



**RESERVE ORGANIZATION OF AMERICA  
DEPARTMENT OF MISSOURI**

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**As amended by the 93<sup>rd</sup> Annual Department Convention 28 April 2019**

**Reserve Organization of America  
Department of Missouri**

**Constitution**

**Article I**

**Name**

The name of this organization is the Department of Missouri, Reserve Officers Association of the United States doing business as Reserve Organization of America or ROA.

**Article II**

**Object**

The object of this Department shall be to support a military policy for the United States that will provide adequate National Security and to promote the development and execution thereof.

**Article III**

**Membership Eligibility**

- A. Regular Membership-Any active, retired or former member of the federal uniformed services who at any time upon entering the federal uniformed services took an oath to uphold the Constitution of the United States, and, if no longer serving, whose separation occurred under honorable conditions, is eligible for Regular membership.
- B. Associate Membership -Any individual who qualifies for Regular membership, is under 35 years of age, and has not previously been a member of the association, is eligible for Associate membership.
  - (a) Term – A prospect is eligible for Associate membership for a maximum of five years, or until the age of 35.
- C. Spousal Membership – Spouses, widows and widowers of active members are eligible for membership.
- D. Other Eligibility – Other eligibility as may be established by nomination by the National Executive Committee and approval of the National Convention.

**Article IV**

**Organization**

- A. Service Sections. The Department shall be organized into three service sections: Army, Naval Services and Air Force. Each member shall be a member of the service section for the service in which a commission or warrant is or has been held. The Naval Services Section shall include the Navy, Marine Corps, Coast Guard, commissioned corps of the Public Health Service and commissioned corps of the National Oceanic Atmospheric Administration (NOAA). Spousal members shall be members of the service section of their spouse.
- B. Chapters. The Department shall also be organized into Chapters. The membership, location and territorial limits of Chapter shall be determined by the Department.

## **Article V**

### Department Convention

A. The legislative body of this Department shall be the Department Convention. It will be held annually, at least 30 days prior to the announced date of the annual convention of the Association, at such time and place as shall be determined by the next preceding Department Convention. If any Department Convention fails to fix time and place for holding the next convention, same shall be fixed by the Department Executive Committee.

B. Each Chapter shall be entitled to twice the number of delegates at any Department Convention as it is entitled to votes as hereinafter provided. All members-at-large shall be considered together as one separate chapter. Chapters whose membership includes all three (3) services shall be entitled to a minimum of three (3) delegates provided that each service is represented.

C. In convention voting, commencing with the first convention following the adoption of this constitution, each Chapter shall have one (1) vote and one (1) additional vote for each twenty-five (25) members or major fraction thereof. For the purposes of computing votes, the Department membership figures as of the first day of the month in which the Annual Department Convention is held as determined by Department Headquarters shall apply.

D. Special Department Conventions may be called by action of a Department Convention or of the Department Executive Committee.

E. Sections may have individual meetings at Department Conventions provided, however, that any action taken by a Section to have any force or effect must be approved by a general session of the Convention.

F. A quorum of a Department Convention shall exist whenever ten percent (10%) or more of the total votes entitled to be cast are represented by accredited delegates, provided that not less than twenty-five percent (25%) of the chartered and unsuspended chapters of the Department are represented, and that each of the service sections is represented by an accredited delegate.

## **Article VI**

### Officers

A. The elected officers of the Department shall consist of the following: a Department President; a Department President Elect; a Department Vice-President Army; a Department Vice-President Naval Services; a Department Vice-President Air Force; a Department Junior Vice-President Army; a Department Junior Vice-President Naval Services; a Department Junior Vice President Air Force; three (3) Executive Committeemen (one (1) for each section); a Department Judge Advocate; a Department Medical Surgeon; a Department Dental Surgeon; a Department Chaplain; a Department Historian; and a National Councilman. The President Elect shall be elected in the second year of the President's term.

The President Elect and the next rotation Service Vice President may be one in the same. The Department Junior Vice-Presidents shall, at the time of their election, be Junior Officers as defined by their respective Service Sections and be Reservists in an active status.

B. Beginning in 2020 the Department Convention in general session shall elect every other year all the above-mentioned officers named (except the National Councilman) to hold office for (2) years or until their successors have been duly elected and qualified. The National Councilman shall be elected to office for a three (3) year term.

C. The office of Department President shall be rotated in the following order: (1) Naval Services; (2) Air Force, and (3) Army. In the event the service whose turn it is to provide a candidate for the office of Department President does not have a qualified candidate, that service shall lose its turn rotation. No service, however, shall provide a candidate for the office of Department President to succeed a Department President of the same service. The National Councilman shall be rotated in the same service order and with the same succession requirements. It is preferred the National Councilman be a Past Department President.

D. The Department President shall appoint the Department Secretary, a Department Treasurer, and such other officers as may be necessary to administer the affairs of the Department of Missouri effectively and efficiently. Such appointments shall be subject to the confirmation of the Department Executive Committee.

E. In the event any elected officer of the Department shall fail to perform effectively the duties of his office, he may be removed from office by a three-fourths (3/4) vote of the Executive Committee provided that such officer shall have been notified in writing thirty (30) days prior to the considered impending action.

F. In the event of the death, inability to serve, absence or resignation of the Department President, the Department Vice-President of the same service as the Department President shall assume the duties and have the powers of that office.

G. The Executive Committee at their discretion may appoint a Department member as Executive Director. The Executive Director shall be voting member of the Executive Committee. The Department President shall appoint a recruitment and selection process committee in the event the position is to be filled. One senior officer (preferably a past department president) from each service section shall be appointed. Duties of the Executive Director may be administrative, financial (reporting, fund raising), communication (newsletter, website) and organizational management. The Executive Director shall be responsible to the Department President with all department related expenses reimbursed. A negotiated stipend, not to exceed five percent (5.0%) of the department total income and not to exceed \$399 may be awarded annually on 30 June. The Executive Committee must renew the agreement with the Director each year.

## **Article VII**

### Department Executive Committee

A. The affairs of the Department between Annual Department Conventions shall be administered as herein provided by the Department Executive Committee. The Department Executive Committee shall have full power and authority to act for the Department which is not inconsistent with the provisions of this constitution or of the by-laws adopted hereunder, or with the mandates or actions of the members.

B. The Department Executive Committee shall be composed of the following: The Immediate Department Past President, the Department President Elect, the Department President, the three (3) Department Vice-Presidents, the three (3) Department Junior Vice Presidents, the three (3) Executive Committeemen, the National Councilman for the Department and any Department Past President in attendance. Each member of the Department Executive Committee shall have one (1) vote. Any member of the Department who is elected to National Office shall be a member of Department Executive Committee for the term of his office but shall not have a vote.

C. A quorum of the Department Executive Committee shall exist when six voting members are present in person and all services are represented. Voting by proxy shall not be authorized.

D. The Department Executive Committee shall meet within four (4) weeks following the adjournment of each Annual Department Convention. The Department President and three (3) voting members of the Department Executive Committee may call a meeting of the Department Executive Committee as such time and place as is specified in the notice provided that at least seven (7) days notice is given to each member thereof as to the time and place of said meeting. Electronic voting on issues is authorized as a substitute for a meeting, provided the President and 3 Excom members agree to call for a vote as described above. In addition, the department executive committee may conduct telephone conference meetings as necessary to save time and members expense.

E. In the event of death, inability to serve, or resignation of any voting member of the Department Executive Committee, other than the immediate Department Past President or the Department President, the vacancy shall be filled by the existing voting members of the Department Executive Committee.

## **Article VIII**

### Emergency Governing Body

A. In the event of a National Emergency whereby large numbers of members of the Department are called to active duty and as a result thereof the Department is unable to function, the Department Executive Committee, by a two-thirds (2/3) affirmative vote of all existing voting members may declare that an emergency exists within the Department and appoint a board of not less than three (3) trustees from the members remaining within the Department. This board of trustees shall become the exclusive governing body.

B. The Trustees shall be self-perpetuating. A chairman shall be designated by the Board of Trustees.

C. The Trustees shall endeavor, if economically possible, to have the Department continue to function. The Trustees shall maintain a listing of all members within the Department.

D. The Trustees shall continue to be the sole governing body of the Department until any of the following contingencies shall occur:

(1) The Department Executive Committee or a Department Convention, when a quorum exists, shall determine that said trusteeship shall end.

(2) The Trustees, by their vote, may determine that the trusteeships shall end.

E. Upon the termination of the Trusteeship, the Trustees shall give an accounting of their acts to the members of the Department.

## **Article IX**

### Finance

A. The fiscal year of the Department shall begin on the first day of January. There shall be an audit of the books of the Department by an auditing committee composed of one (1) representative of each service chosen by the Department President, whose report shall be made a part of the minutes of the Annual Department Convention. In the event the Department Treasurer leaves office at a time other than the Department Convention. The President shall direct the Finance Committee to conduct an audit of the books within 30 days of the Treasurer's departure.

B. The revenue of the Department shall include from that portion of the membership dues remitted by National Headquarters. The Department shall, in turn, at the chapter's written request for event funding remit to various Chapters of the Department up to thirty percent (30%) of that remitted by National Headquarters.

C. The Department Executive Committee shall approve a yearly budget and have oversight authority for maintaining a balanced budget at all times and shall approve all budget changes in addition to those changes provided in the following paragraph D.

D. The Department President shall ensure that all monies of the Department are distributed in a business-like manner in accordance with the approved budget. Should any budget item be overspent by ten percent (10%), the Department President is required to have the approval of the majority of the Executive Committee of the Department in advance of the expenditure. There shall be no transfer of funds from one budget item to another without the majority approval of the Executive Committee in advance of the transfer. The Department President must at all times maintain a balanced budget.

E. Any excess funds available at the end of the fiscal year shall be committed as follows:

(1) Two thirds (2/3) to the "Contingency Fund".

(2) One third (1/3) shall remain in the Department operating budget.

F. Charitable Contingency Trust Fund – There shall be established a Contingency Fund which shall be used to operate the Department in the event of mobilization, either limited or full. The Contingency Fund shall be maintained as a separate fund and trust agreement. The fund shall be managed by a Board of Trustees consisting of not less than six (6) members, two from each service section who have served as a President of the Department.

## **Article X**

### By-Laws

Appropriate By-Laws to carry out the provisions of this Constitution may be adopted or amended by any Annual or Special Department Convention.

## **Article XI**

### Amendments

This Constitution may be amended by any Annual or Special Department Convention by two-thirds (2/3) affirmative vote, provided that the proposed amendment has been submitted to the committee on Constitution and By-Laws before the day on which it is adopted. All amendments must be approved by the National Judge Advocate.

## **Article XII**

### Revocation of Prior Constitution

All Prior Constitutions and amendments thereto are hereby revoked and shall become null and void upon the adoption of this Constitution.



**Reserve Organization of America  
Department of Missouri**

**By-Laws**

**Article I**

**Membership**

A. Membership Affiliation:

(1) All members of the Reserve Organization of America residing in the State of Missouri or requesting assignment to the Department of Missouri shall be members of this Department.

(2) If no choice of Chapter is expressed, the member shall become a member of the Chapter embracing the area wherein the member resides, as evidenced by the "Present Mailing Address" stated on the application.

B. Discipline of Members:

Each Chapter shall be the judge of its own membership, subject to the restrictions of the National Constitution and By-Laws.

**Article II**

**Organization**

A. Chapter Charters Petitions for the issuance of Chapter Charters shall be addressed to the Department, and such petition shall be signed by not less than ten (10) persons eligible to become active members. Such petition shall be accompanied by the application for membership in the Association of those signing the petition who are not active members of the Association. The Department will forward the petition to National Headquarters with its approval or disapproval. Charters will be issued by National Headquarters. The Charter of a Chapter shall automatically be suspended when the number of its members is less than ten (10) and shall be reinstated upon request when its membership again reaches a minimum of ten (10).

B. Department Authority All Chapters within the jurisdiction of this Department shall be subject to the supervision of this Department. The Department may suspend or revoke the Charter of a Chapter for violation of the National or Department Constitution and By-Laws, or for violation of any provision of the Charter granted to the Chapter, provided, however, that before the suspension of any Chapter, due notice in writing, clearly setting forth the alleged violation, will be sent to the Secretary of the offending Chapter at least thirty (30) days prior to the proposed suspension. Such notice shall provide an opportunity for the offending Chapter to be heard by the Department Executive Committee. Provided further, that any Chapter suspended may first appeal to the succeeding Department Convention and, if such appeal is adversely acted upon, it shall have the right of further appeal as provided in the National Constitution. A suspended Chapter may be reinstated by the Department Convention or by the Department Executive Committee when the cause for such suspension has been removed.

C. Annual Chapter Meeting and Reporting-Each Chapter shall hold an Annual meeting not more than ninety (90) days nor less than thirty (30) days prior to the announced date of the Department Convention each year for the election of Chapter Officers and delegates to Department Convention. Department President shall be given fifteen (15) days' notice of the date and place of the Chapter Annual Meeting. A copy of the minutes of the Annual Meeting and copies of all resolutions adopted shall be forwarded to the Department President without delay. Resolutions requiring action by the Annual Department Convention shall be requiring action by the Annual Department Convention shall be forwarded at least fifteen (15) days prior to the first day of the Annual Department Convention. The report of newly elected officers; the annual financial report; the IRS epostcard tax return acceptance confirmation; and the annual chapter activity report certifying events/activities for the benefit of membership shall be submitted at least fifteen (15 days) prior to the convention. Non-compliance with these reporting requirements will place the chapter in delinquent status and dues rebates will be withheld.

D. Chapters may levy and collect dues from Active and Spousal members apart from and in addition to the Official annual dues as provided in Article A-11 of the National Constitution.

E. Chapters shall bear such names as the members thereof may designate with the approval of the Department Executive Committee.

F. Restrictions- No Chapter shall take any action in violation of the National Constitution and By-Laws or Department Constitution and By-Laws, nor take any public action inconsistent with the announced policy of the Association.

G. Amendments to or revisions of the Constitution and By-Laws of Chapters shall be submitted to Department Headquarters for approval by Department Judge Advocate.

H. No Chapter shall be denied the right to direct access to the National Officers or National Headquarters Staff.

I. Any member who aspires to become an elective National Officer of the Reserve Organization of America must be a member of an active chapter within the Department of Missouri. Such member shall have the endorsement of his/her chapter by chapter resolution. Upon charter approval, the Department of Missouri shall be advised by letter of such approval at least thirty (30) days prior to the Department of Missouri Annual Convention for consideration of endorsing the proposed candidate for the National Office they so aspire. It shall be the policy of the Department of Missouri not to support by financial contribution a campaign of said candidate.

### **Article III**

#### Duties of Officers

- A. The Department President shall be the Chief Executive Officer of the Department with authority to contract obligations within the approved budget, to approve all vouchers and sign with the Department Treasurer and/or Department Secretary all checks for disbursement of Department funds and to represent the Department in all matter pertinent to its affairs. He shall preside at the general sessions of the Department Convention and at all meetings of the Department Executive Committee and shall be Chairman of the Department Executive Committee.

- The President shall cause to be prepared and U.S. mailed to all members not less than two (2) newsletters annually.
- B. Three (3) Department Vice-President (Army, Naval Services and Air Force) shall act as representatives of the Department President on all matters referred to them by him and at his request shall preside over general sessions of the Department Convention, or the Department Executive Committee, and shall perform such other duties as are usually incident to the office. In addition, each Department Vice-President shall preside over meetings of their respective Sections, record such proceedings, and shall advise the Department President on matters Policy and Procedure concerning the Department Vice President's respective service.
  - C. The three (3) Department Junior Vice-Presidents (Army, Naval Services and Air Force) shall serve on the Executive Committee and perform such other duties as assigned by the Department President.
  - D. The three (3) Executive Committeemen (Army, Naval Services and Air Force) shall serve on the Executive Committee and perform such other duties assigned by the Department President.
  - E. The Department Secretary shall keep the minutes of the meetings of the Department Convention and the Department Executive Committee and shall conduct the correspondence of the Department.
  - F. The Department Treasurer shall collect and disburse all monies of the Department. All vouchers for expenditures of funds shall be approved by the Department President. All checks shall be countersigned by the Department President. The Treasurer shall prepare financial reports for the annual convention, executive committee meetings and when vacating the position if the departure does not coincide with the Department convention.
  - G. The representative for the Department on the National Council shall serve on the Executive Committee and perform the duties prescribed by the National Constitution and By-Laws as amended.
  - H. Between Department Conventions, any vacancy in any office, other than that of Immediate Past President or Department President, shall be filled for the remainder of the term by the Department Executive Committee.

## **Article IV**

### Standing Committees

- A. The Department President shall appoint, with the approval of the Department Executive Committee, the following standing committees which shall serve in advisory capacities to the Department President and the Department Executive Committee.
  - (1) Army Affairs Committee: This Committee shall act in an advisory capacity on all matters of policy and procedures concerning the Army. The Department Vice-President, Army shall be Chairman of this Committee.
  - (2) Naval Services Affairs Committee: This Committee shall act in an advisory capacity on all matters of policy and procedures concerning Navy, Marine Corps and Coast Guard. The Department Vice-President, Naval Services shall be Chairman of the Committee.
  - (3) Air Force Affairs Committee: This Committee shall act in an advisory capacity on all matters of policy and procedure concerning the Air Force. The Department Vice-President, Air Force shall be Chairman of this Committee.
  - (4) Legislative Committee: The Legislative Committee shall act in an advisory capacity on all matters of legislative policy and procedure.
  - (5) Membership Committee: The Membership Committee shall be responsible for the study, formulation and Implementations of a program designed to maintain and increase the membership of the Department at the maximum potential.

- (6) Public Relations Committee: The Public Relations Committee shall be responsible for the study, formulation and implementation of a program designed to promote the objective of the Reserve Officers Association among members and the public generally.
- (7) Constitution and By-Laws Committee: The Constitution and By-Laws Committee shall make a continuing study of the Constitution and By-Laws of the Department and shall formulate and recommend necessary changes that may be desirable for action at each Department Convention.
- (8) Committee on Retirement: The Committee on Retirement shall act in an advisory capacity on all matters of policy and procedures concerning retired military personnel.
- (9) ROTC Awards and Liaison Committee: The ROTC Awards and Liaison Committee shall be responsible for the study, formulation and implementation of a program designed to promote the Reserve Officers Association among ROTC units and to provide the suitable awards to outstanding cadets.
- (10) Contingency Trust Fund: The Contingency Trust Fund Committee shall act as the Board of Trustees for the fund. The Committee shall consist of six (6) members appointed in accordance with the trust agreement. The purpose of this committee is to administer and distribute the fund in accordance with the trust agreement.
- (11) Budget and Finance Committee: The Budget and Finance Committee shall act as an oversight committee for monies of the department.
- B. Each Standing Committee member shall serve one (1) year unless re-appointed. One member shall be designated Chairman by the Appointing Office.
- C. The Department President shall be a member ex-officio of each Standing Committee with the power to designate a Department Vice-President to serve as such ex-officio member in his place and stead.
- D. Past Department Presidents' Committee: The Past Department Presidents' Committee shall be composed of all Past Department Presidents who maintain a membership in a Chapter of the Department of Missouri and shall act in an advisory capacity to the Department President and the Department Executive Committee. The Chairman of the Committee shall be the Department's Immediate Past President.

## **Article V**

### Rules of Procedure

The proceedings of the Department including the Department Convention and the Department Executive Committee meetings shall be in accordance with rules of parliamentary practices established by Robert's Rules of Order (current edition).

## **Article VI**

### Order of Business

The order of business at Annual Department Conventions shall be insofar as practicable, as follows:

1. Invocation
2. Pledge of Allegiance
3. Roll Call of the Chapters
4. Addresses
5. Reading of Minutes of Previous Meetings
6. Reports of Officers

7. Reports of Standing and Special Committees
8. Announcements of Convention Committees
9. Meetings of Committees
10. Section Meetings
11. Convention Committee Reports
12. Unfinished Business
13. New Business
14. Election of Officers
15. Installation of Officers
16. Adjournment

## **Article VII**

### Convention Committees

The Department President shall appoint the following Convention Committees and any other deemed necessary:

1. Credentials Committee
2. Nominations Committee
3. Resolutions Committee
4. Time and Place Committee
5. Auditing Committee

## **Article VIII**

### Charitable Contingency Trust Fund

The Reserve Officers Association of the United States, Missouri Department Contingency Trust Fund shall consist of all gifts, devises and bequests received by the Department from any source whatsoever and accepted by the Executive Committee which are not directed by the donor to be placed in any other trust fund and which are not given, devised, or bequested for state purposes and earnings thereon. The fund shall also receive monies given by the Department at the end of the fiscal year in the amount of two-thirds (2/3) of any excess operating funds.

## **Article IX**

### Amendments

The By-Laws may be amended at any Annual or Special Department Convention by a majority affirmative vote, provided that the proposed amendment has been submitted to the Committee on Constitution and By-Laws before the day on which it is adopted.

## **Article X**

### Revocation of Prior By-Laws

All prior By-Laws and amendments thereto are hereby revoked and shall become null and void immediately upon the adoption of these By-Laws.