

**BY-LAWS
NAPLES CHAPTER
OF THE
FLORIDA SOCIETY
OF THE
SONS OF THE AMERICAN REVOLUTION**

ARTICLE I - NAME

The name of the organization shall be the Naples Chapter of the Florida Society of the Sons of the American Revolution, (hereafter referred to as the Chapter), a not-for-profit organization.

ARTICLE II – OBJECTIVES AND PURPOSES

Section 1. Objects. The objects of this Chapter are those of the National Society of the Son of the American Revolution, Incorporated, (hereafter referred to as the National Society). They are declared to be patriotic, historical and educational and shall include those intended or designed to perpetuate the memory of those who, by their service or sacrifices during the war of the American Revolution, achieved the independence of the American people; to unite and promote fellowship among their descendants; to inspire them and the community at large with a more profound reverence for the principles of government founded by our forefathers; to encourage historical research in relation to the American Revolution; to acquire and preserve the records of the individual services of the patriots of the war, as well as documents, relics, and landmarks; to mark the scenes of the American Revolution by appropriate memorials; to celebrate the anniversaries of the prominent events of the Revolutionary War and of the revolutionary period; to foster true patriotism; to maintain and extend the institutions of American freedom; and to carry out the purposes expressed in the Preamble of the Constitution of our country and the injunctions of Washington in his farewell address to the American people.

Section 2. Purposes. The purposes of the Chapter are to promote the objects and purposes of the National Society, growth in membership, public awareness and support for its objects, and to do so in a manner that will reflect credit upon it.

ARTICLE III – POWERS

The Chapter shall have all powers necessary and useful in accomplishing the objects and purposes set forth expressly or by implication in Article II hereof. The Chapter may acquire, own, lease and dispose of real and personal property, and shall, in general, have all powers conferred on organizations of its character by the Statutes in the State of Florida.

ARTICLE IV – MEMBERSHIP

Section 1. Qualification. Membership in the Chapter shall consist of those men who are descendants of Revolutionary patriots whose applications for membership, or transfer of membership, or reinstatement of membership, have been approved by the Registrar of the Chapter, by the State Society,

and by the National Society, and who have paid the full amount of dues and fees required at the time such application was approved by the State and National Societies.

Section 2. Annual Dues and Fees. Annual dues which shall be due and payable on November 1st and shall be the sum of the dues and fees required by the National Society, the Florida Society and this Chapter. Failure to pay annual dues by December 31st terminates membership in the Chapter. Any membership so terminated may be reinstated by the payment of all delinquent dues and any reinstatement fee prescribed by the Florida Society.

Section 3. Chapter Dues and Fees. The President and Treasurer shall review Chapter financial needs each September and if a change in dues is needed, the Board of Directors shall meet the following month to establish Chapter dues payable the ensuing November 1st.

Section 4. Associates of the Chapter. Although not members, men who are 18 and older and cannot prove their Revolutionary War lineage, or for some reason do not desire membership, but want to support the chapter and its' programs, may become Associates of the Chapter. Men in this category cannot vote and cannot hold an office in the chapter. They may dress in Colonial Attire, participate in the Color Guard and as committee members, attend meetings, and act as members in other capacities as the Board of Directors deems appropriate. Associates of the Chapter may not be assessed dues but would be encouraged to donate an appropriate amount as determined by the Board of Directors. The Board of Directors must vote on the acceptance of any man wishing to affiliate in this manner, and likewise, the Board of Directors may sever any chapter relationship with any Associate of the Chapter.

ARTICLE V – BOARD OF DIRECTORS

The President, the First and Second Vice Presidents, the Secretary, the Treasurer, the Assistant Treasurer, the Registrar, the Chancellor, and the Immediate Past President and two at-large members shall function as the Board of Directors under the Chairmanship of the President. The at-large members, the Registrar, and Assistant Treasurer shall be nominated by the President and shall be confirmed by the elected members of the Board. The Board of Directors shall make policy decisions, set Chapter dues, exercise control over the affairs, activities, funds and properties of the Chapter. The Board shall meet at the call of the President and shall have the power to accept resignations from officers, directors, and to confirm appointments made by the President to fill vacancies, except that of the President. A quorum for the transaction of business by the Board shall consist of six (6) directors who are participating in the meeting which may include electronic voting which must be documented before or during a board meeting.

ARTICLE VI - OFFICERS

Section 1. Officers. The officers of this organization shall be a President, a First Vice-President, a Second Vice President, a Secretary, an Assistant Secretary, a Treasurer, an Assistant Treasurer, a Registrar, the Immediate Past President, a Chaplain, an Historian, and co-Sergeants-at-Arms. Each officer shall have the duties ordinarily assigned to those holding such office in organizations of this character; all the duties assigned by the State Society; and duties prescribed in this Article and in the By-Laws.

Section 2. The President. The President shall preside at all meetings of the Chapter and of the Board of Directors. He shall exercise general supervision and control over the affairs and activities of the Chapter, and plan and implement a program to achieve the Chapter's objectives and purposes, involving

as many of the members in the work of the Chapter as possible. He shall appoint all committees and their respective chairman, except as otherwise provided by these By-Laws, and shall be an ex-officio member of all committees, and may require such reports from them as necessary to assure that the timely action is taken to plan, organize and carry out the various activities of the Chapter. He shall have power to appoint assistants to help officers carry out their duties.

Section 3. The First Vice President. The First Vice-President shall take over the duties of the President in the event of the absence or incapacity of the President and shall serve with all the powers of the President until the President is able to resume his duties. He shall serve as Chairman of the Program Committee.

Section 4. The Second Vice President. The Second Vice-President shall take over the duties of the President and/or First Vice President in the event of their absence or incapacity. He shall be Chairman of the Membership Committee and shall perform such other duties as may be assigned to him by the President and the Board of Directors.

Section 5. The Secretary. The Secretary shall keep the minutes of the Chapter's and Board of Directors' meetings. He is the custodian of all the records of the Chapter. He shall keep a complete record of all memberships and changes in memberships, and shall notify the President, the Registrar, the Treasurer and applicants of actions affecting memberships and applications for membership in the Chapter; he shall attend to the correspondence of the Chapter, obtain supplies, medals, awards badges and like items from the National Society, and make such reports as may be required from the Chapter by the Florida Society or the National Society. He shall cause to have published annually and distributed to each member, a Naples Chapter Yearbook containing at minimum for each member, his name, mailing address, telephone number, spouse's name, and other pertinent information as well as a listing of Chapter officers and committees.

Section 5a. Assistant Secretary. The Assistant Secretary shall perform such duties as shall be delegated by the Secretary.

Section 6. The Treasurer. The Treasurer shall receive and be custodian of all funds of the Chapter. He shall promptly deposit all monies received in the Chapter's account at an authorized bank. He shall make disbursements as authorized by the President, the Secretary, or the Board of Directors. He shall itemize accounts of all receipts and disbursements, with invoices or bills to support each disbursement. He shall bill each member for the sum of the Chapter, State and National Society dues not later than November 1st and remind delinquent members of their obligations beginning early in December. He shall make a report of the financial status of the Chapter when called upon to do so, and advise the Board of Directors of delinquent members prior to December 31st.

Sections 6a. Assistant Treasurer. The Assistant Treasurer shall perform such duties as delegated by the Treasurer.

Section 7. The Registrar. The Registrar shall assist prospective members in completing their applications; he shall review them for their adequacy of documentation and form, and forward them to the Registrar of the State Society. He shall keep a copy of all papers pertaining to applications for membership. He shall notify the President, the Secretary, and the applicant of the action taken on his application.

Section 8. The Immediate Past President. The Immediate Past President shall be the last President (if in good standing) prior to the current President of the board. The primary duty of the Immediate Past President is to advise the President on Chapter business operations as needed.

Section 9. The Chaplain. The Chaplain shall give the invocation at each meeting and shall perform such other duties as ordinary to his office.

Section 10. The Chancellor. The Chancellor shall be the Charter Parliamentarian; he shall prepare such amendments or revisions to the Chapter By-Laws as may be directed by the President or the Board of Directors, and he shall advise the Board of any legal matters which may arise.

Section 11. The Historian. The Historian shall collect and preserve all Chapter Newsletters, historical records, documents, news items, relics, and memorabilia relevant to the history and activities of the Chapter. He shall prepare and render such report to the Historian of the State Society as may be required.

Section 12. Sergeants-at-Arms. The office of Sergeants-at-Arms shall be shared by two members who shall hold the title of Co-Sergeant-at Arms. The Sergeants-at Arms shall be responsible for setting up the meeting room for each regular or special meeting and assisting and preserving order as directed by the President or presiding officer; they shall be responsible for the care and safekeeping of the Chapter's flags, bell, gavel, name-tags, printed pledge cards, signs and other Chapter property.

Section 12a. Color Guard Commander. One of the two Sergeants-at-Arms shall serve as the Bernardo de Galvez Camp #13 Color Guard Commander, with the following guidance: Pursuant to the NSSAR Color Guard Handbook, the optimum number of men that form a Color Guard unit consists of four (4) compatriots: Two (2) Color Bearers of which one carries the United States National Flag, and the other carries either the State or SAR Flag; and two (2) Musketeers or Riflemen who escort the Color Bearers.

It is understood that the Naples Chapter may not have Musketeers or riflemen. In such a situation the Color Guard may consist of a minimum of three (3) members with at least one, usually the Color Guard Commander, marching to the right of the National Colors. The left side of the National Colors shall be covered, where practical, either by a second Color Guard member (with or without a Musket or a Revolutionary War Rifle), or by another Color Guard Bearer who carries another flag (most often the State flag or an SAR flag). As the Bernardo de Galvez Camp #13 Color Guard grows, the Naples Chapter Color Guard Commander will march ahead of the National Colors Separate from any other rank.

Section 13. Retiring Chapter Officer. With the election and installation of a new chapter officer, retiring officers shall within one week of the date of their retirement, deliver to their successors all papers, funds, records, and any other property belonging to the Chapter.

ARTICLE VII – COMMITTEES

Section 1. Standing Committees. The President shall appoint the following Standing Committees:

a. Program Committee. Under the Chairmanship of the First Vice-President, the Program Committee shall make all necessary arrangements for a program for each meeting, proper seating and introduction of the speaker, and Certificates of Appreciation for presentation to the speaker by the President at the conclusion of the program.

b. Membership Committee. The Second Vice-President shall be the Chairman of the Membership Committee which shall develop and carry out plans to get new members for the Chapter and to reinstate former members.

c. Publicity Committee. The Publicity Committee shall maintain contact with the local news media and provide timely news releases of coming programs and Chapter activities and events of interest, with suitable photographs, where appropriate.

d. Internet Communication Committee. The Internet Communication Committee shall provide Email communication informing the members of coming meetings, programs, special events, funeral services of deceased members, or other such information as may be necessary.

e. Veterans Committee. The Veterans Committee shall monitor the veteran status of the members and assist in obtaining the appropriate veteran medal for the members.

Section 2. Special and Ad Hoc Committees. The President shall appoint such other committees as he deems necessary to carry out Chapter activities, such as Nomination Committee, Patriot Education, ROTC Awards, Charter Day Luncheon, Joseph S. Rumbaugh Oratorical Contest, Good Citizenship Awards, Eagle Scout Scholarship Contest, or other Chapter interests.

Section 3. The President is the ex-officio member of all committees and may require such reports as necessary to assure that timely action is taken to plan, organize, and carry out the various activities of the Chapter.

ARTICLE VIII - MEETINGS

Section 1. Regular Meetings. Regular Chapter meetings shall be held monthly except on such months as directed by the Board of Directors. The President shall specify the date, time and place of each meeting, and he may call additional meetings or cancel any scheduled meeting as he deems appropriate. Notice to the members shall be provided by Email communication, along with a meeting registration form.

Section 2. The attendance of fifteen (15) members shall constitute a quorum for the transaction of business on any matter brought before the membership at a meeting. Action of the Chapter shall be by motion properly made and seconded, and the vote of a majority of the members present (deleted phrase "and voting") shall be required for the passage of any motion, except as otherwise provided by these By-Laws. Vote on any motion may be made by show of hands, by voice vote, by electronic vote, or by secret ballot, as the President may prescribe.

ARTICLE IX – ELECTION OF OFFICERS

Section 1. Nominations of the officers specified in Article VI; Section 1 shall be presented to the Chapter at the February meeting each year. Election and installation shall take place at the ensuing March meeting. Officers shall serve until their successors are installed.

Section 2. Officers in office at the time of the adoption of these By-Laws shall continue in Office until their successors are installed.

Section 3. Nominating Committee. The President shall appoint a Nominating Committee at the December board meeting.

Section 4. Additional Nominations. Additional nominations for any office may be made by written endorsement of at least ten (10) members and a certification that each nominee is willing to serve. Such additional nominations shall be delivered to the Secretary not later than five (5) days following the February meeting.

Section 5. Balloting. The Secretary shall have published in a Chapter Email the report of the nomination Committee no later than fifteen (15) days prior to the meeting at which the election is to be held. Members may vote in person at the March meeting or by secret ballot delivered to the Secretary in a sealed envelope marked "BALLOT" with the members names signed on the envelope, but not on the ballot. Members may also vote by email sent to the Secretary. When balloting is done by email, the voting member will identify himself using his NSSAR certificate issue date (form: mm/dd/year) and his name as it appears in the current Naples Chapter Directory. Emailed, mailed or hand delivered ballots must be received not later than the time the President appoints tellers to collect the ballots of those voting in person and the absentee ballot envelopes, open them, and tally the votes. Candidates receiving a simple majority of the votes cast for each office shall be declared elected and will be installed and take office at the March meeting.

ARTICLE X – REMOVAL OF OFFICERS

For cause, the membership may remove any officer from office by the vote of two-thirds of those present and voting, a quorum being present, provided that at least fifteen (15) days' notice of the proposed action is mailed to such person at his last known address, and further provided that notice of the proposed action shall have been sent to the membership at least fifteen (15) days prior to the meeting where the vote will take place.

ARTICLE XI - VACANCIES

Section 1. The President. In the event of the death, resignation, removal, or inability of the President to carry out his duties, the Board of Directors, by a two-thirds vote, may declare the office vacancy and the First Vice President shall succeed to the office of President.

Section 2. The Immediate Past President. In the event of the death, resignation, transfer, removal, or inability of the Immediate Past President to carry out his duties, the President may declare the office vacant and appoint a Member-At-Large to fill the vacancy through the timeframe of the office. The remaining board members must vote to approve the appointment.

Section 3. Other Officers. A vacancy, for the reason set forth in the preceding paragraph, in any other office, shall, upon being declared vacant by a two-thirds vote of the Board of Directors, be filled by appointment by the President for the remainder of the term of such office, subject to confirmation by the Board of Directors.

ARTICLE XII – PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall govern the proceedings of the Chapter in cases not provided for in these By-Laws.

ARTICLE XIII - AMENDMENT

Section 1. When required to conform to changes in the By-Laws of the State or National Societies, these By-Laws shall automatically conform, and the Secretary shall notify the members of the conforming change.

Section 2. Amendment Procedure. These By-Laws may be amended, altered, or repealed by a majority vote of a quorum of the membership. Amendments may be proposed by two-thirds majority vote of the Board of Directors, or by petition of at least ten (10) members. The Secretary shall provide the text of the proposed amendment(s) together with a ballot providing for approval or disapproval of each proposed change, to each member at least fifteen (15) days prior to the next Chapter meeting. Members may vote by secret written ballot in person, by email ballot as defined in Article IX, Section 5, or by absentee ballot, provided such absentee ballot is marked "BALLOT" on the envelope, with the member's name signed on the envelope, but not on the ballot, and providing such absentee ballots and email ballots are received prior to the collection of ballots by the tellers at the meeting. These amendments approved by a majority of the quorum shall be declared adopted and shall become effective immediately.

ARTICLE XIV - DISSOLUTION

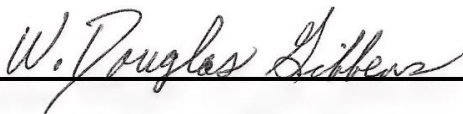
In the event of the dissolution of the Chapter, its assets, property, and records shall be transferred to and become the property of the State Society.

These By-Laws are amended with the effective date of November 7, 2024.

On the 4th of September 2024 the proposed amendment to Article V was presented to and unanimously approved by the Board of Directors.

On the 26th of September 2024 the proposed amendment to Article IV Section 4 was presented to and unanimously approved by the Board of Directors.

On the 7th of November 2024 the proposed amendments to Article IV Section 4 and Article V were presented to membership for a vote and approved by a majority of the quorum.

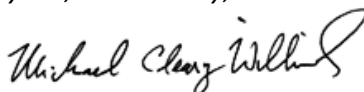


November 7th, 2024

President: CSM W. Douglas Gibbens, USA (Ret.)

Date

I hereby certify that the above amendments were approved and signed by the President and attested by me, as Secretary, on November 7th, 2024



Secretary: Michael Cleary Williams