

National Air and Space Intelligence Center Alumni Association By-Laws

ARTICLE I: Name

The name of this nonprofit organization shall be the National Air and Space Intelligence Center Alumni Association (NASICAA). When the acronym "NASIC" is used, it will include all predecessor organizations, e.g., T2, ATIC, FTD, FASTC, NAIC etc.

ARTICLE II: Purpose of the Association

1. To foster recognition of the importance of NASIC contributions to the preservation of democracy and the maintenance of world peace.
2. To promote representational and social activities related to persons currently or formerly assigned to NASIC.
3. To provide a structure for the exchange of information related to NASIC, NASIC past and present personnel, NASIC past accomplishments, NASIC current activities, and NASIC plans for the future.
4. To provide a vehicle to promote interaction and preserve a sense of friendship among NASICAA members.

ARTICLE III: Membership

Section 1. Membership Categories

2. Current Membership

a. Eligibility:

- Current Membership is open to persons who are serving or who have served in a military, civilian or contractor capacity at NASIC.
- Current Membership is also offered to others who are interested in promoting the purposes of the NASICAA with the approval of the Executive Board.

b. Criteria: Current Members are in good standing if their dues are paid for the current calendar year or for the current calendar year plus any number of years into the future.

c. Privileges:

- Current Members may vote on issues submitted to the membership at large.
- Current Members may be elected to any NASICAA officer or staff position.
- Current Members will receive invitations to Alumni Association and NASIC events; newsletters; rosters and roster updates; Alumni Association news updates; and other notices throughout the year via email or USPS.

d. Dues Reminders: Current Members will be contacted at least two months prior to the end of the current calendar year by the Membership

VP regarding the status of their dues and of any dues that may be due for the next calendar year.

2. Lifetime Membership

a. Eligibility

- All Members: Lifetime Membership is available to Current Members at the rates stated in Article 3, Section 2.
- Members over 80: Lifetime Membership is conferred at no charge upon receipt by the Membership VP of a notice advising that the member has attained the appropriate age. The NASICAA does not ask for, nor does it maintain, members' birthdate information.
- Honorary Lifetime Members: As conferred by the Executive Board.

b. Privileges:

- Lifetime Members may vote on issues submitted to the membership at large.
- Lifetime Members may be elected to any NASICAA officer or staff position.
- Lifetime Members will receive invitations to Alumni Association and NASIC events; newsletters; rosters and roster updates; Alumni Association news updates; and other notices throughout the year via email or USPS.

3. Reserve Membership

a. **Eligibility:** Same as Current Members.

b. **Criteria:** Any Member whose dues are up to three years overdue.

c. Privileges:

- Reserve Members will continue to receive invitations to Alumni Association events, newsletters, rosters and roster updates, and Alumni Association notices via email or USPS.
- Reserve Members may not vote or hold office.

d. Dues Reminders:

- Reserve Members will be contacted by the Membership VP regarding dues payment at least semi-annually.
- Two months prior to the end of their Reserve Membership eligibility, the Membership VP will make an effort to advise all remaining Reserve Members of their impending change of status and to encourage them to renew their Current Membership.

4. Inactive Membership

a. **Eligibility:** Same as Current Members.

b. **Criteria:** Any Member whose dues are more than three years overdue.

c. Privileges:

- Inactive Members will not receive newsletters, rosters and roster updates and Alumni Association notices via USPS.
- Since email distribution of such items incurs no financial cost to NASICAA, email distribution of these items may be continued to Inactive Members at the Membership VP's discretion.

- Inactive Members may not vote or hold office.

d. Dues Reminders:

- Once members become “Inactive,” the Membership VP will make an effort to contact all remaining Inactive Members and to encourage them to re-activate their membership.
- This contact will occur periodically for a period of one year from the time the member became inactive.
- If no contact can be made for one year after the member becomes inactive, the member will be dropped from the membership database.

5. Corporate Membership

a. Eligibility: Extended by the Executive Board to organizations that exhibit an interest in promoting the welfare of NASIC and in supporting the purposes of the NASICAA.

b. Privileges:

- Corporate members may not vote nor hold office.
- Designated Corporate Member representatives, selected by the Executive Board, will receive invitations to Alumni Association events and other notices of interest throughout the year via email.

Section 2. Membership Dues.

1. Annual Dues

- a. New Members:** Dues are waived for the first year of Current Membership for all new members.
- b. Active Duty Military Personnel:** Active duty military personnel and civilians personnel assigned to NASIC who join the NASICAA will have their dues waived during their tour of duty/employment at NASIC, and will be designated as Current Members during this time period.
- c. Renewing Current Members:** \$10.00 per year.
- d. Reactivating Members** (Reserve or Inactive Members who wish to return to Current Status): Accomplished via negotiation with the Membership Vice President.
- e. Corporate Dues:** The rate will be determined by the Executive Board for each request.

3. Lifetime Dues (Optional)

- a.** For members under 50: \$250.00
- b.** For members between 50-64: \$150.00
- c.** For members between 65-74: \$100.00
- d.** For members between 75-80: \$50.00
- e.** For members over 80: Free

4. When Dues are to be Paid and Effective Date

- a. Annual dues cover the upcoming calendar year and are due by 31 Dec of the current year (i.e., dues for calendar year 2018 will be due by 31 Dec 2017).
- b. Annual dues are valid from 1 Jan to 31 Dec.
- c. Dues may be paid for as many years into the future as a member so desires.

ARTICLE IV: The Executive Board

Section 1. Membership.

1. **Voting Members.** The Executive Board shall consist of the five elected officers.
2. **Non-Voting Members.** The NASIC liaison person and the ATLO (Air Technical Liaison Officer) representative.
 - a. The NASIC liaison person is selected by the NASIC Commander to serve as the interface between the NASICAA and the Command.
 - b. The ATLO representative shall be selected by the Air Technical Liaison Officers group to serve as the interface between NASICAA and ATLO.

Section 2. Executive Board Operations

1. **Duties.** The Executive Board shall handle the ongoing business of the NASICAA between annual meetings.
2. **Meetings.**
 - Regular meetings of the Board shall be held at the call of the President, but at least once each quarter.
 - A quorum for conducting business of the Board shall be three of the five voting members.
3. **Compensation.** Officers shall not receive compensation for any service rendered to the Association. However, they may be reimbursed for actual expenses incurred or purchases made in the performance of their duties.

ARTICLE V: Officers and Committee/Special Projects Chairpersons

Section 1. Elected Officers

1. **President.**
 - a. **Duties.**
 - Preside at all meetings of the Executive Board and meetings of the NASICAA general membership.
 - Appoint committee chairpersons with the approval of the Executive Board.
 - Make interim Board and committee chairperson appointments, as needed, with the approval of the Executive Board.

- Sign all contracts, with the Treasurer, after approval by the Executive Board.
- Serve as an ex-officio member of all committees except the Nominating Committee.
- Call meetings of the Executive Board at least once each quarter.

b. Terms of Office.

- The President shall be elected for a term of two years to serve from the time of the annual meeting in odd-numbered years.
- The President may not serve more than two consecutive years on the Executive Board.
- There must be an interval of at least one administration between each term of the same individual.

c. Transition.

- There shall be a meeting of the Executive Board within 30 days following installation of a new President.
- The meeting should include the outgoing as well as the incoming officers.
- Upon introduction of new business, the gavel, the By-laws, and files shall be turned over to the newly installed President who then becomes the presiding officer.
- The Secretary will record these proceedings in the minutes.

2. Executive Vice President.

a. Duties.

- The Executive Vice President shall perform the duties of an absent President and perform such duties as are assigned by the President.
- In the absence of the President, perform the duties of the President.

b. Terms of Office

- The Executive Vice President shall be elected for a term of two years to serve from the time of the annual meeting in odd-numbered years.
- The Executive Vice President may not serve more than two consecutive years on the Executive Board.
- There must be an interval of at least one administration between each term of the same individual.

c. Transition

- There shall be a meeting of the Executive Board within 30 days following installation of a new Executive President.
- The meeting should include the outgoing as well as the incoming officers.
- Upon introduction of new business, any appropriate files shall be turned over to the newly installed Executive Vice President.
- The Secretary will record these proceedings in the minutes.

3. Vice President for Membership.

a. Duties.

- Maintain the Master NASICAA Membership Database and Membership Roster.

- At least two months prior to 31 Dec, advise all members that annual dues are due by 31 December of each calendar year.
- At least twice a year, contact all members whose dues payments are overdue regarding delinquent dues and solicit dues payments as appropriate.
- Maintain and disseminate the NASICAA membership enrollment and renewal forms.
- Ensure new members, renewing members, and NASIC Personnel have ready access to the NASICAA membership enrollment and renewal forms.
- Solicit new members and enroll them in the NASICAA membership body.
- Provide the Executive Board with Membership Reports upon request, and at least quarterly.
- Provide the NASICAA Membership with updated Membership Rosters via email and/or USPS at least twice a year.
- Provide Membership Reports to the Newsletter Editor at least twice a year for publishing in the NASICAA bi-annual News Letter.
- At least twice a year, attempt to re-establish contact with Reserve or Inactive members.
- Provide the Executive Board and the Membership with updates to the Membership as needed, to especially include the passing of any NASIC Alumni, regardless of whether or not such Alumni are members of this Association.
- In the absence of the President and Executive Vice President, perform the duties of the President.

b. Terms of Office.

- The Membership Vice President shall be elected for a term of two years to serve from the time of the annual meeting in odd-numbered years.
- The Membership Vice President may volunteer to serve beyond two years at the pleasure of the Executive Board.

c. Transition

- There shall be a meeting of the Executive Board within 30 days following installation of a new Membership Vice President.
- The meeting should include the outgoing as well as the incoming officers.
- Upon introduction of new business, all appropriate NASICAA membership-related documents and files shall be turned over to the newly installed Membership Vice President.
- The Secretary will record these proceedings in the minutes.

4. Secretary.

a. Duties.

- Maintain the NASICAA Minutes Book.
- Record and report the following to the Executive Board:
 - The minutes of all proceedings of the Executive Board
 - The minutes of any general membership meetings

- The results of any voting done by mail.
- Prepare and maintain the correspondence of the NASICAA.
- b. Terms of Office.**
 - The Secretary shall be elected for a term of two years to serve from the time of the annual meeting in odd-numbered years.
 - The Secretary may volunteer to serve beyond two years with the concurrence of the Executive Board.
- c. Transition**
 - There shall be a meeting of the Executive Board within 30 days following installation of a new Secretary.
 - The meeting should include the outgoing as well as the incoming officers.
 - Upon introduction of new business, all appropriate NASICAA documents and files associated with the office of Secretary shall be turned over to the newly installed Secretary.
 - The newly installed Secretary will record these proceedings in the minutes.

5. Treasurer

- a. Duties.**
 - Maintain the financial records and checking account.
 - Deposit checks written to the NASICAA in a timely manner.
 - Sign checks and maintain for each check issued a receipt, invoice, or signed request for reimbursement.
 - Identify two other officers who shall be alternate signers.
 - Ensure that the treasury balance is at least a sum equal to the unpaid bills and obligations for which the NASICAA is responsible.
 - Co-sign contracts with the President.
 - Present a financial report at each meeting of the Executive Board and general membership.
- b. Terms of Office.**
 - The Treasurer shall be elected for a term of two years to serve from the time of the annual meeting in odd-numbered years.
 - The Treasurer may volunteer to serve beyond two years with the concurrence of the Executive Board.
- c. Transition**
 - There shall be a meeting of the Executive Board within 30 days following installation of a new Treasurer.
 - The meeting should include the outgoing as well as the incoming officers.
 - Upon introduction of new business, all appropriate NASICAA documents and files associated with the office of Treasurer shall be turned over to the newly installed Treasurer.
 - The Secretary will record these proceedings in the minutes.

Section 2. Dismissal and Replacement of Officers.

1. **When.** An officer who does not or cannot comply with assigned responsibilities may be relieved of office by majority vote of the Executive Board.
2. **Replacement.**
 - a. **Temporary Nomination.** Nomination of a temporary replacement for any of these elected officer positions shall be made by the President as soon as the individual has been dismissed, but no later than 10 days after the expected loss of the individual.
 - b. **Special Nominating Committee.** As soon as the President confirms that an elected officer will be dismissed, the President will establish a Special Nominating Committee to identify replacement candidates.
 - c. **Schedule.** The Special Nominating Committee will have 60 days to identify replacement candidates.
 - d. **Special Election.** As soon as the Special Nominating Committee identifies replacement candidates, a Special Election will be held among the NASICAA Membership to elect the replacement officer in accordance with Article VI.
3. **Special Case: President.** Should the President resign or be relieved, he or she will be succeeded by the Executive Vice-President for the remainder of the President's term.

Section 3. Standing Advisors, Committee Chairs, Special Event Chairs, and Standing Project Managers.

1. **Appointment to Office.** These individuals shall be nominated by the President and approved by the majority of elected officers at the first Executive Board meeting following the nomination.
2. **Terms of Office.**
 - These individuals shall be appointed for a term not to exceed two years.
 - These individuals may volunteer to serve beyond two years with the concurrence of the Executive Board.
3. **Standing Advisors, Committee Chairs, Special Event Chairs, and Standing Projects Managers.** These shall be as follows; others are permitted with the approval of the Executive Board:
 - **Standing Advisors**
 - Senior Operations Advisor
 - **Standing Committee Chairs**
 - A Francis Arcier Scholarship Committee
 - **Special Committee Chairs**
 - Nominating Committee
 - Elections Committee
 - **Special Event Chairs**
 - A Francis Arcier Scholarship Golf Outing
 - Wounded Warrior Support Golf Outing
 - Hack 'n' Whack Golf Outing
 - Annual Meeting Organization and Execution Chairperson
 - **Standing Projects Managers**
 - Newsletter Editor
 - Webmaster

- Historian
- Wall of Honor

ARTICLE VI: Elections

Section 1. Nominations.

1. **Selection.** A Nominating Committee shall be selected by a majority vote of the Executive Board.
2. **Organization.** The Nominating Committee shall consist of a chairperson and two members.
3. **Duties.** Nominate a slate of officers whose' names will be included with the mailing of the official notification of the annual meeting to all members.
4. **Procedures.** For elections conducted at the Annual Meeting, nominations from the floor will be in order.

Section 2. Voting.

1. **Selection.** An Elections Committee shall be appointed by the President to conduct the next election.
2. **Organization.** The Elections Committee shall consist of three NASICAA members.
3. **Procedures.**
 - Elections shall be by secret ballot, including proxy and absentee ballots.
 - Each individual and honorary member has one vote.
 - An individual may not hold proxies representing more than 10 percent of the voting membership.

Section 3. Installation of Newly Elected Officers.

1. **Installation.** Newly elected officers will be installed at the Annual Meeting, or at the next Officer's meeting following an out-of-schedule election.
2. **Transition.** As described in Article V.

ARTICLE VII: Annual Meetings

1. **When.** There shall be an annual meeting during the month of October.
2. **Advisories.** Notice of the meeting shall be sent via email or USPS to each member at least 60 days before the scheduled date.
3. **Resolution of Unexpected Issues.**
 - Between annual meetings, if there are issues that arise for which the Executive Board determines there needs to be a vote of the membership, these issues will be explained and voted upon by mail (email and USPS).
 - Issues shall be decided by a majority of the replies postmarked within 30 days of the postmark of the mailing.
4. **Quorum.** The quorum for conducting business at the annual meeting shall be 10 percent of the voting members.
5. **Procedures.**
 - a. **Rules of Order.** Meetings shall be conducted using generally accepted rules of procedures.

b. Election of Officers.

- Election of officers will be conducted during the Annual Meeting.
- These elections, and all other matters presented to the membership for approval, shall be determined by a majority of a quorum of members present in person or by absentee ballot or proxy.

ARTICLE VIII: By-Law Amendments

1. The Bylaws may be amended or revised:
 - At an annual meeting by an affirmative vote of a majority of voting members.
 - By mail (email and USPS)
2. Proposed amendments shall be provided to members at least 60 days prior to a vote.
3. IRS: Consideration must be given to the impact of amendments or revisions on our 501(c)(3) approval.

ARTICLE IX: Audits

1. Audits shall be accomplished in accordance with Air Force Instruction 34-123, "Private Organizations Program" and upon change of the treasurer.
2. A copy of the audit shall be submitted to 88 SPTG/SVR, Wright-Patterson AFB, Ohio.

ARTICLE X: Dissolution. Should the organization be dissolved, remaining assets after satisfaction of all obligations of the corporation shall be distributed for purposes within the scope of Internal Revenue Service Code 501(c)(3), or amendments thereof.