations Officer.

SECTION 2. The President shall preside at all meetings of the Chapter, and the Board of Directors; Is Ex-Officio member of all Committees, except the Committee on Nominations; Appoint all members of Permanent (Standing) Committees, except as otherwise herein provided, and designates the Chairperson of each Committee, subject to confirmation by the Board, to carry out and perform the obligations and business tasks of the Chapter; Countersign all orders for disbursements of funds of the Chapter. The President shall be thoroughly familiar with the Constitution and By-Laws and Rules of Parliamentary Procedures and shall present a brief report of recommendations, as deemed necessary, at the Annual meeting.

SECTION 3. The First Vice-President shall perform the duties of the President in his absence or at his request; Shall become familiar with all the duties assigned to the President. In the event of the death, incapacity, resignation or removal of the President, the First Vice-President becomes President for the remaining period of his term. The First Vice-President shall be thoroughly familiar with the Constitution and By-Laws, and Rules of Parliamentary Procedures.

SECTION 4. The Second Vice-President shall assume the duties of the First Vice-President in the event of his absence or disability, and perform such other administrative duties as the President or the Board of Directors shall so direct. The Second Vice-President shall become familiar with the Constitution and By-Laws, and Rules of Parliamentary Procedures.

SECTION 5. The duties of the Recording Secretary shall be:

- (a). To keep minutes of all Chapter meeting and all meetings of

the Board of Directors. Send copies of said minutes of meetings, within ten (10) days thereof, to the Chapter President, and as expeditiously as possible, following the approval of said minutes at the next succeeding meeting, to the Regional President.

(b). To assist the Membership Committee Chairperson in maintaining a full and up-to-date roster of members at Chapter, Regional, and National levels.

(c). To notify Officers and Committees of their elections, and/or appointments and assist the President in the preparation of the Order of Business to be considered at each meeting.

(d). The Recording Secretary shall present a brief report of recommendations, as deemed advisable, at the Annual meeting.

SECTION 6. The duties of the Corresponding Secretary shall be:

(a). To have charge of all general correspondence of the Chapter, to respond to, and/or answer such correspondence as may be directed by the President.

(b). Correspondence belonging to or relating to some other office, to the Board of Directors or Committees must be responded to by the Chairperson of that office, unless request is made to the Corresponding Secretary to conduct their correspondence or the Chapter President so directs.

(c). To notify Chapter members of any Chapter meeting, at least ten (10) days in advance of said meeting. Said notices are to be sent in writing to each member as prescribed by the Board of Directors.

(d). The Corresponding Secretary may participate in all proceedings or meetings.

SECTION 7. The duties of the Treasurer shall be:

(a). To receive and account for all monies due the Chapter, performing such duties in said manner as prescribed by the Board of Directors.

(b). To disburse such funds of the Chapter in said manner as prescribed by the Board of Directors.

(c). To make concise reports of income, expenditures, financial status of the Chapter, and to present same at all meetings of the Chapter and the Board of Directors.

(d). To maintain financial records and books of the Chapter, making same readily available for the inspection to the Audit Committee, and the members of the Board of Directors, upon reasonable request thereof.

(e). To issue a new membership certificate, and the annual membership card to each Chapter member upon receipt of annual membership fees.

(f). The Treasurer shall present a brief report of recommendations, as deemed necessary, at the Annual meeting.

SECTION 8. The duties of the Parliamentarian shall be:

(a). Responsible for the procedural activity that directs the business operation of the Chapter, and the Board of Directors.

The decisions, when consistent with Robert's Rule of Order (latest edition), shall be final.

(Robert's Rules of Order is the authority governing proceedings at meetings and sessions of the Chapter - such rules must not be in conflict with the Constitution, By-Laws, and Special Rules of Order of the National Organization.) See Article XI, Section 1.

SECTION 9. The selection of a Historian shall be appointed by the Board of Directors; duties would include researching, compiling, and chronicling the history of the Organization, and that of Black achievements in Aerospace, Aviation, and Sciences, with special emphasis on World War II, under the directions of the Board of Directors; duties shall further include the collection, cataloguing, preservation, and exhibition of memorabilia, historical data, and current data.

SECTION 10. The duties of the Public Relations Officer shall be:

- (a). To provide public relations guidance to achieve maximum public understanding of the Organization's goals, objectives, and programs.
- (b). The Public Relations Officer shall chair the Public Relations Committee. (See Article VIII, Section 9 that outline the duty requirements.)
- (c). The Public Relations Officer shall be responsible for the publication of a Chapter Newsletter under the policies established by the Board of Directors.

SECTION 11. All Officers are Members of the Board of Directors. Their term of office are defined in Article VII, Section 2.

ARTICLE IV. BOARD OF DIRECTORS

SECTION 1. The business management of this Chapter is vested in the Board of Directors which shall consist, as a minimum, of the Officers and Immediate Past President, all of whom shall be elected from and by the full membership. In addition, thereto, any member of the local Chapter who serves on the Board of Directors of the Regional or National Organization, during the term of his/her Regional or National office, shall serve as a member of the local Board of Directors.

SECTION 2. The Board of Directors shall have all those powers granted by, and not inconsistent with, the governing laws of the National and these By-Laws, to such extent necessary to formulate annual programs, and to administer the affairs of the 'Sam Bruce' Chapter. They may adopt such rules and delegate such authority consistent with said governing laws to make such decisions as it may deem necessary between Board meetings.

SECTION 3. The Board of Directors shall elect from the Membership, a Chapter member, to serve as the Historian. The term of office shall be continual. In the event of a request for resignation, or due to incapacitation, or death of the incumbent, the position shall be filled at a special election, in which the Board of Directors, and all Past Presidents of the Chapter shall serve as electors.

SECTION 4. Except as herein written, the Board of Directors shall appoint to fill any vacancy of any Chapter office for the balance of the unexpired term of such persons, provided that any such selection to fill any vacancy shall be made upon affirmation vote of a majority of the Board of Directors present and voting.

SECTION 5. Not less than Fifty-one (51) percent of the Board of Directors, at a meeting, shall constitute a quorum.

SECTION 6. The Board of Directors shall meet at least once a month. Special meetings of the Board may be called by the President, or by a majority of the Board, upon a three (3) days written notice to each Board member, at which special meeting, matters specifically set forth in the call for such meeting.

ARTICLE V. FISCAL YEAR AND CHAPTER MEETINGS

SECTION 1. The Fiscal Year of the Chapter shall begin January 1st, and end at midnight December 31st of the same year.

SECTION 2. Regular meetings of the Chapter Membership shall be held, at least, once every two (2) months.

SECTION 3. A Special General Membership meeting may be called by petition of twenty (20) percent of the Chapter membership. At such a meeting, matters for action shall be limited to those matters set forth in the petition.

SECTION 4. The last regular meeting of the Chapter falling in the thirty (30) day period immediately prior to the National Convention shall be designated as the Annual (Installation) Meeting of the Chapter. Those members present at the duly noticed Annual meeting will constitute a quorum for the meeting.

SECTION 5. The Chapter Elections shall be held at a Regular meeting of the Chapter in May or June.

ARTICLE VI. DUES AND EXPENSES

SECTION 1. The annual dues and expenses are due and payable before the 31st of January.

SECTION 2. The scheduled cost of Membership shall thus be:

Civilian/Spouse, Military Officers/Spouse membership shall be Fifty-Five (\$55.00) / Thirty (\$30.00) Dollars per year.

Active Duty Enlisted Military/Spouse membership shall be Twenty (\$20.00) / Twenty (\$20.00) Dollars per year.

National Life membership may be obtained for a one-time payment of Seven Hundred and Fifty (\$750.00) Dollars. Payable in three (3) increments of Two Hundred and Fifty (\$250.00) Dollars each.

SECTION 3. Dues must be paid prior to January 31st, after which a member would become delinquent and subject to being dropped from the Membership.

SECTION 4. Expenses of attending Regional or National meetings shall be paid by the Officer himself. By recommendation of the Board of Directors, and of the Membership (two-thirds (2/3) majority present and voting) any part or all of said expenses may be paid by the Chapter, limited to the funds in the Treasury account at the time of voting.

SECTION 5. Any actions proposing or involving the expenditure of the Chapter funds, when brought before the Chapter at a Regular Chapter meeting, shall be referred to the Board of Directors for action.

ARTICLE VII. NOMINATIONS

SECTION 1. Any member in good standing, financially with this chapter, is eligible for nomination and election to any office; also each nominee should give written consent for the office he/she is seeking to hold.

Any member in good standing with this Chapter, financially is eligible to vote on any issue, or any election of this Chapter, except in instances wherein voting rights are limited to members of Board of Directors or Committees.

SECTION 2. The office of President, Vice-President (2), and two (2) Directors (if required) shall be elected at a Regular meeting held, biennially, each odd year, and the Correspondence Secretary, the Recording Secretary, the Treasurer, the Parliamentarian, and the Public Relations Officer shall be elected at a Regular meeting in even numbered years.

SECTION 3. The Nominating Committee shall be appointed, at least, sixty (60) days prior to the Elections and shall deliver the slate of nominees and/or recommendations to the President, at least, thirty (30) days prior to the Elections and shall make its report at the Regular meeting held prior to the Elections.

SECTION 4. Notices of the Election and the slate of Nominees prepared by the Nomination Committee shall be mailed to the Members of the Chapter, at their addresses of record, at least, fourteen (14) days prior to the Election.

SECTION 5. Nominations from the floor shall be permitted prior to the balloting. The President shall appoint election inspectors, as he may deem necessary. All voting shall be submitted by secret ballot, except, that at the discretion of a majority of the members present when there is only one candidate for any office, voting for such office may be by acclamation. A majority of all votes cast for each office is required for election. Failure to obtain such majority on the first ballot shall be resolved by balloting on the two (2) candidates having received the highest number of votes. Final ties shall be resolved by further balloting for that office until a majority vote has been attained.

SECTION 6. Chapter Officers and Directors shall take office upon installation at the Annual Meeting, and shall serve a term of two (2) years, except as otherwise herein is stated, their term ending on the day before the Annual Meeting of their respective terms, and/or their respective successors having been duly elected and qualified.

SECTION 7. Chapter Officers and Directors may be removed from office, for cause, by a two-thirds (2/3) vote of the Membership.

ARTICLE VIII. COMMITTEES

SECTION 1. There shall be the following Committees:

Membership, Ways and Means, Auditing, Program Planning, Grants and Scholarships, Historical and Education, Social Concerns and Entertainment, and Public Relations.

SECTION 2. The President shall appoint the Chairperson of each Standing Committee, unless otherwise provided or directed, immediately following the installation of new Officers at the Annual Meeting. Other members of the Standing Committees, unless otherwise provided or directed, may be appointed by the Board of Directors.

SECTION 3. Standing Committees shall serve for a period of two (2) years as they are appointed by the new President, and/or the Board of Directors, at the Annual (Installation) Meeting.

SECTION 4. At the Regular Meeting held in March, a Nominating Committee consisting of three (3) members, shall be nominated and elected by the Chapter. It shall be the duty of this committee to nominate candidates for the Offices to be filled at the Annual (Installation) meeting held in July. The Nominating Committee will present the complete slate of Officers to the President, at least, thirty (30) days prior to the Elections and shall make its report at the Regular meeting held prior to the election. Additional nominations may be made from the floor. Members may vote for eligible candidates at the Regular meeting even though not previously nominated as provided herein.

SECTION 5. The Membership Committee, composed of not less than three (3) members, shall be appointed promptly after each Annual meeting. It is the duty of this Committee to conduct an active Membership Recruitment Program, and promptly present application to the Chapter for processing. Reports shall be prepared and presented to the Chapter, and to the Board of Directors, whenever requested.

SECTION 6. The Ways and Means Committee composed of the Treasurer and three (3) other members shall be appointed promptly after the Annual meeting. It shall be the duty of this Committee to devise, plan, and implement, following the Board and Membership approval, fund raising activities necessary to finance the Annual programs. The Committee's report shall be submitted to the Membership for its approval at its Regular meeting in March.

SECTION 7. The Auditing Committee consisting of three (3) members shall be appointed prior to and announced at the Regular meeting held in January. It shall be the duty of this Committee to audit the Treasurer's accounts midway through and at the close of the Fiscal year, and to report at the Annual meeting, and/or to the Membership, and to the Board of Directors, whenever requested.

SECTION 8. The Program Planning Committee shall consist of three (3) members. It shall be the duty of this Committee to plan current programs for the Chapter and make recommendations for new programs and services. The Program Planning Committee, in joint effort with the Public Relations Committee, shall insure the Community is provided with adequate information and knowledge about the Chapter's programs and services. The Program Committee will establish the Annual program schedule, including the Annual Dinner, and at least, one (1) fund raiser. The Program Planning Committee will work in conjunction with the Ways and Means Committee.

SECTION 9. The Public Relations Committee composed of the Public Relations Officer and two (2) members shall be appointed, promptly, after the Annual (Installation) meeting, and whose duties shall be to publicize the efforts of the Organization towards attainment of its goals and objectives.

The Committee shall study and make recommendations to the Board regarding the dissemination of information relative to the activities of the Organization. They shall periodically review National policy concerning press releases, public relations, and publications pertinent to the Organization and its members collectively and individually.

SECTION 10. The Grants and Scholarship Committee composed of three (3) members that shall be appointed, promptly, after the National Convention, whose duties shall be to procure and review, potential, applications for Grants and Scholarships which are consistent with the Organization's goals and objectives.

SECTION 11. The Historical and Education Committee composed of the Historian as Chairperson and two (2) members, which shall be appointed, promptly after the Annual (Installation) meeting, whose duties shall be to collect data, with special emphasis on the contributions of Black men and women in the fields of Aerospace, Aviation and the Sciences. and to recommend how much information should best be used to assist in the achievement of the Organization's goals and objectives.

SECTION 12. The Social Concerns and Entertainment Committee composed of three (3) members shall be appointed, promptly, after the Annual (Installation) meeting, whose duties shall be to concern itself with social and welfare problems, specifically those problems affecting the Minority community residing within the geographic area of the activities of the Organization. The Committee shall advise and recommend to the Board of Directors, the investigations, collections, correlated information, and data on problems or other matters of social concern. The Committee's report shall be submitted to the membership for its action at its Regular meetings, when requested by the President.

SECTION 13. All decisions of a Standing Committee must be recorded by a majority vote before actions are taken. A vacancy on any Standing Committee shall be filled forthwith by the President.

SECTION 14. Such other Committees, Standing or Special, shall be appointed by the President, or the Board of Directors, from time to time, as it deem necessary, to carry on the goals and directives of the Organization.

ARTICLE IX. ELECTIONS

SECTION 1. The Elections held at the Regular Meeting prior to the Annual (Installation) Meeting shall be performed using ballots.

SECTION 2. All Officers shall be elected by majority vote.

SECTION 3. The Board of Directors are elected by plurality vote. (See Article IV, Section 1.)

SECTION 4. The Election shall take place under the 'Order of Business' at a Regular meeting held prior to the Annual (Installation) meeting, unless otherwise ordered by two-thirds (2/3) vote of the Membership. (See Article V, Section 5.)

SECTION 5. In the event of failure to elect any Officer by majority vote, further balloting on that office shall continue until a majority vote has been attained. (See Article VII, Section 5.)

ARTICLE X. ORDER OF BUSINESS

SECTION 1. The Order of Business at a Regular Meeting of the Chapter, except it Annual (Installation) Meeting, shall be as follows:

1. Call to order by the President
2. Reading of the Minutes (Previous meeting) and their approval
3. Reading of Communications and Correspondence
4. Treasurer's Report, Invoices and Expenses
5. Standing Committees Chairperson's Reports
6. Applications for Membership Reports
7. Unfinished Business
8. New Business
9. Election of Officers
10. Good of Chapter Comments, Constructive Criticism, Announcements of Social Functions, Illnesses, Dates of Events and etc.
11. Adjournment
12. Social Hour, Refreshments, and/or Dismissal

SECTION 2. The Order of Business of the Annual (Installation) Meeting shall be as follows:

1. Call to order by the President
2. Reading of the Minutes (Previous meeting) and their approval
3. Reading of Communications and Correspondence
4. Annual Reports of:
 - a. The President
 - b. The Secretary
 - c. Auditor - Treasurer
 - d. The Parliamentarian
 - e. The Chairpersons of the Standing Committees
 - f. Unfinished Business
 - g. Installation of Officers/Directors
 - h. Appointment of Chairpersons of Standing Committees
5. Adjournment
6. Social Hour, Refreshments, and/or Dismissal

SECTION 3. The Order of Businesses as listed above may be changed by a two-thirds (2/3) vote of the Membership.

ARTICLE XI. RULES OF ORDER

SECTION 1. Rules of Procedure as set forth in Robert's Rules of Order, Demeter's Manual of Parliamentary Law and Procedure (Latest Edition), except as modified by the By-Laws or the National and the 'Sam Bruce' Chapter, shall be the Parliamentary Rule and Guide of this Chapter.

ARTICLE XII. AMMENDMENT TO AND EFFECTIVE DATE OF THESE BY-LAWS

SECTION 1. These By-Laws may be amended by a majority votes of the Members present, and voting, at any Chapter meeting; providing that a copy of these proposed amendments shall have been given to the Membership of the Chapter, in writing, at least thirty (30) days prior to the meeting, at which such votes are taken.

SECTION 2. These By-Laws and/or Amendments, thereto, do not become effective until the provisions of Article III, Section 13, (1987 Revision) of the National By-Laws have been satisfied by the submission of these By-Laws, and/or the Amendments, thereof to the National Committee on the Constitution and By-Laws, and the National Board of Directors, based upon the requisite approval by the Chapter for the date of effectivity.

This revision of these By-Laws of the 'Sam Bruce' Chapter have been amended and is hereto being submitted to the Membership for ratification and acceptance as the Rule and Guide, until such time as additional amendments are made and changes are required.

Amended this date June 30, 1991

BOARD OF DIRECTORS:

Daine Brown
President

Ruby M. Wiley
2nd Vice-President

Laverne D. Oliphant
Corresponding Secretary

Parliamentarian

Public Relations

Regional President

Salaries M. Booker
Member-At-Large

Laurie Jenkins
1st Vice-President

Sylvia G. Wesley
Recording Secretary

Benny S. Thomas
Treasurer

Historian

Immediate Past-President

Member-At-Large

Member-At-Large

