BYLAWS ANNAPOLIS BRANCH 24

FLEET RESERVE ASSOCIATION

AMENDED FEBRUARY 2024



FRA Annapolis Branch 24





BRANCH 24, FRA, BYLAWS

Table of Contents Record of Changes Article 1 Article 1, Section 101 Article 1, Section 102 Article 2 Article 2, Section 201 Article 3 Article 3, Section 301 Article 3, Section 302 Article 4 Article 4, Section 401 Article 4, Section 402 Article 4, Section 403 Article 5, Section 501 Article 6 Article 6, Section 601 Article 6, Section 601(a) Article 6, Section 601(b) Article 6, Section 602 Article 6, Section 603 Article 6, Section 603(a) Article 6, Section 603(b) Article 6, Section 603(c) Article 7 Article 7, Section 701 Article 7, Section 702 Article 7, Section 703 Article 7, Section 704 Article 7, Section 705 Article 7, Section 706 Article 7, Section 707 Article 8 Article 8, Section 801 Article 8, Section 802 Article 8, Section 803 Article 8, Section 804 Article 8, Section 805 Article 8, Section 806 Article 9 Article 9, Section 901 Article 9, Section 901(a) Article 9, Section 902 Article 9, Section 903 Article 9, Section 904 Article 9, Section 905 Article 9, Section 906

	page 1
	page 3
Name	page 3
Name	page 4
Meeting Place	page 4
Objectives	page 4
Objectives	page 4
Membership	page 4
Membership	page 4
Member in Good Standing	page 4
Dues	page 5
Member Dues	page 5
Continuous Membership	page 5
Recruitment Incentives	page 5
Discipline & Jurisdiction	page 5
Branch Officers	page 5
Elected Officers	page 5
Board of Directors (BOD)	page 6
BOD Special Election	page 6
Secretary/Treasurer	page 6
Duties	page 6
Junior Past President	page 6
Vacancy, Branch Officer	page 6
Vacancy, Junior Past President	page 6
Branch Meetings	page 7
Time and Place	page 7
Virtual Branch	page 7
Meeting	page 7
Quorum Parliamentary Authority	page 7
Special Meetings	page 7
Boat Show Meeting Date	page 7
Meeting Minutes	page 7
Board of Directors (BOD)	page 8
Time and Place	page 8
Quorum	page 8
Emergency Actions	page 8
Special Meetings	page 8
Privilege of the Floor	page 8
Removal from Office	page 8
Standing Committees	page 9
Committee Appointments	page 9
Board of Governors	page 9
Special Committees	page 9
Committee Meetings	page 9
Committee Suspensions	page 10
Special Appointments Parliamentarian	page 10
Fanlamentanan	page 10

Artisla O. Osstian 007		
Article 9, Section 907	CLC Representative	page 10
Article 10	Branch Finances	page 10
Article 10, Section 1001	Annual Budget	page 10
Article 10, Section 1002	Mandatory Expenses	page 10
Article 10, Section 1002(a)	Approved Committee Funding	page 10
Article 10, Section 1002(b)	Over Expenditure Reimbursement	page 11
Article 10, Section 1003	Petty Cash	page 11
Article 10, Section 1004	Treasurer's Report	page 11
Article 10, Section 1004(a)	Record of Expenses	page 11
Article 10, Section 1005	Check Signing	page 11
Article 10, Section 1006	Cleared Funds	page 12
Article 10, Section 1007	Withdrawal of Savings Interest	page 12
Article 10, Section 1008	Committee Expenditures	page 12
Article 10, Section 1009	Payment of Bills	page 12
Article 10, Section 1010	Advances	page 12
Article 10, Section 1011	Member Financial Obligation	page 12
Article 10, Section 1012	President's Allowance	page 12
Article 10, Section 1012	Audits	page 12
Article 11	Branch Elections	page 12
Article 11, Section 1101	Conduct of Elections	page 12
Article 11, Section 1102	Proxies	page 12
Article 11, Section 1103	Branch Officer's Report	page 13
Article 12	Amendments	page 13
Article 12, Section 1201	Submission, Written	page 13
Article 12, Section 1201(a)	Submission, from the Floor	page 13
Article 12, Section 1202	Approved Amendments	page 13
Article 12, Section 1203	Biennial Review	page 13
Article 13	Miscellaneous	page 14
Article 13, Section 1301	Ladies Auxiliary	page 14
Article 13, Section 1301(a)	Liaison with Unit	page 14
Article 13, Section 1302	Fleet Reserve Club (FRC)	page 14
Article 13, Section 1302(a)	FRC Incorporation	page 14
Article 13, Section 1302(b)	Board of Governors (BOG)	page 14
Article 13, Section 1302(c)	Nominations	page 14
Article 13, Section 1302(d)	Corporate Body	page 14
Article 13, Section 1302(e)	Responsibility to the Branch	page 14
Article 13, Section 1302(f)	FRC Bylaws	page 14
Article 13, Section 1302(f) Article 13, Section 1302(g)	Quarterly Corporate Meetings	page 14 page 15
Article 13, Section 1302(g) Article 13, Section 1302(h)	Non-member Authority	
Article 13, Section 1302(i)	-	page 15
Article 13, Section 1302(i) Article 13, Section 1302(j)	Membership BOG/BOD	page 15
	FRA Required Notice Arbitration Committee	page 15
Article 13, Section 1303		page 15
Article 13, Section 1303(a)	Membership	page 16
Article 13, Section 1303(b)	Procedure	page 16
Article 13, Section 1303(c)	Meetings	page 16
Article 13, Section 1303(d)	Deliberation	page 16
Article 13, Section 1303(e)	Decision	page 17
Certificate of Adoption		page 18

Record of Changes

- 1) Updates Section 1303, dated 13 January 2009, approved by 2/3 majority at the 13 January 2009 regularly scheduled meeting, a quorum being present.
- Updates Section 602, 603(a), 1302 and 1302(c) and adds new Section 1203. Changes approved by a 2/3 majority at the 14 April 2009 regularly scheduled meeting, a quorum being present.
- Updates Sections; 102, 301, 302, 601, 601, 602, 603, 702, 706, 801, 901, 903, 905, 1101, 1201, 1202, 1203, 1302, 1302(b), and adds new Section 601(b). Changes approved by a 2/3 majority at the 12 January 2010 meeting, a quorum being present.
- 4) Updates Sections 603, 901, 902, 1001, 1302(b) and adds Section what causes 1301 (a). Changes approved by a 2/3 majority at the 10 January 2012 meeting, a quorum being present.
- 5) Adds Sections 603(b) and 603(c), procedure for fleeting up of Branch Officers.
- 6) Amends Sections 102, 603, 901, 905. Changes approved by a 2/3 majority at the 10 January 2017 meeting, a quorum being present.
- 7) Amends Sections 301, 705, 1302(d), 1302(g). Changes approved by a unanimous vote at the 11 August 2020 meeting, a quorum being present.
- Amends Sections 701, 702, 801, 902(a), 1002, 1002(a), 1002(b), 1004, 1006.
 Changes approved at the March 8, 2022 meeting by a 2/3 majority vote, a quorum being present.
- 9) Amends Sections 301. Changes approved at the FEBRUARY 2024 meeting by a 2/3 majority vote, a quorum being present.

Annapolis Branch 24 Fleet Reserve Association

BYLAWS AND STANDING RULES

Amended, March 8, 2022

Supplementing the Constitution and Bylaws (C&BL) of the Fleet Reserve Association (FRA) and pursuant to Article 12 there-of, the following Bylaws and Standing Rules are adopted for Annapolis, Branch 24, Fleet Reserve Association.

Article 1

NAME

Section 101, The name of this organization shall be: Annapolis Branch 24, FRA.

Section 102, The meeting place, and Branch offices shall be located at the Branch 24 Home, 100 Compromise Street, Annapolis, Maryland, 21401. Phone: 1-667-803-0838; Web address, <u>www.fra24.org</u>; Secretary/Treasurer email address: <u>FRABranch24@gmail.com</u>.

Article 2

OBJECTIVES

Section 201, The objectives of Branch 24 are as promulgated in Article 2 of the current FRA Constitution and Bylaws (C&BL).

Article 3

MEMBERSHIP

Section 301, Branch 24 membership eligibility shall be in accordance with Article 3 of the current FRA C&BL and shall be confirmed by a competent authority **the Branch Secretary** by physically sighting an active duty or retired ID card or DD-214 showing **enlisted** service in the U.S. Navy, Marine Corps or Coast Guard.

Section 302, A member in good standing is defined as a member, whose dues are paid up to date and who possesses an up-to-date FRA membership card.

DUES

Section 401, Branch 24 membership dues shall be in accordance with Article 4 of the current FRA C&BL.

Section 402, Any member of Branch 24, who reaches forty (40) years of continuous membership in the FRA, shall have his/her annual dues paid for by Branch 24. To qualify for this benefit, the member must have been a continuous member of Branch 24 for the preceding five (5) years and must submit his/her dues notice to the Branch Secretary Treasurer in a timely manner for payment.

Section 403, Any member of Branch 24, who recruits ten (10) or more new or reinstated members in a fiscal year, shall be awarded one (1) years dues paid for by Branch 24.

Article 5

DISCIPLINE AND JURISDICTION

Section 501, Discipline and Jurisdiction shall be in accordance with Article 5 of the current FRA C&BL.

Article 6

BRANCH OFFICERS

Section 601, Branch 24 shall elect the following officers on an annual basis unless otherwise stated in these bylaws:

- 1. President
- 2. First Vice President
- 3. Second Vice President
- 4. Secretary/Treasurer
- 5. Board of Directors (BOD)

Section 601(a), The BOD shall consist of a minimum of five (5) to a maximum of fifteen (15) voting members in good standing of Branch 24 plus the Branch President, First and Second Vice President, Secretary/Treasurer and Junior Past President. Chairmen of all standing committees are ex-officio, non-voting, members of the BOD.

Section 601(b), Should the Branch BOD not be elected to full strength at the annual May elections and the elected BOD membership determines that a full 15 voting member BOD is required to competently run the Branch, a special election may be held, at the discretion of the Branch President, to fill the unfilled BOD chairs at any time during the Branch year. These positions shall only be for the remainder of the Branch year and must be re-elected at the next regular Branch election of officers in compliance with Article 601.

Section 602, Branch 24 shall elect a Secretary/Treasurer for a two (2) year term in years whose last two digits are evenly divisible by two (2), to assure continuity in office.

Section 603, Duties of Branch Officers and Committees shall be consistent with the duties of National Officers holding similar offices in compliance with Article 12 of the current FRA C&BL, supplemented by the directions found in the *Branch 24, FRA, Operations Guide*, found in the Branch Secretary/Treasurer's office and online at <u>www.fra24.org</u>.

Section 603(a), The Junior Past President is defined as, "the living person most recently serving in the position of Branch 24 President, who was replaced at the annual election of officers or voluntarily left that office, for reasons other than disciplinary, after serving six (6) months or more in that office". He/she shall assume the office of Junior Past President upon installation of new officers at the June Branch 24 meeting following his/her leaving office.

Section 603(b) Should the office of Branch President or First Vice President become vacant during the Branch year, the First or Second Vice President shall automatically fleet up into the appropriate vacant office. Should the office of Second Vice President become vacant during the Branch year, a replacement may be selected by the Branch Board of Directors to fulfill the vacant position for the remainder of the Branch year, subject to ratification by the Branch body at the next regular meeting. Should the vacancy occur after the middle of the Branch year, the position may remain vacant until the next election of officers at the discretion of the Branch Board of Directors.

Section 603(c) Should the position of Junior Past President become vacant due to death or his/her moving out of the physical area and being unable to perform said duties, the Junior Past President from the preceding year shall fill in for the remainder of the Branch year.

BRANCH MEETINGS

Section 701, Except as noted in section 702 and 706 below, Branch 24 shall hold a monthly meeting, at the Branch home, 100 Compromise Street, Annapolis, Maryland, on the second Tuesday of each month. The time of the Branch meeting will be in accordance with the current approved Branch standing rules.

Section 702, When it is difficult to hold a Branch meeting as directed in Section 701, then a virtual meeting will be conducted. The virtual meeting will be organized and scheduled by the Branch Secretary as directed by the Branch President. The Branch Secretary shall, via email, notify the Branch membership of any virtual meeting at least 48 hours in advance of the meeting being convened.

Section 703, A quorum for Branch meetings shall consist of twenty (20) members in good standing. No Branch business may be conducted unless a quorum is present

Section 704, Branch meetings shall be conducted in compliance with the appropriate sections of the current FRA C&BL. In the event of parliamentary questions not covered by these Bylaws and Rules or the FRA C&BL, Robert's Rules of Order, current edition, shall be the governing document.

Section 705, A special meeting of Branch 24 may be called by the Branch President or upon written request of at least twenty (20) Branch 24 members in good standing, for the resolution of specific items that, by virtue of their importance, cannot wait until the next scheduled meeting. All Branch 24 members in good standing in the general area (defined as a twenty-five (25) mile radius of downtown Annapolis) shall be notified of the special meeting and the topic there-of, at least twenty-four (24) hours in advance of the meeting. Ideally, a special mailing will be sent if time allows, otherwise the phone chain tree (Standing Rule-8), or gang email and notification on the Branch 24 website, www.fra24.org, shall be utilized.

Section 706, The October Branch meeting usually falls during the period that the Branch home/club is involved in the Annapolis Boat Show. Holding the Branch meeting at the club during the Boat Show period historically presents a problem with parking and attendance. The Branch BOD is empowered to change the date and/or location of the October meeting to conform to the requirement of FRA, C&BL, Section 1214, which requires a Branch meeting at least once a month. Any change to the October meeting location or time must be decided on, ratified by the Branch, and promulgated to the membership and the East Coast Regional President no later than the September regularly scheduled meeting.

Section 707, Detailed minutes of all Branch meetings shall be kept by the Branch 24 Secretary/Treasurer. These minutes shall be packaged with audit reports, committee minutes and any other historical data in an Annual Branch Meeting Minute file for historical reference and kept indefinitely.

BRANCH BOARD OF DIRECTORS

Section 801, The Branch Board of Directors (BOD) shall meet at the Branch home the first Tuesday of each month. The time of the BOD meeting will be in accordance with the current approved Branch standing rules. When it is impossible or impractical to hold an in-person meeting a virtual meeting will be held. Notice of a virtual meeting shall be sent to all BOD members and committee chairmen in a timely manner.

Section 802, A simple majority, one half plus one $(\frac{1}{2} + 1)$ of the total elected membership of the BOD shall constitute a quorum.

Section 803, In case of emergencies arising between Branch meetings, the BOD shall have the authority to act in the best interests of the Branch and the FRA. Any such action shall be subject to ratification by the Branch Members at the next regular Branch meeting.

Section 804, A special BOD meeting may be called by the Branch President or by written request of a simple majority of the membership of the BOD. Each member of the BOD shall be notified of the special meeting and the topic there-of at least twenty-four (24) hours in advance of the meeting. Should twenty-four (24) hour notice not be possible, the special meeting may be held if three fourths (3/4) of the BOD membership are present. A conference call meeting may be called by the Branch President should an emergency arise that, due to time constraints, prohibits the call for a special meeting. Email meetings shall never be conducted.

Section 805, Branch members in good standing may have access to any BOD meeting. They may be given the privilege of the floor by the presiding officer but shall not have a vote.

Section 806, Any member of the BOD who willfully misses three (3) consecutive BOD meetings, will be subject to removal from office by a two thirds (2/3) vote of the BOD, in accordance with the provisions of article five (5) of the current FRA C&BL. Should any BOD member choose to resign from the BOD for any reason, the resignation shall be made in writing to the Branch President and approved by a simple majority of the total elected membership of the BOD. Any office vacated by this section shall be filled by a Branch member in good standing, appointed by the Branch 24 President at the Branch meeting following the vacancy.

STANDING COMMITTEES

Section 901, The Branch President shall appoint the following standing committees.

NOTE: The first member appointed shall be the Chairman. Robert's Rules of Order specifies that the term Chairman is gender neutral, therefore, all chairmen of committees shall be addressed as "Shipmate Chairman."

- 1. Committee on Adopt-a-Highway
- 2. Committee on Americanism-Patriotism
- 3. Committee on Audit, Budget, and Finance
- 4. Committee on Bylaws and Rules
- 5. Committee on Hospitals, Welfare and Rehabilitation
- 6. Committee on Legislative Service
- 7. Committee on Membership and Retention
- 8. Committee on Public Relations
- 9. Committee on Youth Activities
- 10. Committee on Veteran's Service
- 11. Special Committees

Section 901(a), The Branch President shall assure the Chairman of the BOG of the Fleet Reserve Club conducts a corporate meeting in the month of December. The December corporate meeting will be held primarily for the purpose of electing replacement members for the four expiring terms on the board of governors. Elections will be held in accordance with the latest approved version of the Fleet Reserve Club bylaws. The shipmates elected to serve on the Board of Governors of the Fleet Reserve Club, shall do so in compliance with Section 1302 of these bylaws and rules and Section 1226 of the FRA C&BL.

Section 902, The Branch President may appoint special committees and/or boards, as he/she deems necessary. The first Shipmate appointed to a special committee/board shall be the Chairman. Special committees shall be disestablished when their purpose has been served and the final report has been presented to the Branch membership.

Section 903, Each committee shall assemble at such time as its duties require and at the call of the chairman. Committee chairmen are responsible for the keeping of minutes of all committee meetings. These minutes shall be submitted to the Branch 24 Secretary/Treasurer prior to the next Branch meeting following the committee meeting and shall be maintained in the official Branch minutes file for historical purposes.

Section 904, The BOD shall have the authority to suspend/disestablish any committee or board, appointed by the Branch President or elected from the floor, for conduct bringing discredit to Branch 24 and the FRA. Such action shall be ratified by the Branch at the meeting immediately following such action.

Section 905, The Branch President shall appoint a Master at Arms, a Chaplain, a Branch Webmaster, and a Two Bell Ceremony Bell Toller to perform duties in accordance with the provisions of Article 12 of the current FRA C&BL as amplified by the "Branch 24, FRA, Duties of Officers and Committees", maintained in the Branch Secretary Treasurer's office and online at www.fra24.org.

Section 906, The Branch President may appoint a Parliamentarian to advise him/her in the conduct of meetings and in other matters requiring parliamentary guidance.

Section 907, The Branch President shall appoint one primary and one alternate Branch 24 Representative to the Capital Area Central Liaison Committee (CLC). The names of the appointees shall be reported to the CLC Chairman in writing, no later than the October CLC meeting.

Article 10

BRANCH FINANCES

Section 1001, The Committee on Audit, Budget & Finance shall prepare an annual Branch Fiscal year (1 July - 30 June) operating line-item budget for submission at the April BOD meeting. After consideration and recommendations by the BOD, the budget shall be presented to the Branch membership at the April Branch meeting for consideration and approval at the May meeting.

Section 1002, Certain items considered as mandatory expenses for routine operation of the Branch shall be noted line items in the budget and marked with an asterisk (*). Noted line items in the budget marked with an asterisk (*) need no further vote of approval once the overall budget is approved.

Section 1002(a) Committee chairmen requesting budgeted and approved funds to perform their assigned tasks, may receive funds in advance. All advanced funds disbursements shall be signed for by the committee chairman and the Branch treasurer. Upon completion of assigned task receipts for all expenditures and any unused funds must be returned to the Branch Treasurer. Copies of all expenditures and receipts shall be maintained by each committee chairman.

Section 1002(b) Reimbursement requests for any identified over expenditure of funds must be in writing and supported with written receipts. Payment of any over expenditure shall be done only after a majority vote of approval by the shipmates in attendance at a regular meeting, a quorum being present.

Section 1003, The Branch Secretary/Treasurer is authorized to maintain a petty cash fund of \$100.00 for the purpose of handling miscellaneous Branch expenses. All expenses will be justified, and a receipt, canceled check or other record of the transaction will be maintained by the Branch 24 Secretary/Treasurer until the annual audit is completed.

Section 1004: The Branch Secretary/Treasurer will provide a written Treasurer's Report for the previous month's receipts and expenditures at each monthly Branch Meeting. The monthly Treasurer's Report shall contain the following information:

- 1. Closing balances from the previous month's Treasurer's report which has been reported and accepted by the Branch members.
- 2. A listing of all receipts and amounts collected since the last accepted Treasurer's Report.
- 3. A listing of all disbursements and amounts paid since the last accepted Treasurer's Report.
- 4. A current listing of all Branch Accounts and updated balances in each Bank / Investment account.
- 5. An updated reconciliation for each account showing Outstanding Checks, Deposits in Transit, and any adjusting entries if applicable.

Section 1004(a) The Branch Secretary/Treasurer shall keep accurate records of all monies received and expended from the Branch's accounts by committees authorized to expend Branch funds in accordance with the Branch Budget. The records will be reviewed and approved on a quarterly basis by the Committee on Audit, Budget, and Finance. The report of the review will be reported to the Branch Membership at the following normal Branch meeting. All quarterly and annual audit review findings shall be maintained in the Annual Branch Meeting File referenced in Section 706 of the bylaws.

Section 1005, All checks drawn against the Branch checking account and all withdrawals from the Branch savings account shall be approved and signed by the Branch President and Secretary/Treasurer (principals). The Branch First or Second Vice President may sign in lieu of either, if one of the principals is unavailable. However, one principal must always sign in all cases. These elected officers shall, within one week of installation, provide proper signature cards to the bank.

Section 1006, The Branch Secretary/Treasurer shall clear the Branch checking account of funds more than \$15,000.00. Cleared funds shall be deposited in an interest-bearing account by month's end.

Section 1007, Only funds in excess of the principal may be withdrawn from the Branch savings account without two thirds (2/3) approval of the members in good standing at a regular Branch meeting.

Section 1008, Committee Chairmen shall present all bills incurred in the performance of their duties to the Secretary/Treasurer no later than 30 days after receipt of said bills. These receipts shall be kept by the Secretary/Treasurer until the annual audit is completed.

Section 1009, The Secretary/Treasurer shall pay all authorized bills by check immediately on receipt.

Section 1010, A sum of money which exceeds the budgeted line-item amount may be advanced to a Chairman of any committee only by a majority vote of Branch members in good standing at a regular Branch meeting.

Section 1011, No Branch 24 member shall contract any service or financial obligation in the name of Branch 24 for any purpose whatsoever, without a majority vote of members in good standing at a regular Branch meeting.

Section 1012, The Branch President shall receive a \$500.00 annual allowance to utilize at his/her discretion to promote morale of the members.

Section 1013, The Committee on Audit, Budget, and Finance shall conduct a thorough audit of all Branch 24 finances at least quarterly and in particular, prior to the annual installation of Branch 24 Officers, to assure that the books are correct and up to date for the new Branch year.

Article 11

BRANCH ELECTIONS

Section 1101, Branch elections shall be held in accordance with Article 12 of the current FRA C&BL. Nominations for Branch office shall be opened and a Nominating Committee shall be appointed by the Branch President at the April Branch meeting. The Nominating Committee shall screen potential candidates for eligibility in accordance with Branch 24 Standing Rule 12. The approved list of candidates for office shall be presented at the May Branch meeting, Qualified nominations from the floor accepted and the election of officers held. Installation of elected officers shall be held in June.

Section 1102, There shall be no proxy voting at any Branch 24 elections.

Section 1103, On completion of Branch elections, the Branch Officer's Report Shall be submitted to FRA National Headquarters and the East Coast Regional President in accordance with the provisions of Section 12 of the current FRA C&BL. It is the Branch Secretary/Treasurer's duty to comply with this section within five (5) working days of the election of officers.

Article 12

AMENDMENTS

Section 1201, Proposed amendments to these Bylaws shall be submitted to the Bylaws and Rules Committee Chairman in writing or by email for review via the Branch Secretary/Treasurer. Proposed amendment changes will be acknowledged by the Chairman, in writing or by email within five (5) working days of receipt by the committee. They will be screened for content by the Bylaws Committee. Should a proposed bylaws amendment be rejected, it will be returned to the proposing Branch member with the reasons for rejection in writing or by email, copy to the Branch Secretary/Treasurer. If accepted, it will be presented to the Branch meeting held in one month, then read, debated, and acted upon at the subsequent regular monthly meeting of the Branch, with no less than a two thirds (2/3) favorable vote for adoption.

Section 1201(a), Amendments to these bylaws made from the floor during a Branch meeting shall be discussed during that meeting. The proposed amendment shall then be promulgated to the Branch membership in the Branch Log and/or on Branch website, www.fra24.org the month following its initial discussion. The amendment shall be brought back to the floor at the subsequent meeting, debated and acted upon by the Branch with no less than a two thirds (2/3) favorable vote for adoption. Should questions regarding the proposed amendment arise, the proposed amendment shall be referred to the Bylaws Committee for review and action as directed in Section 1201 of these bylaws.

Section 1202, Approved amendments to these Bylaws shall take effect the first day of the month following adoption and be promulgated to the Branch membership via the Branch Log and/or the Branch website, www.fra24.org the month following approval.

Section 1203, Biennial Review. The Branch 24 Bylaws and Rules shall be reviewed by the Bylaws and Rules Committee on a biennial basis (every other odd year) or at the call of the Branch President, in the month of November. Proposed amendments to the bylaws shall be presented to the Branch members at the following December Branch meeting for review and discussion. These proposed amendments shall be re-addressed at the January meeting for approval by at least a two thirds (2/3) majority of membership in attendance, a quorum being present. Approved changes shall be promulgated in accordance with Section 1202 of these bylaws and changes reflected in the Branch Operating Guide.

MISCELLANEOUS

Section 1301, Branch 24 shall sponsor a unit of the Ladies Auxiliary of the Fleet Reserve Association (LAFRA) in accordance with the provisions of Article 13 of the FRA C&BL.

Section 1301 (a) The Branch 24 President shall act as liaison between the Branch and the Unit 24.

Section 1302, Branch 24 sponsors a Branch home known as the Fleet Reserve Club of Annapolis (FRC), Inc. The FRA C&BL, Section 1226(c) requires that "*no Branch of the Fleet Reserve Association will endorse or sponsor a club or business unless such club or enterprise shall be incorporated under laws of the state that the Branch is incorporated or located in, prior to being placed into operation.*" Section 1226(a) states, "*Any Branch that sponsors or endorses the operation of a club or business enterprise shall have the responsibility for the operation, oversight and management of such, including the club or business enterprise' adherence to the FRA mission, Constitution and Bylaws."*

Section 1302(a), Complying with the FRA C&BL, the FRC is incorporated under the laws of the State of Maryland and the Articles of Incorporation are maintained in the FRC office.

Section 1302(b), Further complying with the FRA C&BL, the FRC is overseen by a Board of Governors (BOG) consisting of twelve (12) members. Four (4) members are elected to a three (3) year term from the eligible corporate membership of Branch 24, FRA each December.

Section 1302(c), The Branch President shall assure that a Nominating Committee is appointed at the November Branch meeting to work with the Board of Governors to assure eligibility requirements for the candidates for the BOG promulgated in Branch 24 Standing Rule12 are met and the proposed slate of eligible candidates, qualified in all respects, is presented to the Corporate body.

Section 1302(d), The Fleet Reserve Club of Annapolis Corporate Body is comprised entirely and solely of Members in good standing, of Branch 24.

Section 1302(e), The BOG is responsible to FRC Corporate Body for the operation of the FRC in accordance with all local, state, and federal rules governing the operation of service clubs.

Section 1302(f), The BOG shall maintain a set of Bylaws and Standing Rules governing the operation of the FRC. In compliance with FRA, C&BL Section 1226(c), these Bylaws and Standing Rules shall be submitted to the Branch Board of Directors (BOD) for review and/or ratification as amendments are made and no less than once a year in the month of March.

Section 1302(g), The Chairman of the BOG shall conduct a Corporate Meeting and make a report to the Branch.

Corporate Body on a quarterly basis, following the last Branch meeting of each quarter (December, March, June, and September). The report shall cover operational and financial posture of the FRC as well as any other items of interest to the corporate body, including but not limited to, necessary ratification of any actions of the BOG on behalf of the FRC. A quorum of twenty (20) members in good standing shall be in attendance to legally conduct any business at a Corporate Meeting.

Section 1302(h), No non-BOG member of Branch 24 shall have any authority in the daily operation of the FRC. Branch 24 members may attend regularly scheduled meetings of the BOG to express individual concerns to the BOG however they shall have no vote.

Section 1302(i), Members of the Branch 24 BOD may also be members of the FRC BOG as authorized by the FRA C&BL, Section 1226(h) so long as two separate elections are held for these positions.

Section 1302(j), In compliance with the requirements of FRA C&BL Section 1226(e), the following notice shall be prominently displayed in the information board area of the lobby of the FRC; "This club is incorporated under the laws of the state of Maryland. It is a nonprofit organization under the sponsorship of Branch 24 of the Fleet Reserve Association and members there-of. The national organization of the Fleet Reserve Association assumes no financial responsibility or liability for the operation of this club".

Section 1303, Annapolis Branch 24 Arbitration Committee. Upon receiving a signed written grievance against a Branch 24, FRA member from a member in good standing of Branch 24, FRA, the Branch President shall acknowledge receipt of the grievance in writing within five (5) days of receipt. The Branch President or his/her designee shall thoroughly review the grievance to determine if it warrants arbitration or if the Branch President can settle the matter at his/her level. If the grievance is solved at the Branch President level, he/she shall provide his/her findings to the aggrieved party no more than five (5) days from acknowledgment of receipt of the grievance. If it is found that the problem is beyond the capability of the Branch President and staff to resolve or is of a nature that requires an in-depth investigation to resolve, the Branch President may convene an Arbitration Committee to investigate the matter. This shall be done in writing, signed by the Convening Authority (the Branch President) and accepted by the Arbitration Committee nominees in writing within five (5) days of the date of the convening letter. The aggrieved party shall be notified, in writing, of the convening of an Arbitration Committee at the same time. Acceptance of assignment to the Arbitration Committee by the nominees may be done by email if desired by the convening authority, so long as hard copies of the acceptance are available.

Section 1303(a). The Arbitration Committee shall consist of five (5) senior members of the Branch, such as Past National Officers and/or Past Branch Presidents as desired. The first member to be assigned shall automatically become Chairman. No member assigned to the Arbitration Committee shall be a current elected officer of Branch 24.

Section 1303(b). The Arbitration Committee Chairman shall be provided signed copies of the initial grievance letter, signed and accepted copies of the five (5) committee member assignments, signed copies of all correspondence pertaining to the grievance, including signed minutes of all meetings between the aggrieved party and the parties causing the grievance, explaining the reason for the grievance and what steps have been taken to date to resolve the grievance, including offers and counteroffers no later than five (5) days from the convening of the Arbitration Committee.

Section 1303(c). The Chairman of the Arbitration Committee shall call away a preliminary meeting of the full committee no later than ten (10) days following the date of the convening letter, to review the grievance and all of the existing correspondence provided in support of the grievance. One member of the committee shall be selected to keep the minutes of the proceedings for legal and historical purposes. The Arbitration Committee shall determine if;

- a. The prior efforts of all parties concerned have adequately solved the problem.
- b. The grievance has merit and further investigation is required.

If (a) is accepted by majority vote of the committee, the Arbitration Committee shall inform the Convening Authority, in writing, signed by the Committee Chairman, of the findings of the committee, recommending no further action. If (b) is accepted, the Arbitration Committee shall hold a second (or more if required) meeting, summoning, in writing, all interested parties for testimony as to what happened to cause the grievance and offer proposed solutions to the grievance situation.

Section 1303(d). After all testimony is heard, the Arbitration Committee shall deliberate the facts as received and reach a decision, by majority vote, on a course of action to solve the grievance. The Arbitration Committee shall provide, in writing, the findings of fact and recommendations as to the course of action to solve the grievance, to the Convening Authority within ten (10) days of the convening of the first committee meeting. NOTE: Should the Arbitration Committee find that it needs more time to deliberate, a ten (10) day extension may be requested in writing from the Convening Authority, which he/she shall approve or disapprove in writing. Upon receipt of the Arbitration Committee written findings, the Convening Authority shall review the findings of fact and recommendations within five (5) days of receipt from the Arbitration Committee. Should there be any questions, he/she has five (5) days from receipt of the findings from the Arbitration Committee to resolve them and submit the package to the Branch 24 Board of Directors (BOD) for review. NOTE: a special BOD meeting may be called for this purpose. The Branch BOD has five (5) days, from receipt of the findings from the Convening Authority, to review and approve them. Should the Branch BOD question the findings, they must provide a written statement to the Arbitration Committee stating what the questions are and provide five (5) days to answer them. This may be

expedited by inviting the Committee to appear before the BOD to explain their findings. Once approved by the Branch BOD, the findings of the Arbitration Committee are final and shall be reported to the Convening Authority. The Convening Authority shall inform the aggrieved party of the decision of the Arbitration Committee, in writing, no later than five (5) days from the approval of the Branch BOD.

Section 1303(e) Decisions of the Arbitration Committee shall be final upon approval by the Branch BOD. There shall be no appeal to the decision as this is the final step in the grievance procedure.

Certification of Adoption

Be it known that on the 13th Day of February 2024 at a regular meeting of Annapolis Branch 24, Fleet Reserve Association, a quorum being present, did approve and adopt by a two- thirds (2/3) majority vote, Change 9 to the above Bylaws. Change 9, Article and Section was rewritten to reflect conscience with the FRA National, Constitution & Bylaws' and the current operating posture of FRA Branch 24.

Submitted by:

Chri Lickson

Chris Erickson Chairman By laws and Rules Committee

15/2024 Date:

Attested to:

at Thibas

Pat Guibao President Branch 24

Date: 2|15|2024

NOTE:

- 1. Change 9 was adopted by unanimous vote.
- 2. Adopted changes are in RED.
- 3. Sighed copies of the bylaws and rules are available in the Secretary/Treasurer's office.
- 4. Effective Date: March 1, 2024