

**BYLAWS:**



## **Association Bylaws**

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## ARTICLE I

- 1: NAME
- 2: ADDRESS
- 3: AUTHORITY

### SECTION 1: NAME

a: The name of this 501(c)(3) non-profit organization will be: "U.S. Army Caisson Platoon Association of Military Horsemen" (USACPAOMH), hereafter referred to in these bylaws as the "Association."

### SECTION 2: ADDRESS

a: The principal office of the Association shall be the address designated by the incumbent President of the Association.

### SECTION 3: AUTHORITY

- a: The Association is established in the commonwealth of Virginia as a 501(c)(3) non-profit organization.
- b: Members are not personally liable if the assets of the Association are insufficient to discharge all liabilities in the event of bankruptcy, insolvency, or dissolution

## ARTICLE II

- 1: FORMATION
- 2: PURPOSE
- 3: RESTRICTIONS
- 4: GOVERNANCE
- 5: TERMINATION AND DISSOLUTION

### SECTION 1: FORMATION

The Association was formed on 7 JANUARY 2022 in the Commonwealth of Virginia by the following Founding Members:

FRANCIS W. DOBRISKY  
BRENT BOUSCHER  
SCOTT SOBATAKA  
MATT BUCKLEY  
CHRISTOPHER TAFFOYA  
JEFF TYREE

AUSTIN M. FLOETER  
PHIL GODFREY

## **SECTION 2: PURPOSE**

- a: To establish a permanent organization that will further develop the common bond existing between all who have served under the lineage of the United States Army Caisson Platoon.
- b: To maintain a close liaison with the current leadership of the United States Army Caisson Platoon.
- c: To gather, record, and preserve the long and prestigious history of the United States Army Caisson Platoon as well as the Soldiers and horses who have served in it.
- d: To educate the general public about the mission of the United States Army Caisson Platoon and its illustrious history.
- e: To provide support and assistance to current and former members of the platoon.
- f: To advocate for the United States Army Caisson Platoon and its members.
- g: To promote activities that perpetuate camaraderie and *esprit de corps* among Caisson members of all eras.

## **SECTION 3: RESTRICTIONS**

- a: Members of the Association shall not engage in activities that dishonor the United States of America, the United States Army, the United States Army Caisson Platoon or this Association.
- b: Members of the Association shall not engage in any activities that imply or specifically relates the Association to any form of public activity without first obtaining approval from the Association.
- c: Members of the Association shall not use membership in the Association as an endorsement or qualification for business or political purposes.
- d: The Association shall not endorse or support any political candidate, party or platform. The Association, as a whole or in part, may use its resources for the improvement of the Association and its mission.
- e: Members of the Association shall not receive compensation, earnings, or other financial benefits from the Association either directly or indirectly through a relative or business affiliation.
- f: Members of the Association shall not expend or receive reimbursement from Association funds for personal travel or entertainment expenses.
- g: Members will not speak disparagingly of other members of the Association or the U.S. Army Caisson Platoon.
- h: Elected officers of this Association shall not simultaneously hold a elected office or be a member of the board of directors of The Old Guard Association (TOGA). This does not prohibit individuals from simultaneously holding membership in both associations or holding elected office in either association as long as those elected positions are held at separate times.
- i: Active duty Soldiers who are currently serving in the Caisson Platoon may not hold elected office in the Association.

j: The foregoing does not preclude the Association from being supportive of United States policy and objectives.

k: The foregoing does not restrict or prohibit members from engaging in activities, which are the constitutional rights of any citizen.

l: Violations of the intent of this section may result in suspension or loss of vested right to membership.

#### **SECTION 4: GOVERNANCE**

a: The Association shall be governed by its Articles of Incorporation, Bylaws and adopted policies.

b: The Association shall use the newest revised edition of Robert's Rules of Order to determine parliamentary procedure.

c: The Association Secretary will ensure that all members of the board have a digital copy of Robert's Rules of Order, Articles of Incorporation, the Association Bylaws and all approved policies. The Secretary will have a copy of each present at all in person Association meetings of the Board of Directors.

d: There are no provisions for suspending any portion or part of these Bylaws. Any changes to these Bylaws require a vote by the Board of Directors and General Membership.

e: Any conflicts in, or ambiguities between the Associations Articles of Incorporation, Bylaws or established policies and Robert's Rules of Order will be judged in favor of the Associations Articles of Incorporation, By-Laws or established policies.

f: Any conflicts in, or ambiguities not covered in these Bylaws will be referred to Robert's Rules of Order for resolution.

g: Any conflicts surfaced in these Bylaws are to be interpreted in favor of the greater majority of the membership, instead of the minority and with prudent consideration for the best interests of the Association and its members being the primary factor controlling all actions under these Bylaws.

#### **SECTION 5: TERMINATION AND DISSOLUTION**

a: Upon termination of the Association, the then current Officers and Directors shall convert all remaining Association assets to cash to; first, resolve any and all debts of the Association; then, to distribute any remainder to another tax-exempt military organization(s) chosen at the discretion of the Board of Directors.

b: Items that could be considered historical in nature will be exempt from immediate conversion.

c: If the Association is the owner of historical items, every effort will be made by the Board of Directors to find a suitable organization to entrust the items to. Attention should first be given to the United States Army Caisson Platoon or the "Old Guard" museum.

d: Historical items in possession of the Association at the time of dissolution that are on loan will be returned to the original owner or their relatives.

### **ARTICLE III**

#### **1: ASSOCIATION MEMBERSHIP**

- 2: CLASSES OF MEMBERSHIP
- 3: TYPES OF MEMBERSHIP
- 4: SUSPENSION AND TERMINATION OF MEMBERSHIP
- 5: DUES
- 6: CORPORATE SPONSORS

### **SECTION 1: ASSOCIATION MEMBERSHIP**

- a: The membership of the Association will be made up of current and former members of the unit as well as individuals and organizations that have an affinity for the association's mission.
- b: Membership in the Association shall be voluntary and open to all eligible persons regardless of race, color, sex, religion, age or national origin.
- c: Individuals meeting the requirements of any class of membership shall complete an application, provide evidence of having served with the unit if required for that class of membership, and pay dues as appropriate to the class of membership applied for. No application will be processed when any of the above steps are incomplete.
- d: The determination for acceptable documentation and proof of current or former Caisson Platoon membership will be determined by the Board of Directors and documented in a policy letter.
- e: The Association Secretary will be the approving authority for Regular, Associate and Legacy membership in accordance with the requirements set by the Board of Directors and these bylaws.
- f: A member of the Association shall be deemed to be in good standing when all registration forms have been approved and all dues have been paid.
- g: The board may, at its discretion, refuse membership to any applicant who, at any time during or after his or her service, brings discredit upon the United States Army, The Caisson Platoon or the Association.
- h: The term "discredit" will be determined by the Board of Directors and documented in a policy letter. The policy letter will clearly state what behavior or circumstances would cause a potential applicant to be refused membership or a current member to have their membership revoked.
- i: All Association members will be given a unique membership number that will not be used or reissued to another member.
- j: The Board of Directors retains the right to add/remove membership classes as well as change the requirements for any membership class that it deems necessary. All approved changes will be documented in a policy letter and posted on the Association's website.

### **SECTION 2: CLASSES OF MEMBERSHIP**

- a: Membership in the Association shall consist of six classes, as follows:

- FOUNDING MEMBER
- CHARTER MEMBER
- REGULAR MEMBER
- ASSOCIATE MEMBER
- LEGACY MEMBER

## HONORARY MEMBER

**1: FOUNDING MEMBER:** A Founding Member is an individual who served honorably or is currently serving as a member of the United States Army Caisson Platoon who took part in the formation of this Association. This title is reserved for members who were involved in creating the original structure of the Association to include; defining the mission, naming the organization, electing the officers, establishing its bylaws, policies and procedures, member benefits, finances, and infrastructure. In recognition of the many hours volunteered and monies committed by this group, all Founding Members will be listed in these Bylaws and on the official Charter/Articles of Incorporation. They will enjoy lifetime membership to the Association at no cost and will be identified as a “(Founding Member)” or “(FM)” accompanying their name on all Association documentation. Founding Members enjoy the full rights and privileges of membership, to include the responsibility and the right to vote on all issues and matters presented to the membership, which include elections of all Board or Directors of the Association and any changes to these Bylaws. Founding Members are eligible and highly encouraged to run for an elected position within the Association.

**2: CHARTER MEMBER:** A Charter Member is a Regular Member who joined the Association between the Association officially filing for its Charter/Articles of Incorporation and 1 MAR 2022. In appreciation, members who join the Association during the “Charter Period” will be afforded a discounted membership rate during that period. Charter Members will be identified as a “(Charter Member)” or “(CM)” accompanying their name on all Association documentation. All Charter Members enjoy the full rights and privileges of membership, to include the responsibility and the right to vote on all issues and matters presented to the membership, which include elections of all Board or Directors of the Association and any changes to these Bylaws. Charter Members are eligible and highly encouraged to run for an elected position within the Association.

**3: REGULAR MEMBER:** Regular membership is afforded to any individual who served honorably or is currently serving as a member of the United States Army Caisson Platoon. All Regular Members enjoy the full rights and privileges of membership, to include the responsibility and the right to vote on all issues and matters presented to the membership, which include elections of all Board or Directors of the Association and any changes to these Bylaws. Regular Members are eligible and highly encouraged to run for an elected position within the Association.

**4: ASSOCIATE MEMBER:** Associate Membership may be granted to any current or former civilian employee of the U.S. Army Caisson Platoon. A spouse, parent, child or sibling of any person who is eligible for regular membership, or any person with a special interest in, or an affinity for, the Caisson Platoon and its mission. Associate Members enjoy all rights and privileges of membership with the exception of the right to vote in the elections of Board Officers and Directors of the Association or on changes to these Bylaws, nor may they hold office on the Board of Directors.

**5: LEGACY MEMBER:** Legacy Membership will be afforded to a surviving family member (spouse, child, parent or relative) of deceased Caisson Platoon Soldiers who served honorably. The family may name



one family descendent for Legacy Membership at no cost. The Legacy Membership is transferrable at any time at the discretion of the designated individual holding said membership or will become available upon their death. Legacy Membership shall be for life or until removed by either the Legacy Member or removed by the Board of Directors. Legacy Members enjoy all rights and privileges of membership with the exception of the right to vote in the elections of Board Officers and Directors of the Association or on changes to these Bylaws, nor may they hold office on the Board of Directors.

**6: HONORARY MEMBER:** Honorary membership may be bestowed upon those individuals whose service, commitment or actions are in the highest traditions and best interest of the U.S. Army Caisson Platoon and this Association. The Board of Directors shall be the approving authority on all Honorary Membership applications. Applications for Honorary Membership can be made at the recommendation of any Association member in good standing. Completed Applications for Honorary Membership will be submitted through the Association Secretary who will record the recommendation and forward it to the Board of Directors for final approval. Honorary Membership may be revoked by the Board of Directors by a two thirds vote. Honorary members are not extended the right to vote on issues and matters presented to the general membership, in the elections of Board Officers and Directors of the Association or on changes to these Bylaws, nor may they hold office on the Board of Directors.

### **SECTION3: TYPES OF MEMBERSHIP**

a: Membership in the Association shall consist of two types, Annual and Lifetime.

**1: ANNUAL MEMBERSHIP:** All Annual Memberships will be for a 12 month period. Annual Memberships will be active from the date membership is approved until the day prior the following year with the exception of active duty Soldiers who are currently assigned to the Caisson Platoon. Annual Memberships for active duty Caisson Soldiers will be good for a 3 year period regardless of when they join as long as they join while they are currently assigned to the Caisson Platoon.

**2: LIFETIME MEMBERSHIP:** Lifetime Membership is a onetime payment that is payable at any time in amounts set forth by the Association and is good for the duration of the member's lifetime.

### **SECTION 4: SUSPENSION AND TERMINATION OF MEMBERSHIP**

a: The name of any member may be stricken from the rolls of the Association.

b: Members may submit a written letter of resignation to the Board of Directors.

c: Members may be terminated upon direction of the Board of Directors based on cause that would warrant refusal of membership to a new applicant. The Board may direct the termination of membership for such cause upon a two-thirds vote and after holding a hearing to which the member is invited, and at which the member and witnesses chosen by the member may present oral or written testimony. Notification of the hearing must be made at least sixty days prior to the hearing, and include the specific allegations of cause.

d: Members will be suspended from membership for a failure to pay annual dues within a 60 day period of due date.

e: Members will be terminated from membership for a failure to pay annual dues for 12 consecutive months.

f: Any member who is suspended for failure to pay dues will not be allowed to participate in any Association functions or events until dues are paid in full or the member has been delinquent for 12 consecutive months at which time their membership will be considered terminated.

g: Members terminated for not paying dues are eligible to rejoin. When they have resubmitted their membership application and paid their dues, they will be reissued their original membership number.

## **SECTION 5: DUES**

a: All membership dues shall be set by the Board of Directors and reviewed on a yearly basis.

b: Annual memberships shall be active for twelve months regardless of when the member joins.

c: Founding and Charter Membership will only be available for those that meet the requirements for Regular Membership and join before or during the Charter Member open enrollment period. Associate, Legacy and Honorary Members will not be eligible.

d: Any member 70 years of age or older will not be required to pay membership dues provided they meet membership requirements for Regular Membership.

e: Initial membership dues will be as follows:

### **1: FOUNDING MEMBER:**

Life Membership Only- No cost to member

### **2: CHARTER MEMBER: (Members who join prior to 1 March 2022)**

Lifetime Membership (Current Caisson Soldiers)- \$150.00

Lifetime Membership (Former Caisson Soldiers)- \$250.00

Annual Membership (Current Caisson Soldiers)- \$35.00 \*Good for 3 years.

Annual Membership (Former Caisson Soldiers)- \$25.00

### **3: REGULAR MEMBER:**

Lifetime Membership (Current Caisson Soldiers)- \$200.00

Lifetime Membership (All other prior Caisson Soldiers)- \$300.00

Annual Membership (Current Caisson Soldiers)- \$40.00 \*Good for 3 years.

Annual Membership (All former Caisson Soldiers)- \$30.00

### **4: ASSOCIATE MEMBER:**

Lifetime Membership- \$400.00

Annual Membership- \$40.00

**5: LEGACY MEMBER:** (One designated family member)

Lifetime Membership Only- No cost to member

**6: HONORARY MEMBER:**

Lifetime Membership Only- No cost to member

#### **SECTION 6: CORPORATE SPONSORSHIP**

**a:** Corporate Sponsorship may be afforded to business entities that wish to support the Association in the form of monetary contributions, services or support which is in the best interest of the Association or its members.

**b:** Corporate Sponsors will not be extended the rights and privileges of voting class membership. Corporate Sponsors will have no voting privileges on any issues or matters of the Association.

**C:** Policies regarding corporate sponsorship will be set by the Board of Directors.

### **ARTICLE IV**

**1: OFFICERS AND OFFICIAL DUTIES**

**2: ELECTED OFFICERS AND DIRECTORS**

**3: APPOINTED OFFICERS**

**4: BOARD OF DIRECTORS**

**5: QUALIFICATION OF BOARD**

**6: VACANCIES**

#### **SECTION 1: OFFICERS AND OFFICIAL DUTIES**

**a:** The Principal Officers of the Association shall be:

PRESIDENT

VICE PRESIDENT

SECRETARY

TREASURER

##### **1: PRESIDENT**

**a:** The President shall be the Chief Executive Officer of the Association and serve as Chairman of both the Board of Directors and Executive Committee and has full Executive authority to administer the association in its day to day business and operations.

**b:** The President will Preside over all Board of Directors, General Membership and Special meetings.

**c:** Will appoint Committee Chairmen as well as other non-elected positions in order to facilitate the functions of the day to day operations of the Association. Appointments require by a simple majority vote of the Board of Directors.

- d: Will nominate replacement officers to the Board Of Directors to fill the unexpected vacancies of any officer who dies, resigns, or is removed. The Board of Directors must concur with the replacement with a 2/3 majority vote, and the tenure will be the remainder of the term of the member being replaced.
- e: Will act as the ambassador of the organization and represent the Association at all functions in which the Association is invited to participate.
- f: Will make presentations on behalf of the Association.
- h: Will preside as host at all Association functions.
- i: Will retain authority to make all official contacts with outside agencies, organizations, officials, and offices.
- j: The President may delegate these authorities as necessary.

## **2: VICE PRESIDENT**

- a: The Vice President will assume duties of the President during his absence, or in the event of his death, incapacity, resignation, or removal.
- b: Is responsible for Programs and Protocol.
- c: Will Chair the Reunion Committee.
- d: Will Chair ad-hoc committees assigned by the President.
- e: Will serve as a non-voting Ex-Officio member of all standing committees.
- f: Will monitor and provide oversight of the Association's budget and spending.
- g: Will perform other duties as directed by the President.

## **3: SECRETARY**

- a: The Secretary is responsible for all administrative functions of the Association.
- b: Will be the recorder of the Associations formal actions and transactions.
- c: Will be the custodian of the Association books and records.
- d: Will be the custodian of the Associations property.
- e: Will develop and maintain official mail and membership rosters.
- f: Will be responsible for the approval of new members and the issuing of membership numbers.
- g: Will Keep the minutes of all meetings of the Association and the Board of Directors.
- h: Will submit a draft copy of the minutes of the previous Board meeting for correction, amendment and approval at each regular Board meeting.
- i: Will be the custodian of the Corporate Seal of the Association and responsible for affixing the Seal to all official documents.
- j: Will preside over meetings in the absence of both the President and Vice President.
- k: Will perform other duties as directed by the President.

## **4: TREASURER**

- a: The Treasurer is the principal finance officer for the Association and the custodian of its funds and securities.
- b: Will maintain the Association bank accounts in accordance with the provisions of this document and all requisite local, state, and national laws pertaining thereto. As such, they will receive, record, deposit, and distribute all Association funds.

- c: Will prepare and issue checks against the Associations accounts.
- d: Will be responsible for the budget and funding of the Association. The Treasurer will provide a proposed annual budget to the Board of Directors for review and approval 30 business days prior to the first Board meeting of the calendar year.
- e: Will recommend changes to Association fiscal policy in a timely manner.
- f: Will provide a quarterly financial report to all members the Association's Board.
- g: Will provide an annual financial report to the membership. The Treasurer shall present a report of the Association's current financial status at each general membership meeting.
- h: The Treasurer shall be responsible for all interactions with the Internal Revenue Service, Virginia Taxing Authority, and State Corporation Commission, including but not limited to correspondence, forms, annual certifications, tax returns, payment of fees, charitable contribution receipts, and all other documents, as applicable.
- i: The Treasurer shall keep an accurate, comprehensive set of Corporate books, accounting for all funds received and disbursed. The books shall be kept up-to-date and available for inspection upon request of any Director.
- j: Will perform other duties as directed by the President.

## **SECTION 2: ELECTED OFFICERS AND DIRECTORS**

- a: Elected Officers and Directors of the Association will consist of the President, Vice President, Secretary, Treasurer and 3 Directors at Large.
- b: All elected officers and Directors at Large will serve 2 year terms.
- c: The President and Vice President may be reelected to a second term but will serve no more than two consecutive terms in their respective positions. A President or Vice President who has served two consecutive terms will be eligible to run again for any elected position after a one year break.
- d: The Secretary and Treasurer of the Association will serve no more than 3 consecutive terms in their respective positions. A Secretary or Treasurer who has served three consecutive terms will be eligible to run again for any elected position after a one year break.
- e: All Directors at Large will only serve one 2 year term in anyone of the three positions.
- f: A Director at Large is immediately eligible to run for President, Vice President, Secretary or Treasurer after serving a one 2 year term as Director but must wait 1 year before running again for a Director position.
- g: An elected officer may be removed from office by the Board of Directors by a 2/3 vote of the entire Board of Directors, whenever, in its judgment, the best interests of the Association would be preserved.

## **SECTION3: APPOINTED OFFICERS**

- a: The Association's appointed Officers will be appointed by the President and serve at their convenience.
- b: The term will be indefinite, but may be terminated at the pleasure of the acting President or by a 2/3 vote of the Board of Directors.
- c: Appointed Officers are not voting members of the Board of Directors.

d: Any of these offices or positions may be held concurrently by a member of the Board of Directors, but should be limited to 1 position only except in unusual circumstances, and then only for a limited period of time.

e: The Association will have a standing appointed officer position for an active duty Caisson Soldier who will act as a liaison between the Caisson Platoon and the Association. The position will be a non-voting position that will focus on bringing current ideas and issues to the attention of the Board.

f: The Caisson Platoon Liaison position will be voluntary and determined solely by the Platoon. This position will have no term limits or time restraints due to the natural changeover of personnel in the platoon.

g: It's recommended that the Platoon's representative be a member of the Association but it's not a requirement.

#### **SECTION 4: BOARD OF DIRECTORS**

a: The Board of Directors shall consist of seven (7) voting members who are elected by the Association's General Membership.

b: The composition of the Board of Directors in order of seniority will be; the President, Vice President, Secretary, Treasurer followed by the three Directors at Large (Director 1, Director 2, Director 3).

c: Directors at Large are not part of the Executive Committee. They represent their fellow members on the Board of Directors as non executive members who do not take part in the day to day operations. They may however, be assigned varying special tasks by the President.

d: The Board of Directors has the responsibilities for managing the affairs of the Association, its direction, program priorities, resource allocations and both financial performance and planning.

e: The Board of Directors is the visionary body for the Association. It is their responsibility to evaluate the needs of the membership, consider the Associations resources and develop the Long Range Plan and the strategy to implement the plan.

f: The Board of Directors will evaluate and approve the programs, priorities and activities of the Association.

g: The Board of Directors will establish the policies to guide the conduct of the Association.

h: The Board of Directors will set the financial benchmarks for the Association and oversee its progress.

i: The Board of Directors will uphold the Articles of Incorporation, Bylaws and policies of the Association.

j: A majority of the authorized number of the Board of Directors shall constitute a quorum for the transaction of business.

k: All Vacancies on the Board of Directors will not be counted towards the authorized number for the purposes of a quorum for example; the Board of Directors is authorized 7 members but there are 2 vacancies. The Board would then be considered to be authorized 5 members so 3 members would constitute a quorum.

#### **SECTION 5: QUALIFICATIONS OF THE BOARD**

a: Officers and Directors at Large of the Association will be Founding, Charter or Regular members in good standing.

**b:** Associate, Legacy and Honorary members will not be Board Members.

**c:** Officers and Directors at Large should poses the following qualities:

**1:** Be highly motivated

**2:** Have Integrity and high ethical standards

**3:** Have sufficient time to devote to Association's business

**4:** Have the ability to oversee the Association's business and affairs

**5:** Willing to comply with the Board's rules and Code of Conduct

**6:** Demonstrated ability to think independently and work collaboratively

## **SECTION 6: VACANCIES**

**a:** Vacancies shall exist upon the death, resignation or removal of an elected Board Member.

**b:** In the event that the office of the President becomes vacant, the Vice President will become President for the remainder of that term.

**c:** In the event there is no Vice President or the Vice President declines the promotion, the Secretary will then be promoted to President and serve for the remainder of that term.

**d:** If there is no Secretary or the Secretary declines the promotion, the Treasurer will then be promoted to President and serve the remainder of that term.

**e:** If the Vice President, Secretary or Treasurer cannot or are unwilling to serve as President then the Board will elect a President from one of the three Directors at Large willing to fill the position of President.

**f:** All other vacancies of elected board members will be filled by appointees of the President. The President will nominate replacement officers and Directors at Large to fill the unexpected vacancies. The Board of Directors must concur with the replacement with a 2/3 vote. The tenure of the replacement will be the remainder of the term of the member being replaced.

**g:** Any Officer or Director that accepts a promotion to President or any member that is nominated to fill a vacancy on the Board of Directors will not have that time counted toward any term limit restriction of that new position.

## **ARTICLE V**

**1: MEETINGS**

**2: VOTING**

**3: ELECTIONS**

**4: COMMITTEES**

### **SECTION 1: MEETINGS**

**a:** The President shall preside over all meetings of the Association's General Membership, Regular and Special meetings.

b: The Secretary, in concert with the members of the Board of Directors, will prepare an agenda for each meeting.

c: The Association may hold remote/virtual regular or special meetings through the use of electronic communications to include any means of communication by which all participants can simultaneously hear each other during the meeting. Directors participating in a meeting by these means are deemed to be “present” and “in person” at the meeting.

d: A General Membership Meeting will be held during the annual reunion.

e: At the annual General Membership Meeting, members present in person shall constitute a quorum. Voting at meetings of the members shall only be by members who are physically present.

f: In the event that the Annual Reunion/General Membership Meeting is not scheduled or is cancelled due to public health warnings, natural disasters or other unforeseen circumstances, the Board of Directors will meet to determine an alternate format for the General Members Meeting that will allow for maximum participation which may include a meeting using some type of electronic communication.

g: The Board of Directors will make every effort to hold 4 scheduled regular meetings yearly in January, April, August and November.

h: Unscheduled or Emergency meetings may be called at any time by the President or at the request of 4 Board members.

i: The standard order of business for meetings:

[Group Name and Purpose of Meeting]

[Meeting date, start time, end time]

[Meeting location]

[Participants]

**1: CALL TO ORDER**

**2: ROLL CALL**

**3: READING AND APPROVAL OF MINUTES (LAST MEETING)**

**4: REPORTS OF OFFICERS**

a: President’s Report

b: Secretary’s Report

c: Treasurer’s Report

**5: REPORTS OF COMMITTEES**

**6: UNFINISHED BUSINESS (IF ANY)**

**7: NEW BUSINESS**

For each item of business, indicate:

Title or topic

Short description

Person responsible

Time allotted

**8: ANNOUNCEMENTS**

**9: ADJOURNMENT**



## **SECTION 2: VOTING**

**a:** Founding, Charter and Regular Members shall have full voting rights and privileges on any and all issues presented to the Association to include changes to the bylaws and the election of Association Officers and Directors.

**b:** Associate and Legacy Members are afforded the privilege of voting on questions brought up before the general membership with the exception of changes to the bylaws and voting in the election of Association Officers and Directors.

**c:** Honorary Members have no voting privileges in the Association.

**d:** All eligible voters in good standing will have one vote each.

**e:** Absentee ballots and proxy voting are not authorized in any voting matter.

**f:** Voting by the Board of Directors on all matters not concerning changes to these Bylaws, Appointment of replacement Board members or revocation of membership, a simple majority is deemed sufficient to carry a vote.

**g:** A simple majority vote is considered to be one vote more than half the members present provided a quorum is met.

**h:** Voting may be preceded by information and/or debate regarding the issues being voted on and will be limited to five minutes per individual.

**i:** Voting by the Board of Directors on replacement Board members will require a 2/3 majority vote to pass.

**j:** Voting by the Board of Directors on revocation of membership will be preceded by debate and require a 2/3 majority vote to pass. Prior to debate and a vote, the member will be afforded a hearing as outlined in Article III, SECTION 4 of these Bylaws.

**k:** Voting by the Board of Directors on changes to these Bylaws will be preceded by debate and require a 2/3 majority vote to pass. If the vote is in favor of changing the Bylaws, the Board will then submit through the Secretary, the proposed changes to all members of the general membership who are authorized to vote on changes to the Bylaws.

**l:** The Board of Directors will determine if the general membership vote will be done by electronic communication or in person at the Annual Membership Meeting in which case the proposed changes will be emailed to all eligible members prior to the meeting.

**m:** A 2/3 majority is necessary to change these Bylaws. A 2/3 vote is considered to be 66.6% of all votes cast whether the vote is done by electronic communications or in person. The non-submission of a ballot or non-replying votes will be considered as an Abstain vote and will not count against the overall vote count.

## **SECTION 3: ELECTIONS**

**a:** The President shall appoint an Elections Officer who will be authorized 2 members to assist them on the elections team no later than the January business meeting.

**b:** At that time, the President will also inform the Elections Officer of all positions up for election as well as any vacant or appointed positions that need to be filled.

- c: The Elections Officer will work in coordination with the Association Secretary to send out an Association wide request for members interested in running for office or being appointed to an open position.
- d: Any and all eligible members in good standing may run for elected office or fill a vacant position. There is no limit to the number of members who may submit.
- e: The Elections Officer in coordination with the Association Secretary will ensure that all members submitting to fill a vacant or appointed position are eligible. The Elections Officer will then immediately return the list of members to the President so that those vacancies can be filled quickly.
- f: The Elections Officer in coordination with the Association Secretary will ensure that all members who wish to run for elected office are eligible. They will then compile a list names categorized by position and forwarded it to all members of the Board of Directors.
- g: The Board of Directors will approve the final list of candidates.
- h: When the final list is approved, the Elections Officer in coordination with the Association Secretary will send a ballot with the final slate of candidates to the voting membership by electronic mail. Any members identified as not having an electronic mail addresses will be sent a ballot by regular mail.
- i: Write In candidates are not allowed.
- j: The Elections Team in coordination with the Association Secretary will receive all returned ballots.
- k: The Elections Team will then tally the votes and verify the final count. The Election Team will create final vote report that will include the total number of eligible members and the number of members that voted.
- l: The winner of the President, Vice President, Secretary and Treasurer seats will be determined by the Association member who receives a plurality of the votes.
- m: The winners of the 3 Director at Large seats will be the Association members who receive 3 largest vote totals. The member who receives the most votes will be declared Director 1. The next highest vote getter will be Director 2 followed by the third highest vote getter being declared Director 3.
- n: The Elections Officer will then forward that report to the all members of the Board of Directors.
- o: The Board of Directors will approve the final vote and announce the results at the General Members Meeting during the Associations Reunion.
- p: The winning candidates will then be considered to be President (ELECT), Vice President (ELECT), Secretary (ELECT), Treasurer (ELECT), Director 1 (ELECT), Director 2 (ELECT) and Director 3 (ELECT).
- q: The newly elected officers and directors term of office will official start on 1 January of the following year.
- r: The time between the results of the election being announced and 1 January will be considered a “transition period”. The outgoing Officers and Directors will make every effort to ensure that the incoming members are well prepared and understand the responsibilities of the position.

#### **SECTION 4: COMMITTEES**

- a: The President, subject to the approval of the Board of Directors by a simple majority vote, will appoint members from the Board of Directors or the general membership as Committee Chairmen. The committees may be standing or temporary at the discretion of the President.

b: All Committee Chairmen will be given, in writing, a clear description of the committees objective and timeline.

## ARTICLE VI

1: FUNDING

2: FINANCES

3: FINANCIAL ACCOUNTABILITY

4: FISCAL YEAR

### SECTION 1: FUNDING

a: Association funds shall be all funds derived from dues, donations, grants, sponsors, interest and other such sources as may be approved by the Board of Directors.

### SECTION 2: FINANCES

a: The guiding principle for the Board of Directors is to ensure the financial integrity of the Association. Accomplishment of that principle will be done through preserving capital, ensuring the budget is balanced each year and accumulating sufficient funds to meet annual expenditures.

b: All accounts will be in the name of: U.S. ARMY CAISSON PLATOON ASSOCIATION OF MILITARY HORSEMEN and shall be insured by the FDIC.

c: A General Operating Fund will be established and maintained by the Treasurer of the Association.

d: Daily operating expenses of the Association will be met through the General Operating Fund. This fund will be monitored by the Association Vice President and/or a Budget Committee.

e: A Reunion Operating Fund will be established and maintained by the Treasurer of the Association. This fund will be administered by the Vice President, through the Treasurer. Payments may be advanced to the Vice President/Reunion Chairman upon presentation of justifiable expenses and bills. This fund will be monitored by the President and/or a Budget Committee.

f: An interest-bearing savings account will be used to provide and maintain a reserve for the Association to meet contingencies.

g: Non budgeted expenditures of up to \$1,500 can be approved by the President or Vice President. Expenditures greater than \$1,500 must be approved by the Board of Directors.

h: Requests for reimbursement expenses require written approval from the President or Vice President and will be for no more than \$1,500 per request. Additional reimbursement requests require an additional approval. Reimbursements requests greater than \$1,500 must be approved by the Board of Directors.

i: No reimbursement request will be paid by the Association unless the request has been approved and is accompanied by supporting documentation of payment to vendors.

j: Reimbursement of expenses will only be approved for officers, directors, committee chairmen or association staff that are required to pay vendors in a timely manner when funds haven't already been allocated in the yearly budget.

**k:** All requests for reimbursement will be free from any potential conflicts of interest. No person requesting reimbursement will personally gain from their request.

### **SECTION 3: FINANCIAL ACCOUNTABILITY**

**a:** The Treasurer will make available to the General Membership, a simple to read financial report at the General Membership Meeting during the Annual Reunion.

**b:** The Treasurer will present a “Financial State of the Association” at the General Membership meeting.

**c:** The Treasurer will provide the Board of Directors with copies of a simple to read financial report quarterly by electronic communication. Any items listed under miscellaneous will be described in full in an enclosure, annex, or tab to the report.

**d:** The Treasurer will establish accounts into which all receipts will be deposited promptly.

**e:** The Treasurer will organize procedures for the authentication of all checks drawn against the Association's accounts or funds, or the transfer of any assets from one account or fund to another.

**f:** The Treasurer will ensure that the President, Vice-President and Secretary are also registered as signatories on all Association accounts.

**g:** The Treasurer will assist the Secretary with all required financial reporting to State and Federal agencies.

### **SECTION 4: FISCAL YEAR**

**a:** The fiscal year of the Corporation shall coincide with the calendar year, beginning on 1 January and ending on 31 December.

## **ARTICLE VII**

1: POLICIES

2: AWARDS

3: REUNIONS

### **SECTION 1: POLICIES**

**a:** Policies will be created to provide guidance for situations that are not covered by the Articles of Incorporation or Bylaws.

**b:** Policies will be submitted in writing to be approved by the Board of Directors before implementation.

**c:** Approved policies will be posted on the Association’s website.

### **SECTION 2: AWARDS**

**a:** The Association will establish and administer a robust Awards Program.

**b:** The purpose of the Awards Program is to recognize the achievements and service of active duty members of the Caisson Platoon as well as members of the Association.

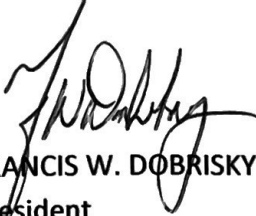
- c: The Association will act as the agent for other organizations and entities in selecting candidates from the Association for honors or awards.
- d: Association Awards will only be given to current members in good standing.
- e: The Association will have specific awards that recognize the achievements of Soldiers in the Caisson Platoon even if they are not members of the Association.
- f: A historical record will be kept of all awards given out by the Association.

**SECTION 3: REUNIONS**

- a: The date and time of the Annual Reunion will be set by the Board of Directors.
- b: The Association's Annual Membership Meeting will be held during the annual reunion.
- c: The Association Vice President will be the Chairman of the Reunion Committee.

Certified Board Approval:

DATE: 5 February 2022

  
FRANCIS W. DOBRISKY  
President

