

# ***CHEMICAL CORPS REGIMENTAL ASSOCIATION***



## ***By Laws***

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These Bylaws supersede all previous versions of the Association Bylaws and has been updated IAW AR 210-22 dated 22 October 2001

## ARTICLE I

### Organizational Name and Purpose

1. **Name.** The name of the organization shall be the Chemical Corps Regimental Association, Inc. hereinafter referred to as the Association.
2. **Purpose.** The purposes of the Association are to:
  - 2.1. **Infrastructure.** Support the infrastructure of the U.S. Army Chemical Corps. The U.S. Army Chemical Corps infrastructure is defined as U.S. Army Chemical Corps Soldiers and their families, Chemical Corps units, and Chemical corps organizations.
  - 2.2. **History, Esprit de corps, Image and Professionalism.** Promote the heritage, history, esprit de corps, image and professionalism of the United States Army Chemical Corps and enhance the efficacy of the United States Army.
  - 2.3. **Scientific, Literary, Educational, and Artistic Endeavors.** Advance scientific, literary, educational, and artistic endeavors of the United States Army Chemical Corps.
  - 2.4. **Association and the Chemical Corps Museum.** Solicit, request, raise, collect, and accept contributions, donations, funds, allocations, bequests, legacies, devices, transfers, and gifts of money, property, and services on behalf of the Association and the Chemical Corps Museum.
3. **Organization.** The purposes for which the Association is organized are within the meaning of the Internal Revenue Code 501(c)(3) or the corresponding provision of the United States Internal Revenue Service.

## ARTICLE II

### General Provisions

1. **Regulations.** The Association shall abide by:
  - a. Joint Ethics Directive, Department of Defense 5500.7, 29 Aug 2007
  - b. The Joint Ethics Regulation (JER), DOD 5500.7-R, 30 Aug 1993
  - c. The Department of Defense Instruction 1000.15, Procedures and Support for Non-Federal Entities Authorized to Operate on DOD Installations, 24 Oct 08
  - d. Army Regulation (AR) 210-22, Private Organizations on Department of the Army Installations, 22 Oct 2001.
  - e. Memorandum, Director of Management, 6 January 1995, Subject: Private Organizations.
  - f. Department of the Army Message, 201600Z Apr 98

2. **Code.** These bylaws constitute the code of rules adopted by the Association for the regulation and management of its operation.

## **ARTICLE III**

### **Functions, Activities, and Operating Procedures**

1. **Standing Operating Procedures (SOPs) or Policies.** SOPs or policies may be prepared as directed by the Board of Directors for any activity of the Association to supplement these bylaws as deemed necessary for the efficient and effective operation of the Association.

2. **Powers.** The powers herein conferred upon the officers of the Association are subject to the condition that all deeds, leases, conveyances, mortgages, and all other transactions affecting the title to real estate, and all contracts, other than contracts in the usual course of routine business, must be approved by the Board of Directors in order to be binding upon the Association.

3. **Equal Opportunity.** The Association agrees with and supports the United States Army's policy on equal opportunity as put forth in applicable laws and regulations.

4. **Removal of Officials.** A majority vote of the Board of Directors, if action is deemed necessary, is required to remove any official of the Association for good and sufficient cause.

5. **Inspection.** Any member may inspect all books and records of this Association for any proper purpose at any reasonable time.

6. **Power to Alter, Amend, Repeal, or Adopt.** The power to alter, amend, or repeal these bylaws or to adopt new bylaws, insofar as is allowed by law, is vested in the Board of Directors by majority vote of all Directors at Large present at a regular or a special meeting or by written vote of the Board.

7. **Subordinate Organizations.** The Board of Directors may invest such subordinate organizations with such powers as it may see fit. Subordinate organizations (such as committees, subcommittees, task forces, etc.) and Chapters may be established and disestablished as recommended by the Chief Operating Officer, President, Directors at Large, and Vice Presidents and approved by the Board of Directors. Directors at Large shall henceforth be referred to as simply Directors.

8. **Propaganda.** No activities or finances of the Association shall be used to develop propaganda or attempt to influence legislation. The Association shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

9. **Gain or Profit.** The Association is organized for purposes stated in Article I and shall never be operated for financial gain or profit. It shall have no capital stock.

10. **Overthrow of Government.** The Association shall neither propagate extremist activists nor advocate violence against others on the violent overthrow of the Government.

11. **Civil Rights.** The Association shall not seek to deprive any individual of their civil rights nor shall the Association's employment practices discriminate based on sex, age, religion, labor organizations, membership, or physical handicaps.

12. **Discrimination.** The Association shall not unlawfully deny membership, unlawfully exclude from participation, or otherwise subject to unlawful discrimination any person because of race, color, creed, sex, disability, or national origin.

## ARTICLE IV

### Membership

#### 1. General Membership.

1.1. **Basis.** Membership in the Association shall be on a voluntary basis.

1.2. **Types.** Membership shall be divided into four types. These types are Annual, Lifetime, Honorary, and Corporate.

1.2.1. Annual Membership. Annual membership shall include the Free One-Year Introductory membership available only to AIT/OSUT students and Annual membership available to all eligible personnel. Personnel eligible for Annual membership shall include Active, Reserve, and National Guard service members; retired service members, present and former government civilian employees, military veterans, cadets of the Service Academies, and Reserve Officer Training Corps (ROTC) personnel.

1.2.1.1. Free One-Year Introductory membership members shall receive: Membership Certificate, Membership Card, Chemical Corps Regimental Association Decal, *the Army Chemical Review* (available online), and other accouterments or privileges as approved by the Board of Directors.

1.2.1.2. Annual membership members shall receive: Membership Certificate, Membership Card, Chemical Corps Regimental Association Decal, and issues of *the Army Chemical Review* (available online), and other accouterments or privileges as approved by the Board of Directors.

1.2.2. Eligibility for Lifetime membership is the same as for Annual membership. Lifetime membership members shall receive: Membership Certificate, Membership Card, Chemical Corps Regimental Association Decal, Issues of *the Army Chemical Review* (available online), Chemical Corps Regimental Association Directory - *Yellow Book* (available online),

and other accouterments or privileges as approved by the Board of Directors.

1.2.3. **Honorary Membership.** Honorary membership shall be a membership conferred upon individuals by the Board of Directors to recognize years of selfless contribution to the Chemical Corps. Honorary membership will be a lifetime award. Honorary Membership may be extended to the spouse of a Lifetime Member who is deceased.

1.2.5. **Corporate Membership.** Corporate membership is available to any firm, business, or corporation interested in promoting the purposes of the Association.

1.3. **Qualification.** To acquire membership, applicants must qualify under one of the four types of memberships offered by the Association. No particular privileges are attached to membership other than receipt of certificates, publications, etc., as outlined above. The rewards of membership in the Association include continuing the friendships established over the years; sharing professional information, ideas, and goals concerning the Chemical Corps; and contributing to the preservation of heritage and history of the United States Army Chemical Corps.

1.4. **Member.** A member is defined as a person or organization of the Association in good standing, i.e., a member not delinquent in payment of fees and not otherwise resigned or removed from membership.

2. **Membership fees.** All members with the exception of honorary members shall pay membership fees. Membership fees for the Association shall be as established by these bylaws or as determined by majority vote of the Board of Directors. Fees are:

2.1. **Annual.** The Annual membership fee shall be determined by the Board of Directors and posted in the *Membership* section of the CCRA Website.

2.2. **Lifetime.** The Lifetime membership fee shall be determined by the Board of Directors and posted in the *Membership* section of the CCRA Website.

2.4. **Corporate.** The Corporate membership fee shall be determined by the Board of Directors and posted in the *Membership* section of the CCRA Website.

### 3. **Chemical Corps Regimental Association Museum Patron.**

3.1. **Patron.** Patronage in the Chemical Corps Museum may be achieved by contribution of money, materials, and/or services. Non-monetary donations shall be assessed a monetary value for purposes of tracking the donor's patron level. The Vice President of Museum and Historical Affairs and the Museum Director are responsible for determining the value of non-monetary donations.

3.2. **Classes.** Classes of patron in the Chemical Corps Museum shall be:

3.2.1. Cobalt Blue Patron: \$50.00 to \$499.00

3.2.2. Bronze Patron: \$500.00 to \$4,999.00

3.2.3. Silver Patron: \$5,000.00 to \$9,999.00

3.2.4. Gold Patron: \$10,000.00 to \$24,999.00

3.2.5. "Green Dragon" Patron: \$25,000.00 and higher

3.3. **Contribution.** Patron contributions are cumulative and each Patron shall be advanced to the appropriate class in accordance with their total contributed. The Patron shall also be advanced on the "Regimental Roll of Honor." A Chemical Corps Museum Patron may be individuals, corporations, companies, organizations, military units, or any other group.

3.4. **Acknowledgement.** The Board of Directors shall ensure that Chemical Corps Museum Patrons are properly acknowledged.

3.5. **Voting Rights.** A Patron does not have any voting rights or rights to any office in the Association.

3.6. **Regimental Roll of Honor.** A location shall be designated to honor all Patrons of the Association to include a "Regimental Roll of Honor." When a cumulative donation of at least \$50 has been reached, a nameplate shall be placed on the plaques located on the "Wall of Honor" in the Chemical Corps Museum.

4. **Chapters.** Members are encouraged to establish local Chapters.

4.1 **Purpose.**

4.1.1. Chapters shall support the infrastructure of the U.S. Army Chemical Corps.

4.1.2. Chapters shall promote the heritage, history, esprit de corps, image and professionalism of the United States Army Chemical Corps and enhance the efficacy of the United States Army.

4.1.3. Chapters shall advance scientific, literary, educational, and artistic endeavors of the United States Army Chemical Corps.

4.1.4. Chapters shall solicit, request, raise, and collect revenue on behalf of the Association and the Chemical Corps Museum.

4.2. **Policy.** The Association shall establish a policy for local chapters. This policy shall include as a minimum instructions for starting a chapter, sample letter to Installation commanders, sample petition for charter, guidance on tax exempt status, guidelines, entitlements, and a sample constitution.

## ARTICLE V

### Officers and Governing Body

1. **Principle Office.** The business office of the Association is located in the Fort Leonard Wood Museum (Building no. 1607), in Pulaski County, State of Missouri. The mailing address of the Association is PO Box 437, 495 S. Dakota Avenue, Building 1607, Fort Leonard Wood, MO 65473, Phone: (573) 329-6566, Email: [ccramanager@chemical-corps.org](mailto:ccramanager@chemical-corps.org) or at such place as may be designated by the Board of Directors.

2. **Other Offices.** The Association may also have offices at such other places as the Board of Directors may designate.

3. **Meetings.** The Board of Directors shall meet on a regular basis at a location as prescribed by the Board of Directors. Any administrative support which is provided by the U.S. Army shall be under regulations contained in Article II, paragraph 1.

4. **Appointment.** All members of the Board of Directors are appointed by majority vote of the Board of Directors for three years. A second three-year term may be granted by majority vote of the Board of Directors and desire of the volunteer to continue to serve. After a second term the member is not eligible for reappointment for two years. Service as a Board Member or Officer is volunteer service in a non-pay status. Board Members shall be members of the Association in good standing.

5. **Appointing Authority.** Directors shall be appointed by majority vote of the Board of Directors.

6. **Chief of Chemical.** The Chemical Branch Proponent is the Chief of Chemical. With his/her consent and in a voluntary capacity, the Chief of Chemical may serve as the Senior Military Advisor to the Association. The Chief of Chemical shall serve in no official capacity in the Association nor exercise any control over the Association. The Chief of Chemical may designate an officer or noncommissioned officer to represent him/her as Senior Military Advisor.

7. **Board of Directors.** The Board of Directors shall be the Association governing body and shall consist of:

7.1. **Chairman.** The Chairman shall be a retired member of the United States Chemical Corps. The Chairman is nominated by any voting Board member and is elected by a majority vote of the Board of Directors. The Chairman will serve for three years, and a second three-year term may be granted with the approval of the Board of Directors. The Chairman is a voting member of the Board of Directors.

7.2. **Vice Chairman.** The Vice Chairman shall be a retired member of the United States Chemical Corps. The Vice Chairman is nominated by any voting Board member and is elected by a majority vote of the Board of Directors. The Vice Chairman will serve for three years, and a second three-year term may be



granted with the approval of the Board of Directors. The Vice Chairman is a voting member of the Board of Directors.

**7.3. President.** The President shall be a retired member of the United States Army Chemical Corps. The President is nominated by any voting member of the board. The President shall be selected from eligible members in good standing in and around the Fort Leonard Wood location based on the requirement to be available for many functions and necessary coordination with the installation and command groups. The President shall be elected by majority vote of the Board of Directors. The President is appointed for three years, and a second three-year term may be granted with the consent of the Board of Directors. The President is a voting member of the Board of Directors, however, the President only votes in the event of a tie vote by the other members of the Board.

**7.4. Directors at Large.** The Directors shall consist of four (4) individuals. Any member in good standing, who has served the United States Chemical Corps, whether retired, honorably discharged, or civilian is eligible to be a Director. Directors may be nominated by any member of the Association. Nominations shall be forwarded to the Chief Operations Officer (COO). The Chief Operating Officer shall coordinate and provide the nominations to the Board of Directors. Directors shall be approved by a majority vote of the Board of Directors. Directors are appointed for three years, and a second three-year term may be granted with the consent of the Board of Directors. An attempt shall be made to nominate and approve Directors who are local and can facilitate requirements of the Association. Directors are voting members of the Board of Directors. Directors are appointed for three years, and a second three-year term may be granted with the consent of the Board of Directors

**8. Chief Operating Officer (COO).** The Chief Operating Officer shall be a retired member in good standing who has served the United States Chemical Corps, whether retired, honorably discharged, or civilian. The Chief Operating Officer may be nominated by any voting Board member or the Chief of Chemical and shall be appointed by majority vote of the Board of Directors. The Chief Operating Officer is appointed for three years, and a second three-year term may be granted with the consent of the Board of Directors. The Chief Operating Officer serves at the discretion of the Board of Directors. The Chief Operating Officer shall be a member of the Association in good standing.

**9. Vice Presidents.** Vice Presidents may be nominated by any voting Board Member. Any member in good standing, who has served the United States Chemical Corps, whether retired, honorably discharged, or civilian is eligible to become a Vice President. Vice Presidents are approved by majority vote of the Board of Directors and appointed by the President. Vice Presidents are non-voting members of the Board of Directors. Vice Presidents serve at the discretion of the President. Vice Presidents are appointed for three years, and a second three-year term may be granted with the consent of the Board of Directors Vice Presidents include:

**9.1. Vice President for Membership.** The Vice President for Membership shall be a retired service member of the United States Army Chemical Corps.

**9.2. Vice President for Corporate Membership.** The Vice President for Corporate Membership shall be a retired service member of the United States Army Chemical Corps.

**9.3. Vice President for Museum and Historical Affairs.** The Vice President for Museum and Historical Affairs shall be a retired service member of the United States Army Chemical Corps.

**9.4. Vice President for Programs.** The Vice President for Programs shall be a retired service member of the United States Army Chemical Corps.

**9.5. Other Vice Presidents.** Other Vice Presidents may be nominated and approved to facilitate requirements of the Association.

**10. Other Positions.** Other positions include:

**10.1. Secretary.** The Secretary may be any member in good standing, who has served the United States Chemical Corps, whether retired, honorably discharged, or civilian. The Secretary shall be a retired service member of the United States Army Chemical Corps. The Secretary may be nominated by any voting Board Member and must be approved by majority vote of the Board of Directors. The Secretary is a non-voting member of the Board of Directors.

**10.2. Chemical Corps Museum Director.** The Chemical Corps Museum Director shall be an ex-officio member of the Board of Directors. The Museum Director is a non-voting member of the Board of Directors.

**11. Employees.** Association employees are approved by the Board of Directors and are hired on contract by the Chief Operating Officer. The Chief Operating Officer shall provide direct supervision for all Association employees. Employees shall be members of the Association in good standing. Employees include:

**11.1. Business Manager.** The Chief Operating Officer shall supervise the Business Manager and Bookkeeper. The Chief Operating Officer is responsible for announcing vacancies and interviewing applicants for the position of Business Manager. Recommendations, normally a minimum of 2 will be presented to the Board of Directors for Approval.

**11.2. Regimental Gift Shop Manager.** The Chief Operating Officer is supervising the Regimental Gift Shop Manager. The Chief Operating Officer is responsible for announcing vacancies and interviewing applicants for the position of Regimental Gift Shop Manager. Recommendations, normally a minimum of 2 will be presented to the Board of Directors for Approval.

**11.3. Regimental Gift Shop Employees.** The Chief Operating Officer shall be responsible for interviewing applicants for part-time Regimental Gift Shop Employees as required. The hiring action must be approved by the Board and the COO is responsible for the selection and hiring.

11.4. **Other.** The Chief Operating Officer shall be responsible for interviewing applicants for other employee positions as recommended by the President and approved by the Board of Directors to facilitate requirements of the Association.

## ARTICLE VI

### Duties of Officers and Directors at Large

#### 1. Board of Directors.

1.1. **Policy, Plans, and Strategies.** The Board of Directors is the policy, plans, and strategy making organ of the Association. It shall have general oversight of the affairs of the Association. Voting members are the Chairman, Vice Chairman, President, and four (4) Directors at Large.

1.2. **Indemnity.** The Board of Directors has the power to indemnify Directors and Officers of the Association.

1.3. **Appointment.** The Board of Directors may appoint such other Officers and Agents as it shall deem necessary, or expedient. Other Officers and Agents shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined by the Board of Directors.

1.4. **Duties.** The Board of Directors shall perform such duties pertaining to the operation of the Association as directed by these Bylaws or as the Chairman may direct.

#### 2. Chairman.

2.1. **Chief Executive Officer.** The Chairman shall serve as the Chief Executive Officer (CEO) of the Association. The Chairman shall have, subject to advice of the Board of Directors, general charge of the business of the Association.

2.2. **Operations.** The Chairman shall ensure that the Association is operated in accordance with current Department of Defense and Army regulations, Fort Leonard Wood regulations, special regulations, local policies, Articles of Incorporation, Bylaws of the Association, and Federal and State Law.

2.3. **Ceremonies.** The Chairman shall represent the Association on ceremonial occasions.

2.4. **Other.** The Chairman shall engage in other duties that are in the best interest of the Association and/or directed and approved by the Board of Directors.

#### 3. Vice Chairman.

3.1. **Chief Executive Officer.** The Vice Chairman shall assist the Chairman in the general charge of the business of the Association. The Vice Chairman shall

serve as the Chief Executive Officer (CEO) of the Association in the Absence of the Chairman.

**3.2. Operations.** The Vice Chairman shall help the Chairman ensure that the Association is operated in accordance with current Department of Defense and Army regulations, Fort Leonard Wood regulations, special regulations, local policies, Articles of Incorporation, Bylaws of the Association, and Federal and State Law.

**3.3. Ceremonies.** The Vice Chairman shall represent the Association on ceremonial occasions.

**3.4. Other.** The Vice Chairman shall engage in other duties that are in the best interest of the Association and/or directed and approved by the Board of Directors.

#### **4. President.**

**4.1. Presiding Officer.** The President shall prepare for and be the regular presiding officer at all Board of Directors' meetings.

**4.2. Appointing Authority.** The President shall serve as the appointing authority for Vice Presidents and Officers of the Association.

**4.3. Unexpired Terms.** The President shall appoint individuals to unexpired terms subject to the approval of the Board of Directors.

**4.4. Ambassador.** The President shall serve as the Chief Ambassador for the Association, shall be primarily responsible for Public and Soldier Affairs, and shall represent the Association on ceremonial occasions.

**4.5. Advisor.** The President shall serve as advisor for the Chairman, Vice Chairman and Board of Directors at Large.

**4.6. Documents.** The President shall ensure the proceedings of the Board of Directors' meetings, together with the financial statements and other applicable documents, are submitted through the Commandant, United States Army CBRN School, Fort Leonard Wood, Missouri 65473 to Commander, United States Army Maneuver Support Center and Fort Leonard Wood, Financial Management Division, ATTN: ATZT-MWR-F, Room 1103, Directorate of Morale Welfare and Recreation, 140 Replacement Avenue, Suite 1105, Fort Leonard Wood, Missouri 65473-8935.

**4.5. Certificates.** The President shall sign all certificates or other Regimental Accouterments.

**4.6. Ceremonies.** The President shall represent the Association on ceremonial occasions.

4.7. **Other.** The President shall engage in other duties that are in the best interest of the Association and/or directed and approved by the Board of Directors.

## 5. Chief Operating Officer (COO).

5.1. **Chief Operating Officer.** The Chief Operating Officer falls under the oversight of the President and shall execute the business of the Association IAW approved policy, plans, and strategy and oversee the daily operations of the Association. The Chief Operating Officer shall be responsible for the financial affairs of the Association and shall serve as the Association Custodian of Funds.

5.2. **Administration.** The Chief Operating Officer shall be responsible for the administration of the Association, for ensuring that proper accounting records are maintained, that funds are properly safeguarded and accounted for, and that the Association is operated in accordance with accepted business practices.

5.3. **Contracts.** The Chief Operating Officer shall sign and execute contracts (or delegate authority to do so to the VP for Business Management) in the name of the Association when authorized by the Board of Directors.

5.4. **Association Web Site.** The Chief Operating Officer shall supervise the development and maintenance of the Association Web Site.

5.5. **Employees.** The Chief Operating Officer shall develop contracts, develop and provide insurance programs, shall recommend new hires and terminations, and shall provide direct supervision of all Association employees.

5.5.1. **Job Descriptions.** The Chief Operating Officer shall develop and maintain job descriptions for CCRA employees. The job descriptions shall be reviewed annually to ensure they are current with the needs of the CCRA.

5.5.2. **Job Counseling.** The Chief Operating Officer shall ensure employees are counseled on their duties and responsibilities on employment and annually thereafter. The Vice President for Business Management shall counsel employees anytime deemed necessary to improve job performance.

5.6. **Bonding.** The Chief Operating Officer shall be bonded, with the bond an expense of the Association.

5.7. **Guidance.** The Chief Operating Officer shall be guided by the regulations and directives contained in Article II, paragraph 1.

5.8. **Accounting.** The Chief Operating Officer shall render to the Board of Directors, at any time required by the Chairman, Vice Chairman, and President, an account of all transactions and of the financial condition of the Association.

5.9. **Income Tax Code.** The Chief Operating Officer shall provide a statement documenting compliance with Federal and State income tax code provisions

relating to filing income tax returns and tax exempt status through the Commandant, United States Army CBRN School, Fort Leonard Wood, Missouri 65473 to Commander, United States Army Maneuver Support Center and Fort Leonard Wood, Financial Management Division, ATTN: ATZT-MWR-F, Room 1103, Directorate of Morale Welfare and Recreation, 140 Replacement Avenue, Suite 1105, Fort Leonard Wood, Missouri 65473-8935.

5.10. The Chief Operating Officer shall ensure that the Association's audit is conducted every two years and otherwise required. Result of the audit will be briefed to the Board of Directors at the next regularly scheduled meeting after receipt of the audit.

5.11. **Funds.** The Chief Operating Officer shall manage the funds of the Association IAW policy as defined by the Board of Directors.

5.12. **Roster.** The Chief Operating Officer shall publish and maintain a roster of all CCRA Officials and Employees.

5.13. **Ceremonies.** The Chief Operating Officer shall represent the Association on ceremonial occasions.

5.14. **Other.** The Chief Operating Officer shall engage in other duties that are in the best interest of the Association and/or directed and approved by the Board of Directors.

## 6. Directors.

6.1. **Responsibility.** The Directors shall promote the Association, develop recommendations, define Association policy, and serve as honest brokers for the administration of Association policy and procedures.

6.2. **Administration Oversight.** The Directors shall review and approve before proceedings of the Board of Directors' meetings, together with the financial statements and other applicable documents are submitted to the Commanding General, Fort Leonard Wood. The Directors shall review and approve the Vice Presidents Standing Operating Procedures and Policies.

6.3. **Approval Authority.** The Directors shall have approval authority for the selection of CCRA officers and employees as defined in Article V, paragraph 11.

6.4. **Operations.** The Directors shall assist the Chairman and the Vice-Chairman in ensuring that the Association is operated in accordance with current Department of Defense and Army regulations, Fort Leonard Wood regulations, special regulations, local policies, Articles of Incorporation, Bylaws of the Association, and Federal and State Law.

6.5. **Public Relations.** The Directors shall serve in the capacity of public relations and information persons, promoting and fostering the public image of the Association and the Chemical Corps Museum.

6.6. **Ceremonies.** The Directors shall represent the Association on ceremonial occasions.

6.7 **Other.** The Directors shall engage in other duties that are in the best interest of the Association and/or directed and approved by the Board of Directors.

## 7. **Vice Presidents.**

7.1. **Appointment.** Vice Presidents shall be appointed by the President of the Association from the general membership and approved by the Board of Directors for specific tasks required for the effective management of Association activities.

7.2. **Terms.** All Vice Presidents shall be appointed for a period of two (2) years with reappointment at the discretion of the President and the desire of the individual to continue to serve and with the approval of the Board of Directors.

7.3. **Subordinate Organizations.** Vice Presidents may recommend to the Board of Directors for approval the formation of such subordinate organizations as are necessary to support their responsibilities.

7.4. **Summary of Activities.** Vice Presidents are required to present a summary of activities in their areas of responsibility as well as plans for future operations, funding and material requirements, and make recommendations to the Board of Directors for approval at each Board of Directors' meeting or as directed by the President.

7.5. **Standing Operating Procedures or Policies.** Vice Presidents shall prepare appropriate Standing Operating Procedures and Policies for their assigned responsibilities or as directed by the President. Standing Operating Procedures and Policies shall be reviewed and approved by the Board of Directors.

7.6. **Duties and Responsibilities.** Vice Presidents shall have duties and responsibilities as stated in these Bylaws or as assigned by the President of the Association, which are commensurate with the purpose(s) for which appointed.

7.7. **Public Relations.** Vice Presidents shall serve in the capacity of public relations and information person, promoting and fostering the public image of the Association and the Chemical Corps Museum.

7.8. **Other.** The Vice Presidents shall engage in other duties that are in the best interest of the Association and/or directed and approved by the President or Board of Directors.

## 8. Vice President for Membership.

8.1. **Subordinate Organizations.** The Vice President for Membership shall recommend, supervise, and coordinate subordinate organizations (such as committees, subcommittees, and task forces, and local chapters, etc.) as are necessary to promote and foster individual membership in the Association and individual patron ship in the Chemical Corps Museum.

8.2. **Patron Program.** The Vice President for Membership shall plan and encourage patron participation in the Chemical Corps Museum of Active, Reserve, and National Guard military units.

8.3. **Drives.** The Vice President for Membership shall plan and coordinate Army-wide individual membership and individual patron drives.

8.4. **Fund Raising.** The Vice President for Membership in coordination with the Vice President for Corporate Membership shall plan and coordinate Army-wide fund raising events (such as First Gas Regimental Memorial Runs, Chemical Corps "Green Dragon" Runs, Regimental Golf Tournament, annual fund drive, USACBRN School and unit fund raising projects, among others) for the benefit of the Association or the Chemical Corps Museum.

8.5. **Plans.** The Vice President for Membership shall submit for approval to the Board of Directors each fiscal year plans for individual membership drives, individual patron ship drives, patron ship drives for Active, Reserve, and National Guard military units, and fund raising events for the fiscal year with status reports and plan alternatives being presented to the Board of Directors at their subsequent meetings that fiscal year.

8.6. **Coordination.** The Vice President for Membership shall coordinate with the Association Business Manager to prepare certificates, membership cards and other materials, as required, for persons receiving memberships in the Association.

8.7. **Corporate Sponsorship.** The Vice President for Membership shall assist the Vice President for Corporate Sponsorship in soliciting support for the Association and patronage in the Chemical Corps Museum.

8.8. **Other Duties.** The Vice President for Membership shall perform other duties as the President may direct or delegate.

## 9. Vice President for Corporate Membership:

9.1. **Subordinate Organizations.** Vice President for Corporate Membership shall recommend, supervise, and coordinate such subordinate organizations as are necessary to promote and foster support for the Association and patron ship in the Chemical Corps Museum among corporations and local businesses.



9.2. **Recognition.** Vice President for Corporate Membership shall recommend appropriate recognition for corporate patrons to include letters, certificates, plaques, and linkage to the Association website.

9.3. **Drives.** Vice President for Corporate Membership shall plan and coordinate corporate patronage drives among corporations interested in fostering support for the Association and patron ship in the Chemical Corps Museum.

9.4. **Fund Raising.** The Vice President for Corporate Membership in coordination with the Vice President for Membership shall plan and coordinate Army-wide fund raising events (such as First Gas Regimental Memorial Runs, Chemical Corps "Green Dragon" Runs, Regimental Golf Tournament, annual fund drive, USACBRN School and unit fund raising projects, among others) for the benefit of the Association or the Chemical Corps Museum.

9.5. **Plans.** Vice President for Corporate Membership shall submit for approval to the Board of Directors at their first meeting each fiscal year plans for corporate patron ship drives for that fiscal year with status reports and plan alternatives being presented to the Board of Directors at their subsequent meetings that fiscal year.

9.6. **Acknowledgement.** Vice President for Corporate Membership shall coordinate receipt and acknowledgement of patron contributions with and forward all patron contributions to the Business Manager.

9.7. **Patron Lists.** Vice President for Corporate Membership shall reconcile Corporate Patron lists with the Business Manager semi-annually to maintain status (members in good standing), levels of giving, and changes in administrative information.

9.8. **Other Duties.** The Vice President for Corporate Membership shall perform other duties as the President may direct or delegate.

## 10. **Vice President for Museum and Historical Affairs.**

10.1. **Subordinate Organizations.** The Vice President for Museum and Historical Affairs in coordination with the Chemical Corps Museum Director and/or Historian shall recommend, supervise, and coordinate such subordinate organizations as are necessary to promote and foster the Association, the history and lineage of the Chemical Corps, and the Chemical Corps Museum.

10.2. **Procurement.** The Vice President for Museum and Historical Affairs with written approval of the Chemical Corps Museum Director shall locate and assist in the procurement of Chemical Corps items and memorabilia and any other items that would enhance displays.

10.3. **Memorial Park.** The Vice President for Museum and Historical Affairs shall make recommendations on the design and maintenance of the Memorial Park.

**10.4. Museum Funds.** The Vice President for Museum and Historical Affairs in coordination with the Chief Operating Officer shall ensure that funds from all sources that are collected specifically for support of the Chemical Corps Museum are deposited in the Supplemental Museum Mission Support Account.

**10.5. Museum Projects.** The Vice President for Museum and Historical Affairs shall assist the Chemical Corps Museum Director in preparing written proposals for museum projects for approval of the Board of Directors. These are funds in excess of the 25% of profits from the Regimental Gift Shop that are deposited in the Supplemental Museum Mission Support Account.

**10.6. Memorial Donations.** The Vice President for Museum and Historical Affairs in coordination with the Chemical Corps Museum Director shall encourage memorial donations for the Museum.

**10.7. Museum Publicity.** The Vice President for Museum and Historical Affairs in coordination with the Chemical Corps Museum Director shall assist the Chief Operating Officer and the Business Manager with publicity for the Museum.

**10.8. Non-monetary Donations.** The Vice President for Museum and Historical Affairs in coordination with the Chemical Corps Museum Director shall determine the value of non-monetary donations to the Chemical Corps Museum in order that a monetary value may be assessed for purposes of tracking the donor's patron ship level.

**10.9. Honors Program.** The Vice President for Museum and Historical Affairs shall support the USACBRNS Historian in the Chemical Corps Honors Program.

**10.10. Historical files and records.** The Vice President for Museum and Historical Affairs shall maintain historical files and historical records for the Association.

**10.11. Other Duties.** The Vice President for Museum and Historical Affairs shall perform other duties as the President may direct or delegate.

## **11. Vice President for Programs.**

**11.1. Liaison.** The Vice President for Programs shall be the liaison and primary point of contact between the Association and the USACBRNS and other Chemical Corps Units and Organizations for the Association's Awards Program.

**11.2. Recommendations.** The Vice President for Programs shall provide recommendations for the Association's Awards Program to the Board of Directors as appropriate or required.

**11.3. Budget.** The Vice President for Programs shall present the planned annual operating budget for the Association's Awards Program for consideration by the Chief Operating Officer and Board of Directors.

11.4. **Oversight.** The Vice President for Programs shall provide oversight and coordination with the Association Business Manager to ensure that accoutrements for the Association's Awards Program are appropriate and available as required.

11.5. **Other Duties.** The Vice President for Programs shall perform other duties as the President may direct or delegate.

## 12. **Other Vice President Positions.**

12.1. **Appointment.** Other Vice President positions may be approved by the Board of Directors and appointed by the President for specific tasks required for the effective management of Association activities.

12.2. **Terms.** All other Vice President positions serve at the discretion of the President.

## 13. **Secretary.**

13.1. **Appointment.** The Secretary shall be nominated by the Chair, Vice Chair, President, COO or a Director and approved by the Board of Directors to serve as recording official at Board meetings and shall be the Custodian of Board records, except those specifically assigned to others.

13.2. **Read Ahead Packets.** The Secretary shall schedule meetings, to include date, time and location. The Secretary shall develop Read Ahead Packets and provide to the Board of Directors at least 15 days prior to each Board Meeting.

13.3. **Recording.** The Secretary shall record the minutes of each Board of Directors' meeting.

13.4. **Records.** The Secretary shall maintain a signed copy of the minutes of Board of Directors' meetings as a permanent record and shall make minutes and records held by the Secretary available to all members upon request.

13.5. **Distribution of Minutes to Board of Directors.** The Secretary shall provide a copy of the Board of Directors' meeting minutes to each member of the Board of Directors within 30 days of each meeting.

13.6. **Distribution of Minutes to Commander MANSCEN&FLW.** After approval by the Board of Directors and signature by the President, the Secretary shall forward a copy of all minutes in the proper format, and any applicable supplements, to the Business Manager who shall forward them through the Commandant, United States Army CBRN School, Fort Leonard Wood, Missouri 65473 to Commander, United States Army Maneuver Support Center and Fort Leonard Wood, Financial Management Division, ATTN: ATZT-MWR-F, Room 1103, Directorate of Morale Welfare and Recreation, 140 Replacement Avenue, Suite 1105, Fort Leonard Wood, Missouri 65473-8935.

13.7. **Narrative Account.** The Secretary in coordination with the Vice President for Museum and Historical Affairs and with support from the Association Business Manager shall prepare a narrative account of the Association's fiscal year activities which, when approved by the Board of Directors, shall become a permanent part of the Association's permanent history.

13.8. **Other Duties.** The Secretary shall perform other duties as the Chief Operating Officer or President may direct or delegate.

14. **Chemical Corps Museum Director.** The Chemical Corps Museum Director shall serve as an ex-officio officer of the Association. The Chemical Corps Museum Director is a non-voting member and serves at the discretion of the Board of Directors.

## 15. **Employees.**

15.1. **Appointment.** Employees shall be recommended for hire by the Chief Operating Officer of the Association and approved by the Board of Directors for specific requirements necessary for the effective management of Association activities.

15.2. **Job Descriptions.** Employees will be provided job descriptions on hiring, annually, and when there are changes to the job descriptions.

15.3. **Terms.** All Employees serve at the discretion of the Chief Operating Officer.

16.4. **Other.** Employees in addition to those listed in paragraph 16.1 above may be hired to support the effective operation of the Association, if deemed necessary and approved by the Board of Directors.

### 15.4. Employees Duties and Responsibilities:

15.4.1. **Business Manager.** The Business Manager shall work under the direct supervision of the Chief Operating Officer and shall perform such general and specific duties and shall exercise such general and specific authority as may be assigned by the Chief Operating Officer.

15.4.2. **Regimental Gift Shop Manager.** Shall work under the direct supervision of the Chief Operating Officer and shall perform such general and specific duties and shall exercise such general and specific authority as may be assigned by the Chief Operating Officer.

15.4.3. **Regimental Gift Shop Employees.** Shall work under the direct supervision of the Regimental Gift Shop Manager and indirect management of the Chief Operating Officer and shall perform such general and specific duties and shall exercise such general and specific authority as may be assigned by the Regimental Gift Shop Manager or the Chief Operating Officer.

## ARTICLE VII

### Elections and Voting

1. **One Vote.** The voting members of the Board of Directors are entitled to one vote each. Proxy votes shall not be considered proper or allowed.
2. **Voting Members.** Voting members of the Board are the Chairman, Vice Chairman, President, and Directors.
3. **Majority Vote.** A majority vote is required for passage of any action, proposal, policy, or election presented to the Board of Directors, except in those cases specifically addressed elsewhere in these Bylaws.
4. **Actions or Proposals.** Actions or proposals requiring board approval may be presented for vote using the following procedures:
  - 4.1. **Regular Board Meeting.** A vote of board members present is taken for actions discussed by the Board of Directors or actions deferred from previous meetings.
  - 4.2. **Special Board Meeting.** A Special meeting of the Board of Directors may be called by the Chairman, Vice Chairman, the President, or upon written request of a majority of the members of the Board of Directors. The purpose of this meeting shall be stated in the call. Except in emergency cases, as declared by the Chairman, Vice Chairman, or President at least ten (10) working days written notice for each meeting shall be given.
  - 4.3. **Written Vote.** A written vote may be taken on proposals requiring resolution prior to the next Board meeting. The Chairman, Vice Chairman, or the President may call for a written vote if determined a quorum of members of the Board of Directors cannot be attained at a Special Meeting or if a Special Meeting is not warranted. The proposal shall be fully described in writing and submitted to all members of the Board by correspondence. Responses can be solicited in writing, telephonically, by e-mail or facsimile as determined by the assessment of the sensitivity of a timely response. The President shall coordinate written responses.
  - 4.4. **Approval of Written Vote.** Approval of a proposal submitted to the Board Members and soliciting either a written, telephonic, e-mail, or facsimile response shall require a majority vote for approval. The President shall inform all Board Members as to the results from any written vote.
5. **Rules of Order.** All voting by the Board of Directors shall be conducted in accordance with "Robert's Rules of Order".

## ARTICLE VIII

### Fiscal Responsibility

1. **Fiscal Year.** The Association fiscal year shall be 1 January to 31 December.
2. **Responsibility.** Fiscal responsibility for the Association shall be maintained by the Chief Operating Officer who serves as the Custodian of Funds.
3. **Operations.** As a 501(c)(3) organization, the Association shall insure that any profit generated by Association operations shall be utilized to support the operational need of the Association, to enhance the infrastructure of the Association, or shall be used to support charitable causes.
4. **Support.**
  - 4.1. **Association Infrastructure.** The Association supports the U.S. Army Chemical Corps Infrastructure. The U.S. Army Chemical Corps infrastructure is defined as U.S. Army Chemical Corps Soldiers and their families, Chemical Corps units, and Chemical Corps organizations.
  - 4.2. **History, Esprit de corps, Image and Professionalism.** The Association promotes the heritage, history, esprit de corps, image and professionalism of the United States Army Chemical Corps and enhances the efficacy of the United States Army.
  - 4.3. **Scientific, Literary, Educational, and Artistic Endeavors.** The Association advances scientific, literary, educational, and artistic endeavors of the United States Army Chemical Corps.
  - 4.4. **Association and the Chemical Corps Museum.** The Association solicits, requests, raises, collects, and accepts contributions, donations, funds, allocations, bequests, legacies, devices, transfers, and gifts of money, property, and services on behalf of the Association and the Chemical Corps Museum.
  - 4.5. **Charitable Causes.** The Association supports Charitable Causes. Charitable Causes are defined as causes that advance scientific, literary, educational, and artistic endeavors of the United States Army Chemical Corps or other charitable causes as approved by the Board of Directors.
5. **Funds in Excess of Operational Needs.** Funds in excess of operational needs may be transferred to Certificates of Deposit, Money Market Accounts, Mutual Funds, or other accounts as approved by the Board of Directors; however, these funds must ultimately be used to support the Association Purpose as described in ARTICLE VIII, Paragraph 4.0 above.
6. **Association Accounts.** There shall be four separate accounts established, maintained, and managed by the Association. One of the accounts will be established to provide support to the Chemical Corps Museum.

**6.1. The Association Operational Account.** This account shall be used to affect the operation of the Association. The Association Business Manager shall maintain this account and the Chief Operating Officer shall oversee this account.

**6.2. The Regimental Gift Shop Operational Account.** This account shall be used to affect the operation of the Regimental Gift Shop. The Association Gift Shop Manager shall maintain this account and the Chief Operating Officer shall oversee this account.

**6.3. Liquid Funds Account.** The Liquid Funds Account shall be a long-term Low-Risk Account such as a Money Market Account or Mutual Fund that provides immediate access to Association funds. The Association Business Manager shall maintain this account and the Chief Operating Officer shall oversee this account.

**6.4. Supplemental Museum Mission Support Account.** The Association shall establish a Supplemental Museum Mission Support Account. At a minimum, 25% of the Regimental Gift Shop profits shall be placed in this account each year. The Chemical Corps Museum Director shall oversee this account.

**6.5. Other Accounts.** Other accounts, fiscal investments, trusts, etc. may be established by need with approval of the Board of Directors. The Chief Operating Officer shall oversee these accounts.

## **7. Audits.**

**7.1. Biennial Audit.** At least once every two years the books, records, accounts, and affairs of the Association shall be subjected to a thorough and complete audit. The auditors shall file their report through the Chief Operating Officer to the Board of Directors. Additional audits shall be conducted as deemed necessary by the Board of Directors.

**7.2. Close-out Audit.** In coordination with the Chief Operating Officer, the Association Business Manager shall conduct a close out audit at the end of each fiscal year. This audit shall be provided to the Board of Directors and the Chemical Corps Museum Director.

**7.3. Change of Custodian.** An audit shall be conducted upon change of custodian of funds. The Association Custodian of funds is the Chief Operating Officer. This audit can be done in lieu of or in conjunction with the biennial audit.

**7.4. Distribution.** Copies of audits shall be submitted through the Commandant, United States Army CBRN School, Fort Leonard Wood, Missouri 65473 to Commander, United States Army Maneuver Support Center and Fort Leonard Wood, Financial Management Division, ATTN: ATZT-MWR-F, Room 1103, Directorate of Morale Welfare and Recreation, 140 Replacement Avenue, Suite 1105, Fort Leonard Wood, Missouri 65473-8935.

**8. Disbursement of Funds.** Funds shall be disbursed by check or credit card. Association checks shall be signed by the Chief Operating Officer. The Association

Chief Operating Officer may delegate authority to sign checks in accordance with approved procedures or policies.

**9. Utilities.** The Association shall reimburse the Army for any utility expenses occurred, unless the Installation deems these expenses are incidental in nature.

**10. Conferred powers.**

**10.1. Powers.** The powers herein conferred upon the officers of the Association are subject to the condition that all deeds, leases, conveyances, mortgages, and all other transactions affecting the title to real estate, and all contracts, other than contracts in the usual course of routine business, must be approved by the Board of Directors in order to be binding on the Association.

**10.2. Conditions.** The powers herein conferred upon the officers of the Association are further subject to the condition that no draft, lease, promissory note, deed, mortgage, contract, security deed, loan deed, or trust deed shall be binding upon the Association unless executed in the corporate name by the COO and countersigned or attested by the Chairman of the Board of Directors. In the event that any of said officials is ill, absent, or unavailable for any reason, the Board of Directors may designate another person to execute such instruments

**11. Bonding.** The Board of Directors may require any and all of the officers to be bonded for the Association as a condition for the faithful performance of the duties of their respective office. Fidelity bonding will be purchased by the Association for members or employees handling monthly cash flow exceeding \$500. Bonding will be equal to the normal maximum amount of cash handled.

**12. Investment of Association Funds.** The Board of Directors may approve investment of Association funds as described in Article VIII, Paragraph 5 above, provided they do not violate any State and Federal law as it applies to nonprofit status and that the funds shall ultimately be used to support the Association Purpose as described in Article VIII, Paragraph 4.0 above.

**13. Benefit of Directors or Officers.** No part of the net earnings of the Association shall insure to the benefit of, or be distributed to its Directors or Officers, except that the Association shall be authorized and empowered to pay reasonable compensation for travel and related expenses in connection with essential Association activities.

**14. Operational Decisions.** The Chief Operating Officer in conjunction with the President shall provide budgetary decisions necessary for the operations of the Association between Board meetings in accordance with the approved operating Budget. All decisions will be included in the Chief Operating Officer briefing to the Board of Directors at the next regularly scheduled meeting. Any financial obligations exceeding \$1,000 will be voted by the Board of Directors through the Special Meeting method.



## ARTICLE IX

### Taxes

1. **Status.** Pursuant to the provisions of Missouri Nonprofit Corporations, Chapter 355 RSMo, section 355.025, date 28 August 2009, the Association is established as a nonprofit corporation in the State of Missouri, and shall act and perform to that end, set forth as follows:

2. **Real or Personal Property.** The Association is organized to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefore and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

3. **Internal Revenue Code of 1954.** As defined by the Internal Revenue Code of 1954, Sections 4941(d)/4942/4943(c)/4944/4945(d) or corresponding provisions of any subsequent federal tax laws:

3.1. The Association shall distribute its income for each taxable year as such time and in such manner as not to become subject to tax or undistributed income.

3.2. The Association shall not engage in any act of self-dealing.

3.3. The Association shall not retain any excess business holdings.

3.4. The Association shall not make any investments in such manner as to subject it to tax.

3.5. The Association shall not make any taxable expenditure.

4. **Other Activities.** Notwithstanding any other provision of these bylaws and the Articles of Incorporation, the Association shall not carry on any other activities not permitted to be carried on by an activity:

4.1. Exempt from Federal income tax under Internal Revenue Code 501(c) (3) or the corresponding provision of any future United States Internal Revenue Law.

4.2. Whose contributions are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

## ARTICLE X

### Insurance Coverage

1. **DODI 1000.15.** In accordance with Department of Defense Instruction 1000.15, 23 October 1997, the Association shall:

1.1. **Coverage.** Provide adequate insurance to protect against public liability and property damage claims or other legal actions that may arise as a result of the activities of the Association or one or more of its members acting in its behalf, or the operation of any equipment/apparatus or device under the control and responsibility of the private organization.”

1.2. **Fire and Safety.** Be responsible for ensuring applicable fire and safety regulations, environmental laws, local, state, and Federal tax codes, and any other applicable statutes and regulations are complied within the operation of the private organization.

2. **The Regimental Gift Shop.** The Regimental Gift Shop shall maintain adequate insurance to cover injury, liability, theft, or fire.

3. **Association Employees.** The Association shall provide health, dental, accidental death and dismemberment (AD&D), income disability, and Life Insurance for Association employees.

## ARTICLE XI

### Meetings and Quorums

#### 1. Meetings.

1.1. **Quarterly.** There shall be a minimum of four regular scheduled meetings of the Board of Directors per fiscal year. Meetings shall be scheduled in the first month of each quarter (January, April, July, and October). The meetings shall be conducted at Fort Leonard Wood or a location determined by the President. Board members shall attend meetings unless excused by the President. Board Members who miss two consecutive unexcused meetings may be subject to removal from the Board. Teleconference will count as being present at a meeting if physical presence of a Board member is not possible.

1.2. **Status Report.** At each Board of Directors’ meeting, each Vice President shall deliver their respective status reports concerning the operations and activities of their functional area.

1.3. **Time and Place.** All meetings of the Association shall be held at a time and place announced by the President.

1.4. **Rules of Order.** The rules contained in the current edition of “Roberts’ Rules of Order” shall govern the Association in all cases to which they are

applicable and in which they are not inconsistent with the Articles of Incorporation, these Bylaws, and any special rules of order the Association may adopt. A simple majority vote by the Directors present may suspend the meeting rules.

2. **Quorums.** For the purposes of conducting official business at any meeting of the Board of Directors, a majority of the Board membership must be present in order to constitute a quorum.

## ARTICLE XII

### Regimental Honors

1. **Chemical Corps Regimental Honors.** The Association shall support the Chemical Corps Honors Programs such as Distinguished Member of the Chemical Corps, Hall of Fame Program, Siebert Award Program, and CSM George Murray Leadership Award. By request of the Chemical Corps and with approval of the Board, the Association shall provide appropriate accouterments. The Vice President for Programs shall be the Association POC as requested and required

2. **Association Honors Programs.** The Association established and maintains the Order of the Dragon Programs and the Carol Ann Watson Spouse Award Program. With approval of the Board, the Association shall provide appropriate accouterments. The Vice President for Programs shall be the Association POC as requested and required

## ARTICLE XIII

### Standing Committees

1. As set forth in the Constitution, Standing Committees will be established when the need is determined by the Board of Directors.

2. One permanent Standing Committee is the Executive Committee. The primary function of the Executive Committee is to exercise powers of the Board of Directors that arise between regularly scheduled Board meetings or when it is not practical or feasible for the board to meet. The Executive Committee is governed by the charter as defined by the Board of Directors.

## Article XIV

### Funding Sources

1. **Income.** The Regimental Association shall receive income from the following sources:

1.1. **Membership.** Membership fees provided directly to the Association.

1.2. **Donations.** Donations provided directly to the Association.

1.3. **E-commerce Web Site.** The Association's E-commerce Web Site from membership fees, Regimental accouterments, and merchandise sales.

1.4. **Regimental Gift Shop.** The Association shall operate and maintain a Regimental Store. The Regimental Store is defined as the Association organization that provides a mechanism for the accrual of income and the disbursement of expenditures. The Regimental Store shall be managed by the Association Business Manager under the supervision of the Association Chief Operating Officer. The Regimental Gift Shop and Satellite Mobile Sales. The Regimental Gift Shop shall be managed by the Association Regimental Gift Shop Manager under the supervision of the Chief Operating Officer. The Chief Operating Officer shall provide coordination with the Senior Military Advisor on matters pertaining to volunteers or other issues as deemed necessary.

2. **Expenses, Payroll, and Accounting.** With the oversight of the Chief Operating Officer, the Association Business Manager shall pay expenses, make payroll, and provide accounting.

2.1. **Expenses.** The Association Business Manager shall pay expenses and payroll as required and IAW Association policy and procedures.

2.2. **Deposits.** The Association Business Manager shall make deposits to the Association Account or the Regimental Gift Shop Account as appropriate and in accordance with Association policy and procedures. The Association Business Manager shall make deposit to the Supplemental Museum Mission Support Account IAW Army Regulation and Association policy and procedures.

2.3. **Accounting.** The Association Business Manager shall insure that accounting procedures are affected that clearly define income, expenses, net profit, and assets for the Association and Regimental Gift Shop Accounts.

3. **Policy and Procedures.** The Chief Operating Officer shall establish and maintain Association policy and procedures that define Association fiscal responsibility and accounting for the Regimental Store.

## ARTICLE XV

### Other Programs, Awards and Gifts

1. **Soldier Support.** The Association shall support leadership and academic excellence as displayed by Soldiers attending resident courses at the United States Army CBRN School, Fort Leonard Wood, Missouri and other Chemical Corps sponsored Schools and/or courses. This support shall consist of:

1.1. **Distinguished Graduate Plaques.** Distinguished graduate plaques given to distinguished Honor Graduates of but not limited to Chemical Captain Career

Course (CMC<sup>3</sup>), CMC<sup>3</sup>-RC, Chemical Basic Officer Leadership Course (CBOLC), Senior Leader Course (SLC), Advanced Leader Course (ALC), and OSUT.

1.2. **Honor Graduate Perpetual Plate.** Engraving on the Honor Graduate perpetual plate maintained at the United States Army CBRN School.

1.3. **The Chemical Corps Regimental Writing Competition.** The Association shall allocate funds for award recipients. The distribution of awards shall be \$500 for first place, \$300 for second place, and \$150 for third place.

1.4. **Other.** Other awards as recommended by the any member of the Board and approved by the Board.

2. **Certificates of Appreciation.** The President with the Chief Operating Officer may authorize the purchase and presentation of certificates of appreciation to organizations or individuals providing support or donations to the Association.

3. **Gifts.** The Board of Directors may approve the purchase of gifts to Chemical Soldier and their families, Chemical organizations and units, the Chemical Corps Museum, and initiatives promoting the heritage, history, esprit de corps, image and professionalism of the United States Army or United States Army Chemical Corps. All gifts must be consistent with current ethics guidelines.

## ARTICLE XVI

### Dissolution

1. **Assets.** Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to Federal, State, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of Pulaski County, Missouri in which the principal office of the corporation is located, exclusively for such purposes.

2. **Funds.** If the organization is dissolved, all funds in the treasury at the time shall be used to meet any outstanding debts, liabilities, or obligations. The balance of these assets shall be disposed of as determined by majority vote of the Board of Directors or the membership.

## ARTICLE XVII

### ADOPTION OF BYLAWS

Adopted by the Chemical Corps Regimental Association, Inc., by resolution and written vote 5 April 2010 at Fort Leonard Wood, Missouri.

**ORIGINAL SIGNED**

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LTC(R) Arthur J. Bland  
Chief Operating Officer  
Chemical Corps Regimental Association

**ORIGINAL DATED**

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Date

**ORIGINAL SIGNED**

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LTC(R) Randal L. Kennedy  
President  
Chemical Corps Regimental Association

**ORIGINAL DATED**

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Date