

# **Coastal Bend CVMA® 23-8 Bylaws**

## **Article 1: NAME AND EMBLEM**

### **Section 1.1 CVMA 23-8**

The name of the association is: Combat Veterans Motorcycle Association® Coastal Bend Chapter 23-8 further referred to as (CVMA 23-8). Combat Veterans Motorcycle Association and CVMA are registered trademarks and should be considered throughout this document. The CVMA 23-8 address of the association will be the current address of the presiding Chapter Commander.

- a. The principal office of the CVMA 23-8 is 2473 County Road 2010, Aransas Pass, TX, in the County of San Patricio, of the State of Texas.
- b. Change of Address. The designation of the city or county of the CVMA 23-8 principal office may be changed by amendment of these by-laws. The Chapter Executive Board (CEB) may change the principal office from one location to another within the named state by noting the changed address and effective date below, and such changes shall not be deemed, nor require, an amendment of these by-laws.

### **Section 1.2 IRC**

IRC Section 501 (c) (3) Purposes. The CVMA 23-8 is organized exclusively for charitable, religious, educational, and/or scientific purposes as specified in Section 501 (c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code.

The CVMA 23-8 Federal EIN is 46-5308264. The Texas EIN is 32052641076. The Texas File # is 0801895855

### **Section 1.3 - Emblem and Logo**

See CVMA National Bylaws.

## **Article 2: OBJECTIVES**

See CVMA National Bylaws.

## **Article 3: MEMBERSHIP**

### **Full Member Requirements**

See CVMA National Bylaws

### **Auxiliary Member Requirements**

See CVMA National Bylaws

### **Support Member Requirements**

See CVMA National Bylaws

Support Members may vote in Chapter Business Only

### **Section 3.2 - Right to Verify**

See CVMA National Bylaws.

### **Section 3.3 - National Attendance Requirement**

See CVMA National Bylaws.

### **Section 3.4 - Conduct**

All members must conduct themselves in a manner that is not an embarrassment to himself or herself, the Combat Veterans Motorcycle Association, or the United States of America.

### **Section 3.5 – License and Insurance**

All members that ride a motorcycle must possess a valid motorcycle driver's license endorsed by their state as well as proof of insurance for their motorcycle.

### **Section 3.6 - Annual Verification**

The Chapter SAA will conduct an Annual Audit either in person or electronically of Full, Support, and Auxiliary Member(s) who own and operate a motorcycle during the period of 1 January through 30 June to verify valid motorcycle driver's license endorsed by their state as well as proof of insurance and current year registration. This will be maintained in a file for record of the members in good standing qualification documents. Failure to provide any of the required documents will result in the 201 file of Members not meeting the verification requirements to be annotated with "Not in good standing IAW 3.6 of the Chapter Bylaws".

### **Section 3.7 - Misconduct**

- a. In the event of misconduct of a member, under the by-laws of the Combat Veterans Motorcycle Association, the NBOD possesses the right to revoke that member's membership.
- b. Misconduct is defined as failure to abide by the by-laws and policies of the Combat Veterans Motorcycle Association or by bringing dishonor upon the Combat Veterans Motorcycle Association by action, word, or deed.
- c. Members must always remember we are not, nor do we claim to be, a motorcycle club. We do not have colors!

### **Section 3.8 - Rights of Members**

Full Members and Support Members in good standing may vote in CVMA 23-8 Chapter business presented by the CEB and General Membership. Only Full Members and Support Members in good standing may vote in Chapter Elections. With the exception of deployed Full and Support Members, who may only vote in chapter elections, members must be present to vote and may not

vote by proxy for association business, elections, or other issues that the CEB may deem appropriate.

A member not in good standing at the Chapter level will have no vote in Chapter business and will not be eligible to bring motions to the floor of Chapter Meetings.

### **Section 3.9 - Resignation and Termination**

Any member may resign by filing a written resignation with the secretary. Resignation shall not relieve a member of unpaid dues or other charges previously accrued. Upon Resignation/Termination Members will immediately return CVMA back patch.

## **Article 4: MEETING OF MEMBERS**

### **Section 4.1 - Regular Meetings**

Regular meetings of the members will, at a minimum, be held monthly at a time and place designated by the CEB.

### **Section 4.2 - Special Meeting**

Special meetings may be called by the Chapter Commander, a simple majority of the CEB or by the general membership with a petition signed by five percent of voting members.

### **Section 4.3 - Notice of Meeting**

Notice of each meeting shall be provided to each voting member, not less than seven days prior to the meeting. The primary means of delivery shall be by email with printed material delivered by the U.S. Post as an alternate.

### **Section 4.4 - Quorum**

The Chapter Members with a minimum of three Members of the CEB present at any properly announced meeting shall constitute a quorum.

### **Section 4.5 - Voting**

With the exception of bylaw changes all issues to be voted on shall be decided by a simple majority of those present and casting a vote at the meetings. Members who abstain will not count in the numbers of members present for votes. Only ayes and nays are counted and the majority of those casting a vote count. Deployed members in good standing will be authorized to vote electronically in chapter elections by submitting their vote to the Secretary no later than the date of the meeting in which the vote is being conducted. Voting members must be in good standing at the National and Chapter level.

## **Article 5: MEMBERSHIP DUES**

### **Section 5.1 - Dues**

See CVMA National Bylaws.

### **Section 5.2 - Coastal Bend Chapter 23-8 Dues**

CVMA 23-8 dues will be \$20.00 for all members (FM, Aux, Sup). Dues are payable for the following year by June 30th of each year. With the following provisions:

- a. New members (FM, Aux, Sup) will not pay chapter dues as part of their new member application process and will not owe chapter dues until June 30th of each year after they join.
- b. Deployed members, chapter dues will be waived for any member deployed to both Combat and Non-Combat zones during any part of the dues calendar year.
- c. Auxiliary members who are widows or widowers will have their chapter dues waived.
- d. Delinquent Members. With the exceptions noted above for deployed military members and widows/widowers, Chapter dues are payable by June 1st of each year. Members are considered delinquent if their dues are not current by Jun 30<sup>th</sup>. When the member becomes delinquent, the Coastal Bend Chapter 23-8 CEB will declare the member “not in good standing” and it will be reflected in their membership record (201 file). Members will remain “not in good standing” until such time that their dues have been paid and their membership record (201 file) is updated to reflect that they are in “good standing”. Members in a “not in good standing” status will have Chapter voting rights suspended until they are returned to a “good standing” status.

### **Section 5.3 – National Benevolent Fund**

The National benevolent fund for CVMA members is described in the National bylaws.

## **Article 6: OFFICERS**

### **Section 6.1 - Designation of Officers**

The officers of the CVMA 23-8 shall be Chapter Commander, Executive Officer, Sergeant at Arms, Public Relations Officer, Secretary and Treasurer. The additional officer positions of Quartermaster, Road Captain, Chaplain, Web Master and Historian may be filled at the Chapter Commander’s discretion.

## **Article 7: COASTAL BEND CHAPTER 23-8 ELECTIONS**

### **Section 7.1 - Eligibility**

All nominees must be active and in good standing at the National and Chapter level with a minimum of (1) full year of CVMA membership, or a minimum of six months of CVMA membership if a member of one year or more does not elect to run for office.

### **Section 7.2 - Nomination**

The general membership elected officers for the CVMA 23-8 CEB shall be nominated during the September and October CVMA 23-8 Meetings. Nominations will be taken during two consecutive CVMA 23-8 Meetings when Officer Positions become available during the year. Members must be present to accept their nomination. Members who have accepted nomination for office will submit a Bio to the Secretary to be disseminated unedited to the members before the election.

### **Section 7.3 - Offices**

No member shall hold two general membership elected offices (Within the Chapter or at the State, Regional, or National levels) at the same time.

### **Section 7.4 - Good Standing**

Elected and appointed officers must remain active members of the Combat Veterans Motorcycle Association and CVMA 23-8 and remain in good standing at the Chapter and National level for the duration of the term in office.

### **Section 7.5 - Term in Office**

Chapter Officers will serve a term of two years and will assume office the day of the election. To maintain continuity within the CEB officer's terms we will elect the Commander, Sergeant at Arms and Secretary in odd numbered years and the Executive Officer, Public Relations Officer and Treasurer in even numbered years. In the event of an appointed interim officer, they will serve until the next scheduled election for that officer.

### **Section 7.6 - Elections**

Elections will be held during the November Chapter Meeting by a majority vote. The Commander will vote only in the event of a tie. Interim appointments for replacement of an officer resignation will be called for by the CEB on an as-needed basis.

### **Section 7.7 - Resignation**

Should an elected Officer resign from office for ANY reason, the chapter members will be immediately notified. The CVMA 23-8 CEB will appoint an

interim Officer that meets the membership requirements of the vacant position, holding the position until the next regularly scheduled election for the position. If the resignation takes place during a meeting, that will fulfill chapter membership notification. The appointment shall be made and announced at the next scheduled monthly meeting and effective immediately. Otherwise, the chapter will be notified, and the CVMA 23-8 CEB will have up to (2) scheduled monthly meetings to make the appointment. CVMA 23-8 Chapter Commander will have the final authority in appointing the replacement.

## **Article 8: DUTIES OF CVMA 23-8 OFFICERS**

### **Section 8.1 - Coastal Bend Chapter 23-8 Chapter Executive Board (CEB)**

The CVMA 23-8 CEB are the officers holding the positions of Chapter Commander, Executive Officer, Sergeant at Arms, Public Relations Officer, Secretary, and Treasurer. Staff Officer positions that are not voting members of the CEB consist of Quartermaster, Webmaster, Lead Road Captain and Historian. The CEB is responsible for the execution of authorized policies. The CEB will, by majority vote, fill vacancies in any office of the CEB. The CEB is responsible for reporting bylaw infractions, as well as actions taken to the NBOD via the State Representative for their review.

### **Section 8.2 – Chapter Commander**

The Chapter Commander's role and authority will be governed by the standing State and National by-laws. The Chapter Commander is the Chief Executive Officer of the CVMA 23-8. All matters concerning relations between the Chapter and any outside organization's will be coordinated by the Chapter Commander to ensure the appropriate action. The Chapter Commander's role and authority will be governed by the standing State and National by-laws.

Other duties of the Chapter Commander will include the following:

- Preside over all Chapter Meetings.
- Act as Presiding Officer for all committees.
- Call for regular and Special Meetings of the CEB.
- Ensure all meeting are held in accordance with established bylaws and directives of the CEB.
- Provide oversight of the Chapter Treasury and Non-Profit status.
- Distribute guidance and correspondence to and from the National and State level as required.

### **Section 8.3 - Executive Officer**

The Executive Officer will perform all the duties of the Chapter Commander in his/her absence. Additional responsibilities will include the following:

- Act as an intermediary between the Chapter Commander and the members.
- Assist with the coordination of committees and events.
- Provide Chapter Officer's with oversight and guidance with the completion of their duties.
- Coordinate Chapter Member Morale Checks the Chapter Public Relations Officer as needed.
- Conduct routine follow up to ensure all Chapter reports are submitted to the State Officers as required.

#### **Section 8.4 - Sergeant at Arms**

The Sergeant at Arms, under the direction of the Chapter Commander via the Chapter Executive Officer/Chief Staff Officer. Responsibilities will include the following:

- Call all Meetings to order/maintain proper order throughout.
- Ensure all new members are aware of appropriate protocol as addressed on the CVMA National web site.
- Ensure all members operate within National, State and Chapter Bylaws, SOP's and Standing Orders.
- Will maintain a file for record of member's in good standing qualification documents. The record will contain a current copy of each member's driver license, copy of proof of current motorcycle insurance, and copy of motorcycle current year registration. Conduct the Annual Audit of Full, Support and Auxiliary Members that own and ride a motorcycle to verify valid motorcycle driver's license endorsed by their state as well as insurance for their motorcycle. This audit will be completed between 1 January and 30 June each year.
- Distribute the SAA Brief to all Members **annually (During the month of June)** for Members review/refresher.
- Collect membership patches upon the Retirement, Resignation or Discharge of Members.
- Enforce policies regarding the display and placement of patches.
- Provide Members with policy, protocol and "No Fly Zone" updates provided by the National and State SAA.
- Work directly with the Lead Road Captain to ensure Member safety and proper order is maintained during Chapter Rides and Events.
- Report violations of procedures and protocol to the CEB via the Executive Officer/Chief Staff Officer.
- Provide the Chapter protocol guidance as required by the National and State Sergeant at Arms.

#### **Section 8.5 – Public Relations Officer**

The Public Relations Officer (PRO), under the direction of the Chapter

Commander via the Chapter Executive Officer/Chief Staff Officer is responsible for various Chapter efforts, events and communication, in conjunction with and approved by the CEB which include the following:

- Provide maintenance of the Chapter Facebook page as Administrator.
- Update and distribute Chapter Event Calendar monthly **(no later than one week prior to upcoming Monthly Meeting)**.
- Coordinate Monthly Meeting and Bike Night locations.
- Assist with the coordination of Vets Helping Vets events.
- Schedule and coordinate Chapter participation in holiday and Veteran related community events and ceremonies.
- Coordinate publicity and press releases, TV/radio announcements.
- Coordinate recognition of Chapter Sponsors, Donors and Supporters.
- Assist Chapter Executive Officer with conducting Member Morale Checks as needed.
- Submit all reports and documents as required to the State Public Relations Officer.

### **Section 8.6 – Secretary**

The Secretary, under the direction of the Chapter Commander via the Chapter Executive Officer/Chief Staff Officer is responsible for various Chapter correspondence and record keeping which include the following:

- Record and maintain minutes of proceedings of CEB and Membership Meetings.
- Distribute Monthly Meeting Minutes for Membership review **(no later than one week prior to upcoming Monthly Meeting)**.
- Maintain Chapter Member roster.
- Provide Member sign in sheet for signature at all official Meeting and Events.
- Complete an annual review and update of Member ICE information.
- Submit and track all Membership applications for approval **(applications will be submitted electronically no later than one week of being received)**.
- Coordinate the payment of Member Patch Application Fees with Chapter Treasurer.
- Maintain all Membership applications upon approval.
- Maintain all Chapter official forms and documents.
- Submit all reports and documents as required to the State Secretary.

### **Section 8.7 – Treasurer**

The Treasurer, under the direction of the Chapter Commander via the Chapter Executive Officer/Chief Staff Officer is responsible for the accounting of all



Chapter related funds and assets. Other Treasurer duties will include the following:

- Collect and record the payment of Chapter dues.
- Distribute a Monthly Treasury Report to Chapter Membership **(no later than one week prior to upcoming Monthly Meeting)**.
- Make payments from Chapter funds as directed by the CEB.
- Make monthly reports of the chapter financial status to the CEB and Chapter Members.
- Coordinate the payment of Member Patch Application Fees with Chapter Secretary.
- Assist the Chapter Webmaster and Quartermaster with the operation of the Chapter web-based store.
- Monitor and maintain the Chapter PayPal Account.
- Maintain all Chapter forms and documents related to Chapter non-profit status.
- Complete Annual Treasury Audit during the month of June (**Completion NLT June 30**).
- Complete and maintain all Chapter related tax and nonprofit documents.
- Submit all reports and documents as required to the State Treasurer.

### **Section 8.8 – Quartermaster**

The Quartermaster is an appointed position by the Chapter Commander and can be filled by any member in good standing. The duties of the Quartermaster will include the following:

- Maintain the inventory of Chapter patches and other sale items.
- Coordinate the advertisement and sale of Chapter inventory with the Treasurer and Web Master.
- Assist the CEB with the coordination of design and production of Chapter inventory.

### **Section 8.9 – Lead Road Captain**

The Road Captain is an appointed position by the Chapter Commander and can be filled by any member in good standing. The Road Captain, under the direction of the Chapter Commander via the Chapter Executive Officer/Chief Staff Officer is responsible for Chapter travel for Meeting and Events.

- Provide Ride Plans for Monthly Meeting and other Chapter related Events **(no later than one week in advance)**.
- Coordinate Ride Plans with the Chapter PR Officer to ensure the Ride Plan meets the needs of the Meeting or Event.

- Provide research and organize ride plans to ensure safety and intermediate stops while meeting scheduled arrival times.
- Act as Ranking Officer during scheduled rides, deferring only to the Chapter Commander, Executive Officer or Sergeant at Arms.
- Assist the Chapter Commander with input on the need for the appointment of additional Road Captains.
- Work directly with the Sergeant at Arms to ensure Member safety and proper order is maintained during Chapter Rides and Events.
- Conduct rider safety briefing at Monthly Meetings.

### **Section 8.10 - Webmaster**

The Webmaster is an appointed position by the Chapter Commander and can be filled by any member in good standing. The duties of the Webmaster will include the following:

- Maintain all Chapter web-based communications.
- Assist Chapter members in all matters concerning our web-based communication.
- Maintain Chapter web-based photo albums.
- Assist the Chapter Treasurer and Secretary with maintaining Chapter historical information on the Chapter web site.
- Coordinate the operation and maintenance of the Chapter web-based store with the Treasurer and Quartermaster.

### **Section 8.11 – Auxiliary Liaison**

The Auxiliary Liaison is an appointed position by the Chapter Commander and can be filled by any Auxiliary Member in good standing. The duties of the Auxiliary Liaison will include the following:

- Provide oversight and management of funds allocated for use by the Chapter Auxiliary Members.
- Assist with the coordination of Auxiliary efforts in support of Chapter functions and events.
- Act as a point of contact for all Auxiliary related issues.
- Provide input, recommendations, and feedback to the CEB.
- Schedule and coordinate quarterly Auxiliary events/functions to promote camaraderie and participation among the Auxiliary Members.
- Assist Chapter Executive Officer and PR Officer with conducting Member Morale Checks as needed.
- Coordinate efforts to recognize Chapter Member life events such as illness and hospitalizations.
- Coordinate functions to welcome new Auxiliary Members.
- Submit all reports and documents as required to the State Auxiliary Representative.

## **Article 9: DELEGATIONS**

### **Section 9.1 - Appointed**

Delegations will be appointed by the Chapter Commander but are subject to the approval of the State Representative to represent the association at any convention, meeting, rally, or other assembly that may be deemed necessary, and all delegations are authorized to exercise only those powers specifically vested in them by the CEB.

## **Article 10: EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS**

### **Section 10.1 - Execution of Instruments, Deposits and Funds**

The CEB, except as otherwise provided by these By-laws, may by resolution authorize any officer or agent of the chapter to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Chapter, and such authority may be general or confined to specific instances. Unless authorized, no officer, agent or employee shall have any power or authority to bind the Chapter by any contract or engagement, to pledge its credit, or to render it liable monetarily for any purpose or in any amount.

### **Section 10.2 - Checks and Notes**

Except as otherwise specifically determined by resolution of the CEB, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money and other evidence of indebtedness shall be signed by the Treasurer, Executive Officer and or Chapter Commander.

### **Section 10.3 - Discretionary Expenditures**

The Chapter Commander may approve expenses at a \$100 maximum and the CEB may approve expenses at a maximum of \$200 for CVMA business. Any such expenses will be reported to the Chapter members at the next Chapter meeting.

### **Section 10.4 - Deposits**

All funds of the Chapter shall be deposited from time to time to the credit of the Chapter in such banks, trust companies, or other depositories as the CEB may select.

### **Section 10.5 - Gifts**

The CEB may accept on behalf of the Chapter any contribution, gift, bequest, or device for the non-profit purposes of this Chapter. Likewise, the CEB, at its sole discretion, may provide with Chapter operating funds, small gifts of insignificant intrinsic value, to persons, companies, or other legal entities to recognize support or contributions to the Chapter for advancement of Veterans issues.

### **Section 10.6 - Treasury Audit**

The CEB shall establish a committee annually and upon a newly elected Treasurer, comprised of not less than two or more than five general members to audit the financial records of the chapter. The committee will conduct the Annual Audit during the month of June and a Turnover Audit within thirty days following a newly elected Treasurer. A report of the audit will be presented to the membership at the monthly meeting following completion. The report will be filed in the permanent chapter records and may be provided to other parties as required by National bylaws or articles of incorporation.

## **Article 11: CHAPTER POLICIES AND PROCEDURES**

### **Section 11.1 - Chapter Memorandums**

Chapter policies or procedures not requiring a bylaw amendment which are put into place during CEB or Chapter Meeting will be documented as a Chapter Memorandum for Record for future reference.

Chapter Memorandums for Record will be reviewed annually during the month of June to determine relevance and provide input for Chapter Bylaw amendment.

## **Article 12: AMENDMENTS**

### **Section 12.1 - Altered**

These Bylaws may be altered or repealed, and new Bylaws adopted at any CVMA 23-8 meeting by a two-thirds vote of the members present. The CEB may only revise a conflicting Article and/or Section that conflicts with the National Bylaws.

### **Section 12.2 - Amendments**

Amendments to these bylaws take effect immediately upon NBOD review and approval.

### **Section 12.3 - Changes**

Any changes to any Article and/or Section of the CVMA 23-8 bylaws will be discussed and voted on by a quorum.

### **Section 12.4 - Precedence**

If any CVMA 23-8 by-laws conflicts with State or National CVMA by-laws, the State or National CVMA bylaws will take precedence over the CVMA 23-8 by-laws.

**Section 12.5 - Conflicting**

If any CVMA 23-8 by-law conflicts with Federal and/or State 501(c) (3) provisions and/or statutes, the conflicting Article(s) and/or Sections(s) shall be revised by the CEB and shall take effect immediately.

**Article 13: DISSOLUTION CLAUSE**

Upon termination or dissolution of Chapter 23-8, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying non-profit organizations described in Section 501(c)(19) or (3) of the Internal Revenue Code that has a charitable purpose which, at least generally, includes a purpose similar to this Chapter. The organization to receive the assets of this Chapter shall be selected by a majority of the managing body of the Chapter.

**Article 14: CONFLICT OF INTEREST**

Whenever a member or CEB officer has a financial or personal interest in any matter coming before the Chapter or CEB, the CEB shall ensure that:

1. The interest of such a member or officer is fully disclosed.
2. No interested member or CEB officer may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting of the members or CEB at which such matter is discussed or voted upon.
3. Any transaction in which a member or CEB officer has a financial or personal interest must be duly approved by the CEB as being in the best interests of the organization.
4. Payments to the interested member or CEB officer shall be reasonable and shall not exceed fair market value.
5. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

Dated: 6/23/2021

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Chapter Commander

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Chapter Executive Officer

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Chapter Sergeant at Arms

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Chapter PR Officer

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Chapter Treasurer

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Chapter Secretary