

CONSTITUTION AND BY-LAWS



NATIONAL GUARD ASSOCIATION OF NEW JERSEY

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ARTICLE I

PREFACE AND NAME

SECTION 1. PREFACE

a. Whenever the words "Annual Conference" or "Special Conference" appear in the Constitution, they shall be replaced by the words "Annual Conference/Meeting" or "Special Conference/Meeting".

b. Whenever a masculine word appears herein, this shall include the feminine gender as circumstances require.

SECTION 2. NAME

The name of this Association shall be the "National Guard Association of New Jersey," an incorporated, non-profit association, hereinafter referred to as "The Association."

ARTICLE II

PURPOSES AND POWERS

SECTION 1. PURPOSES

The purposes of this Association are:

a. To promote and support adequate state and national security under the provisions of the Constitution of the State of New Jersey and Constitution of the United States of America.

b. To foster and improve the National Guard of the State of New Jersey and its relations with the general public.

c. To promote close association, friendship, understanding and cooperation between all members of this Association.

SECTION 2. POWERS

In order to promote the best interests of the Association and the purposes for which it was formed, it shall have the following powers, through its Executive Council:

a. Receive and collect membership dues.

b. Accept contributions.

c. Acquire, hold, take by gift, devise or purchase, property, both real and personal. Title to real property shall be taken in the name of the Association. The custody and management of the same shall be vested in the Executive Council. When the Executive Council, through a duly adopted resolution, authorizes the purchase, sale, transfer or encumbrance of any property, either real or personal, the President is empowered to execute and the Secretary to attest such documents as may be necessary to accomplish the same.

d. Invest its funds in property, both real and personal. All income or increase from whatever source derived shall be used exclusively to promote the purposes for which the Association was organized. It may expend monies in furtherance of the purposes of the Association at such times and in such amount as the Executive Council shall deem necessary and appropriate.

e. Actively promote the interest of the National Guard of the State of New Jersey at all levels of government including, but not limited to, becoming duly recognized lobbyists in the Congress of the United States and Legislature of the State of New Jersey at such times and for such purposes as the Executive Council may deem necessary, always provided such purposes are in accordance with those outlined in this article.

f. Hire, fire or appoint and relieve whatever employees or agents of the Association, such as an Executive Director or Full-Time Administrator, whether compensated or non-compensated that are deemed necessary or desirable to fulfill the purposes of the Association. When the duties of the Association employee or agent include signing or distributing checks, said employees or agent shall furnish a bond in such sum as may be required by the Executive Council, the premium for which shall be paid from the funds of the Association.

ARTICLE III

MEMBERSHIP

SECTION 1. TYPES OF MEMBERSHIP

The membership of the Association shall be composed of:

a. **REGULAR.** All active officers and warrant officers of the National Guard of the State of New Jersey shall be eligible for regular membership. All active officers and warrant officers of the National Guard of the State of New Jersey shall be carried on the rolls of the Association as regular members, unless disqualified by reason of non payment of dues. All former officers and warrant officers of the National Guard of the State of New Jersey who have separated from the National Guard under honorable conditions shall also be eligible for regular membership. All officers and warrant officers eligible for regular membership shall become regular members upon payment of their dues for the current year. Any regular member whose dues for the preceding fiscal year remain unpaid at the opening of the Annual Conference shall be deemed in arrears and shall be suspended from membership until such arrears are paid, provided, however, that such individual shall not be required to pay more than two years' dues to receive reinstatement. Where a distinction is required in this Constitution or the By-Laws between active officers and warrant officers and former officers and warrant officers, active officers and warrant officers shall be referred to as "active regular members" and former officers and warrant officers shall be referred to as "nonactive regular members." Nonactive regular members shall not be eligible to hold the positions in the Association enumerated in Article IV Section 1 (Officers) and Article VIII Section 1a (Nominating Committee).

b. **LIFE.** Any member of the Association may be granted a life membership in this Association upon payment of the dues established for such a membership. A paid up life membership shall automatically be granted to each past President of the Association. Life membership has no effect on an individual's right to hold any Office. The eligibility of a life member to hold office is determined by the membership status to which the individual would otherwise be entitled. Upon the death of a life member, the surviving spouse will automatically become a life member at no additional cost.

c. HONORARY. All Governors and living Ex-Governors of the State of New Jersey shall be honorary members of the Association. Other persons may be voted this status at the Annual Conference upon unanimous vote of the members present. Honorary members are not eligible to vote and cannot hold office in the Association. Honorary members shall not be required to pay dues.

d. SPECIAL. All citizens of the United States who are not present or former officers or warrant officers of the National Guard of the State of New Jersey and who shall have exhibited active interest in or concern for the military organizations of the United States of America or who are particularly concerned with the history, welfare and future of the National Guard of the United States and of New Jersey shall be eligible for special memberships. Any regular member may propose a person for special membership. The Executive Council shall have the power to confer special membership. Special members are not eligible to vote and cannot hold office in the Association. Special members shall pay dues. Special membership, once conferred, shall be retained by the member as long as dues for each fiscal year are paid.

e. SPOUSE. The spouses of all regular and life members of the Association shall be eligible for spouse membership, upon the receipt of completed application and the payment of such dues as may be prescribed. Spouse members shall not be eligible to hold any Association offices prescribed in Article IV. Spouse members may continue to exercise all other membership benefits as long as their spouse maintains a regular or life member status or if they shall be the surviving spouse of such member.

f. CORPORATE. Any company, firm, or organization, whether sole proprietorship, partnership or corporation, upon application to and approval of the Executive Council and upon payment of an annual corporate membership fee, shall be eligible for membership in the National Guard Association of New Jersey as a corporate member. Corporate members may attend NGANJ social events, the annual convention or such other functions or activities as the Executive Council may from time to time designate. However, corporate members, including their individual employees, may not participate in elections, hold office or enjoy any other association benefits, unless they individually qualify for and become regular or life members thereof.

SECTION 2. QUORUM

a. Seventy-five (75) regular members in good standing present at the Annual Conference/Meeting or at any Special Conference/Meeting, shall constitute a quorum.

b. A majority of the **filled** seats of the Executive Council shall constitute its quorum.

SECTION 3. FISCAL YEAR

Commencing January 1, 1996, the fiscal year of the NGANJ shall run twelve months beginning January 1 and concluding on December 31. To facilitate this change, the NGANJ hereby adopts a transitional accounting period from Jul 1 1995 to December 31, 1995.

ARTICLE IV

OFFICERS

SECTION 1. OFFICERS

The Officers of the Association shall be:

- a. A President
- b. A First Vice President
- c. A Second Vice President
- d. A Secretary
- e. A Treasurer

SECTION 2. DUTIES OF OFFICERS

The duties of the officers of the Association shall be prescribed in the By-Laws of the Association.

SECTION 3. QUALIFICATIONS OF OFFICERS

Only active regular members of the Association may be elected to one of the positions enumerated in Section 1 of this Article. In the event the President ceased to be an active regular member for any reason, that office shall be deemed vacant without need for further action. If any other officer enumerated in Section 1 of this Article shall cease to be an active regular member, that individual, may serve out the balance of the term for which elected. However, such individual shall be ineligible to succeed to the office of President.

SECTION 4. POWERS

Any Officer of the Association or Executive Director/Full-Time Administrator is empowered to sign any contract or binding agreement that may be negotiated and contracted for under the provisions of ARTICLE III - COMMITTEES, SECTION 1 f (3) of the By-Laws in connection with the Annual Conference/Meeting.

ARTICLE V

EXECUTIVE COUNCIL

SECTION 1. COMPOSITION

There shall be an Executive Council of the Association consisting of the officers of the Association, the immediate past President, one representative from each groupment as established pursuant to Article VI of the By-Laws and representatives of the nonactive regular members.

SECTION 2. POWERS AND DUTIES

The ordinary powers and duties of the Executive Council shall be as prescribed in the By-Laws of the Association.

ARTICLE VI

EMERGENCY EXECUTIVE COUNCIL

SECTION 1. EMERGENCY POWERS

In the event of war or other emergency, as a result of which a sufficient number of units of the National Guard of the State of New Jersey is ordered or called into active military service of the United States which would make it impossible to obtain a quorum of the Executive Council, an Emergency Executive Council is authorized and empowered to carry on and conduct the business of the Association. This Emergency Executive Council shall be composed of representatives of such units as are not ordered or called into active military service.

SECTION 2. VACANCIES

In the event that the President, First Vice President and Second Vice President are all precluded from serving as such as the result of war, emergency or otherwise, the Executive Council, by majority vote, shall select one from their number to serve as Interim President of the Association and the Executive Council. If for any reason no member of the Executive Council is so selected, then the Executive Council may select any active regular member of the Association in good standing, to serve as Interim President, notwithstanding any other provisions in this Constitution to the contrary.

ARTICLE VII

ELECTIONS

SECTION 1. OFFICERS

All officers of the Association shall be elected at the Annual Conference/Meeting of the Association and shall hold office for a term of two years or until their successors is duly elected and qualified. A majority of all votes cast at such Annual Conference/Meeting shall be required for election. The President shall not be of the same service for more than two consecutive terms.

SECTION 2. ELIGIBILITY OF MEMBERS TO HOLD OFFICE.

a. The Presidents and Vice Presidents may not succeed themselves. However, if a person succeeds to any such office as provided in Article 1 of the By-Laws and serves less than 18 months in that office, that individual shall be eligible for election to a full term in that office.

b. General Officers shall not be eligible for election. They may serve on committees. However, any person duly elected to office who subsequently receives federal recognition as a General Officer shall be eligible to complete the term of office currently held. In addition, should the President receive federal recognition as a General Officer, such federal recognition will not disbar that individual from service on the Executive Council as Immediate Past President.

SECTION 3. REPRESENTATIVE MEMBERS OF THE EXECUTIVE COUNCIL

a. Each groupment, as established under Article VI of the By-Laws shall elect one of its members to serve as its representative on the Executive Council.

b. The term of office of each such representative is three years or until a successor is duly elected and qualified. Such representatives are eligible to succeed themselves.

c. Election of representatives will normally be held following the Annual Conference/Meeting of the Association in those groupments where necessary.

d. The senior officer in the groupment shall call a meeting for the purpose of electing a representative, which meeting shall be conducted by mail.

e. In the event the position of representative to the Executive Council is vacated for any reason other than expiration of term, the senior officer in that groupment shall conduct an election, as described in subsection d, above, as soon as practicable, for the purpose of electing a new representative. Any representative elected pursuant to this subsection shall be elected for the balance of the unexpired term.

f. In the case of the groupment of nonactive regular members, the current representative with the greater length of service in that capacity shall be considered the senior officer of the groupment for the purposes of subparagraph d, above.

SECTION 4. NOMINATIONS

Nominations for the officers of the Association will be made by the Nominating Committee. In addition, nominations may be made from the floor.

ARTICLE VIII

COMMITTEES

SECTION 1. STANDING COMMITTEES

The Standing Committees of the Association shall be:

- a. Nominating
- b. Membership
- c. Joint Legislative
- d. Resolutions
- e. Publicity and Public Relations
- f. Arrangements
- g. Host
- h. Investment
- i. Awards

j. Finance

k. Joint Insurance Committee

SECTION 2. NOMINATING COMMITTEE

a. The members of the Nominating Committee shall be nominated and elected at an Annual Conference/Meeting.

b. The Nominating Committee shall be nominated and elected in the years between the years in which the officers are elected; that is, in even-numbered years when officers are elected in odd numbered years. They shall serve for a term of two years.

c. The duties of the Nominating Committee shall be as prescribed in Article III, Section 2 of the By-Laws.

d. The Nominating Committee shall consist of three active regular members, two of whom shall be from the Army National Guard and the other from the Air National Guard.

SECTION 3. SPECIAL COMMITTEES

The President of the Association may appoint such special committees as are deemed necessary.

SECTION 4. MEMBERSHIP AND FUNCTIONS

Except as specified in this Article, the membership and function of all committees shall be as prescribed in Article III of the By-Laws.

ARTICLE IX

CONFERENCES

There shall be an Annual Conference/Meeting of the Association. In addition, Special Conferences/Meetings may be called by a majority of the Executive Council.

ARTICLE X

AMENDMENTS

The Constitution provide that proposed amendments shall be submitted in writing to the President of the Association at least sixty (60) days prior to the date the Annual Conference/Meeting at which proposed amendments are to be considered. Proposed amendments will be distributed to the members at least thirty (30) days prior to the date of the Annual Conference/Meeting at which time they will be considered. Constitutional amendments require a two-thirds (2/3) vote of the members present at the Annual Conference/Meeting or Special Conference/Meeting.

ARTICLE I

DUTIES AND POWERS OF OFFICERS

SECTION 1. PRESIDENT

a. The President shall preside at the Annual Conference/Meeting and at all Special Conferences/Meetings of the Association, and is Chairman of the Executive Council.

b. The President is charged with the direction and administration of the affairs of the Association between Annual Conferences/Meetings.

c. The President shall, from time to time, call meetings of the Executive Council. With the exception of the Nominating Committee, which is provided for in the Constitution, the President shall appoint all Standing and Special Committees and shall name the Chair and Vice Chair thereof. The President shall be an ex officio member of all committees.

d. The President is responsible for the location and operation of the Headquarters Office of the Association, subject to the approval of the Executive Council.

e. The President shall supervise arrangements for the Annual and Special Conferences/Meetings.

f. The President shall have the authority to approve such incidental expenses as may be necessary, in a total sum not to exceed \$250.00 each year in office.

g. The President shall make an annual report to the Association.

h. The President or Interim President shall have the authority to appoint Interim Officers of the Association if a vacancy shall arise until such time as elections are held. If needed, a Special Conference/Meeting of the membership shall be held within sixty (60) days.

SECTION 2. FIRST VICE PRESIDENT

a. The First Vice President shall perform the duties of the President during the absence or disability of the President.

b. In the event the office of President is vacated for any reason, the First Vice President shall become President of the Association for the balance of the unexpired term.

c. The First Vice President shall serve as a member of the Executive Council.

SECTION 3. SECOND VICE PRESIDENT

a. The Second Vice President shall perform all duties of the First Vice President in the absence of the First Vice President.

b. In the event the office of First Vice President is vacated for any reason, the Second Vice President shall become the First Vice President for the balance of the unexpired term. If both the office of President and First Vice President shall simultaneously be vacant for any reason, the Second Vice President shall become President for the balance of the unexpired term.

c. The Second Vice President shall serve as member of the Executive Council.

SECTION 4. IMMEDIATE PAST PRESIDENT

a. Upon the election of a new President, the out going President shall automatically become the Immediate Past President and shall serve in that position until a new President is elected.

b. The immediate Past President shall serve as a member of the Executive Council.

SECTION 5. GROUPMENT REPRESENTATIVES

The Groupment Representatives elected by the various groupments shall perform such duties as may be assigned by the President of the Association.

SECTION 6. SECRETARY

a. The Secretary shall have charge of all records of the Association, including those of the Executive Council.

b. The Secretary shall have all duties and powers authorized secretaries of corporations organized under Title 15 (Corporations Not For Profit) of the New Jersey Statutes.

c. The Secretary shall serve as a member of the Executive Council.

SECTION 7. TREASURER.

a. The Treasurer shall be custodian of all funds of any nature whatsoever due to the Association from any and all sources.

b. The Treasurer shall receive and receipt for all funds and deposit the same in the name of the Association in a Federal or State chartered bank and/or savings and loan, or mutual savings bank authorized to do business in the State of New Jersey, or a money market fund, as approved by the Executive Council.

c. Checks in payment of all bills and claims against the Association, when such bills and claims have been approved by the Executive Council and payment authorized, and when such bills and claims have been certified for payment by the President or Executive Director/Full-Time Administrator shall be issued with a dual signature system. One of the signatories shall be the Executive Director or Administrator or in their absence the President or 1st Vice President or 2nd Vice President and the other being the Treasurer, or in the absence of the Treasurer, the Secretary. Additional signatories shall not be permitted by an immediate family member of the first signatory. Nothing in this sub-paragraph shall have any effect upon the power of the President to authorize payment as provided in Article I, Section 1 f of this ARTICLE.

d. The Treasurer shall furnish a bond in such sum as may be required by the Executive Council, the premium for which shall be paid from the funds of the Association.

e. There shall be an annual audit of the books and finances of the Association by a certified public accountant, to be selected at the Annual Conference. The accountant shall furnish a report of said audit at the Annual Conference/Meeting.

f. The Treasurer shall make a report of the finances of the Association at the Annual Conference/Meeting.

g. The Treasurer shall serve as a member of the Executive Council.

SECTION 8. REMOVAL FROM OFFICE

Any officer of this Association or other member of the executive Council may be suspended or removed from office for inefficiency, for conduct grossly detrimental to the interests of this Association, or for any other grave cause. In such case, a two thirds vote of the Members of the Executive Council shall be required for the purpose of calling a Special Conference/Meeting to consider such removal. The question of the removal of the officer shall be the only business conducted at such Special Conference/Meeting. A vote of two thirds of the regular members then presents and voting shall be required to remove an officer.

ARTICLE II

EXECUTIVE COUNCIL

SECTION 1. COMPOSITION

The Executive Council shall consist of the President, First Vice President, Second Vice President, Immediate Past President, Secretary, Treasurer, representative(s) from each groupment, as defined by the By-Laws of the Association, and a maximum of three representatives from the groupment of nonactive regular members.

SECTION 2. DUTIES

- a. Between Annual Conference/Meeting, the Executive Council shall have full power and authority to establish general policies of the Association.
- b. It shall have the power to accumulate, control, and expend the funds of the Association; incur and discharge financial obligations and otherwise have full power to effectuate the purposes of this Association, as defined in the Constitution.
- c. Shall invest the funds of the Association in bank obligations insured only by the Federal Deposit Insurance Corporation Deposit Insurance Corporation or commercial obligations rated A2 or better by Standard and Poors or P2 or better by Moodys, or money market funds the charter of which stipulates investments in bank obligations rated A2 or better by Standard and Poors of P2 or better by Moodys.
- d. The Executive Council shall have the power to take a position on behalf of the Association, either publicly or otherwise, on issues affecting the purposes and powers of the Association, as set forth in Article II of the Constitution.
- e. The Executive Council shall recommend to the Annual Conference/Meeting the selection of a Certified Public Accountant, to be empowered and engaged to perform an annual audit of the books and finances of the Association.
- f. The Executive Council shall have the authority to call a Special Conference/Meeting of the Association, by a majority vote of the Executive Council.
- g. The Executive Council shall have the authority to designate the time and place of the next Annual Conference/Meeting when not fixed by the Annual Conference. In the event the time and place fixed for any Annual Conference is for any reason cancelled, altered or if changes in circumstances have occurred since the site selection, the Executive Council shall then fix a new time and place for such Annual Conference/Meeting.

h. If a representative member of the Executive Council leaves the groupment which that individual was elected to represent for any reason, there shall be a vacancy in that groupment, which shall be filled by a special mail election, to be held for that purpose, within 30 days of the vacancy

i. The Executive Council shall have the power, by majority vote, to fill any vacant elective position unless other provisions for filling such vacancy are contained in the Constitution or By-Laws of the Association. Any such successor in office shall serve the unexpired portion of the term.

j. The President and Secretary of the Association shall be delegates to the Annual General Conference of the National Guard Association of the United States. In addition, subject to limitations imposed by the number of delegates allotted to the State and available Association supporting funds, the Vice Presidents, Treasurer, Immediate Past President and representatives of the various groupments, selected by the Executive Council, may be additional delegates. If limitations, not within the control of the Executive Council, prevent full representation in the list of delegates, it will be the responsibility of the Executive Council to give appropriate priority in the preparation of the list of delegates to those groupments not represented in the previous year or years.

k. In the event that an expenditure of funds in excess of the budgeted amount is necessary before a special meeting can be convened, the President with the concurrence of one other officer, but not the Treasurer, may authorize such additional expenditure for any previously authorized budget item in an amount not to exceed twenty-five (25%) per cent of the budgeted amount. Such action shall be presented to the Executive Council, at the next scheduled or emergency meeting for ratification. If said action is not ratified, the Executive Council shall take such action as is necessary to either rescind the expenditure, or reduce other budget accounts to balance the expenditure with the approved budget.

SECTION 3. MEETINGS

a. The Executive Council shall meet at the call of the President at least once each quarter to conduct such business as may come before the Executive Council. The Secretary shall notify each member of the Executive Council at least ten (10) days prior to the meeting. A certificate of said notification shall be delivered to the President by the Secretary at the commencement of each meeting.

b. The President may call a special meeting of the Executive Council on his own or at the request of four members thereof upon forty-eight (48) hours notice. The Secretary shall notify all Executive Council members of the meeting and file a certificate of notification with the President at the commencement of the meeting. Only such business as shall be specified in the special meeting notice may be considered at such special meeting.

c. The presence of one third of the authorized membership of the Executive Council, not including the officers thereof, plus the President and one other officer shall constitute a quorum for the purpose of such special meeting.

ARTICLE III

COMMITTEES

SECTION 1. STANDING COMMITTEES

The composition, powers and duties of the Standing Committees shall be as follows:

a. THE NOMINATING COMMITTEE

(1) Consists of three active regular members, selected as described in Article IX Section 2 of the Constitution. The Committee shall select its own chairman from among its numbers at its first meeting.

(2) Reports to the Annual Conference/Meeting its recommendations for nominations for Officers of the Association in the years when officers are to be elected, and its recommendations to the next Nominating Committee in alternate years. The report of the Committee shall be filed with the Secretary not later than one month prior to the Annual Conference/Meeting.

(3) The President of the Association shall call and chair the first meeting of the Committee until a chairman is selected as provided in Section 1a (1).

b. MEMBERSHIP COMMITTEE

(1) Consists of three regular members of the Association, selected by the President. The Chairman of the Committee is designated by the President.

(2) Has the power to take any and all steps, recommended and approved by the Executive Council, to keep the membership at 100 percent of all active officers and warrant officers in the Army and Air National Guard of New Jersey.

(3) Submits a membership report to the Annual Conference/Meeting and at any other time requested by the President.

c. JOINT LEGISLATIVE COMMITTEE

(1) Consists of not less than five regular members, appointed by the President. The Chairman is selected by the President

(2) Recommends legislation deemed necessary to carry into effect any policies requiring legislative action.

d. RESOLUTIONS COMMITTEE

(1) Consists of not less than five regular members appointed by the President. The Chairman is selected by the President.

(2) Prepares resolutions for presentation to the Annual Conference/Meeting.

(3) Considers all resolutions presented to it by any voting member or groupment, at least ten days prior to the Annual Conference/Meeting and presents those it deems appropriate for consideration at the Annual Conference/Meeting. It may recommend proposed Resolutions as submitted or modify them prior to submission to the members as the Committee may deem appropriate. Resolutions may be submitted from the floor of the Annual Conference/Meeting only with a two thirds approval of the members present.

e. PUBLICITY AND PUBLIC RELATIONS COMMITTEE

(1) Consists of not less than three regular members of the Association, appointed by the President. The President shall appoint the Chairman of the Committee.

(2) Performs such duties as are normally performed by such a committee in similar associations.

(3) Shall recommend to the Annual Conference/Meeting policies which, if carried into effect, will propagate understanding and good will between the Army and Air National Guard and the public.

f. ARRANGEMENTS COMMITTEE

(1) Shall consist of the Elected Officers of the Association (President, First Vice President, Second Vice President, Secretary and Treasurer) on active Army Member At-Large, on active Air Member At-Large, one non-active Member and the Spouse Representative. The First Vice President shall serve as the Chair. Additionally, the rotational Host Committee Chair (or designated representative) shall serve on this Committee.

(2) Shall recommend to the Annual Conference/Meeting the time and place for each Annual Conference/Meeting for the following year.

(3) Shall have responsibility for negotiating and contracting with the designated site(s).

(4) Shall be responsible for developing the budget requirements for all events scheduled by the Association.

(5) Shall be responsible for, on an annual basis, for making arrangements for all events to be conducted at the Annual and Special Conferences/Meetings such as, but not limited to theme, meeting areas, social activities and housing arrangements.

g. HOST COMMITTEE

(1) Shall consist, on a (yearly) rotating basis, of the Commander (or designated representative) of the following commands (or future designations): 177th Fighter Wing (2006), 42nd RSG (2007), 254th Regiment (2008), 108th Air Refueling Wing (2009), Joint Force Headquarters (2010), 57th Troop Command (2011), Joint Training Training Development Center (2012) and 50th BCT (2013).

(2) Under the direction of the Arrangements Committee Chair, shall provide administrative and logistical support for all of the events planned by the Arrangements Committee during the calendar year.

(3) Shall maintain liaison with the Arrangements Committee until such time as relieved by the Chair of the Arrangements Committee upon completion of the responsibilities assigned.

h. INVESTMENT COMMITTEE

(1) Shall consist of not less than three members of the Association to be designated by the President. One member shall be the Treasurer. The President shall select the Chair of the Committee.

(2) Shall develop investment strategies and recommend to Executive Council investments of the Association.

(3) Shall monitor and report the status of investment accounts at each Executive Council meetings.

i. FINANCE COMMITTEE

(1) Shall consist of not less than three members appointed by the President, one of whom shall also be the Treasurer. The President shall also select the Chair of the Committee.

(2) Shall be responsible for developing and presenting an annual budget to the Executive Council for adoption. It shall also monitor the expenditure of budgeted funds and recommend periodic changes in the annual budget to reflect the activities and desires of the membership.

(3) Shall receive and review the annual audit of the Treasury and recommend the adoption or disapproval of the audit.

(4) Provide financial advice and guidance in all areas not within the purview of the Investment Committee.

(5) Shall invest the funds of the Association in bank obligations insured only by the Federal Deposit Insurance Corporation Deposit Insurance Corporation or commercial obligations rated A2 or better by Standard and Poors or P2 or better by Moodys, or money market funds the charter of which stipulates investments in bank obligations rated A2 or better by Standard and Poors of P2 or better by Moodys.

(6) Shall have the responsibility for supervision of and reporting to the Executive Council of all funds received.

j. AWARDS COMMITTEE

(1) Shall consist of not less than five active members of the Association, selected by the President. The President shall appoint the Chairman of the Committee

(2) Shall review all proposals for awards and recommend approval or disapproval to the Executive Council for final action.

k. JOINT INSURANCE COMMITTEE

(1) Consists of four each members of the National Guard Association of New Jersey (NGANJ) and four each members of the Enlisted Association of the National Guard of New Jersey (EANG-NJ). The Committee consists of the following members appointed by the President of the NGANJ:

NGANJ President
NGANJ Treasurer
NGANJ First Vice President
NGANJ Member

The EANG-NJ Committee consists of the following members appointed by the President of the EANG-NJ:

EANG-NJ President
EANG-NJ Treasurer
EANG-NJ Member
EANG-NJ Member

(2) Oversees the Insurance Program and Insurance Administrator and makes recommendations to the Executive Council as to the operation of the program and fund.

(3) This Committee assigns an annual budget and funds the JOINT LEGISLATION COMMITTEE with monies from the Insurance Fund.

SECTION 2. SPECIAL COMMITTEES

The composition, Chairman, duration and duties of the Special Committees as may be created shall be as prescribed by the President of the Association.

SECTION 3. TENURE

With the exception of the Nominating Committee, the tenure of all members on any standing committee shall be at the pleasure of the President of the Association.

ARTICLE IV

DUES

SECTION 1. ANNUAL DUES

a. The annual dues of the Association shall be due and payable on the first day of January of each year.

b. Annual dues for active regular members shall be computed as 15% of one day's pay and shall be rounded to the nearest dollar. This shall be based upon the pay scale in effect for the previous year, using the federally recognized grade held by each member on the billing date (1 October). The rate of pay shall be calculated using the following years of service for the grade indicated regardless of the actual years of service of the individual member.

<u>Grade</u>	<u>Years</u>	<u>Grade</u>	<u>Years</u>	<u>Grade</u>	<u>Years</u>	<u>Grade</u>	<u>Years</u>
O-8	26	O-5	20	O-2	3	CW-4	18
O-7	26	O-4	16	O-1	-	CW-3	10
O-6	26	O-3	10	CW-5	24	CW-2	4
						WO-1	2

c. It shall be the responsibility of the Membership Committee to determine the rates for regular members annually and disseminate this information to the members no later than 1 October for collection 1 January.

d. Dues for nonactive Regular members shall be \$15.00 per year. Dues for Spouse Members shall be \$10.00 per year. Dues for Special Members shall be \$5.00 per year.

SECTION 2. LIFE MEMBERSHIP

Life memberships may be purchased by any category of members at the following rates:

Active Regular Members	\$250.00
Nonactive Regular Members	\$100.00
Special Members	\$ 50.00
Spouse Members	\$ 50.00

SECTION 3. CERTIFICATES OF MEMBERSHIP

A certificate of membership shall be issued to each member.

SECTION 4. OBLIGATION OF NEW OFFICERS

Any commissioned or warrant officer who becomes first eligible for membership in the Association between 1 July and 31 December of each year, shall receive a certificate of membership but shall not be obligated to pay dues for the balance of that calendar year.

SECTION 5. CORPORATE MEMBERSHIP

Corporate membership may be purchased by any eligible business entity set forth in the constitution. The annual membership fee shall be set by the Executive Council annually at its April meeting.

ARTICLE V

ORDER OF BUSINESS

The order of business and parliamentary procedure shall be governed by Robert's Rules of Order, Revised, except as herein modified. The order of business and program for each Conference shall be as determined by the President of the Association.

ARTICLE VI

GROUPMENTS

SECTION 1. ORGANIZATION

a. The separate commands which compose the Army and Air National Guard of New Jersey shall be organized into groupments, which groupments shall consist of a varying number of subordinate commands organized as provided in this section.

b. Groupments shall be organized along command lines.

c. Placement of units within groupments shall maximize command communications channels and, where compatible, maintain minimum travel distance between units assigned to the groupments.

d. One representative to the Executive Council shall be elected from each groupment.

e. Groupments from among Army National Guard units may be designated by Major Command or group commands or sub-units within a major command for each approximately 100 officers therein.

f. Groupments from among Air National Guard units may be designated by air base locations, major commands or groups of commands.

g. In addition, all nonactive regular members shall constitute one groupment. That groupment shall be entitled to elect representatives to the Executive Council based on one representative per 100 members, as that membership is calculated by the membership committee as of 1 July next preceding the election. However, in no case shall the groupment of nonactive regular members be eligible to have more than three representatives to the Executive Council, regardless of size. Further no more than two representatives shall be from the same service.

SECTION 2. CHANGE OF COMPOSITION

a. Whenever reorganization shall occur within any groupment which may affect the number of officers contained in that groupment, the President shall appoint a special committee, pursuant to these By-Laws to review the organization of groupments for the purposes of determining whether they still comply with the provision of Section 1 of this Article.

b. In the event such military reorganization results in an alteration in the composition of one or more groupments such that they no longer comply with the provisions of Section 1 of this Article, the committee shall make appropriate recommendations to reorganize the groupments to bring them into compliance with the provisions of Section 1 of this Article.

c. Upon acceptance and review of the recommended changes in groupment structure and/or authorized executive council membership based upon such changes in groupment strength, the executive council shall recommend any proposed change in the executive council composition to the general membership at the annual conference for approval.

d. Any proposed changes in groupment shall be presented to the general membership at its annual conference or a special meeting called for that purpose, and shall be deemed adopted unless the membership specifically votes to reject the recommended reorganization by the adoption of an alternative plan.

e. Any reorganization of groupments will take effect immediately following the Annual Conference/Meeting after the military reorganization.

ARTICLE VII

DISSOLUTION

SECTION 1. On dissolution or final liquidation, the Executive Council shall, after paying or making provisions for the payment of all the lawful debts and liabilities of the Association, distribute all the assets of the Association to one or more of the following categories or recipients as the Executive Council shall determine:

a. A non-profit organization or organizations, which may have been created to succeed the Association, as long as such organization or each such organizations are organized and operated as a tax exempt organization or organizations under the appropriate Section 501c of the Internal Revenue Code of 1954 (or the corresponding provision o any future United States Internal Revenue Law), as the Executive Council shall determine.

b. A non-profit organization or organizations, having similar aims and objectives as the Association and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations are organized and operated as a tax exempt organization or organizations under the appropriate Section 501c of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Executive Council shall determine.

SECTION 2. Any assets not disposed in accordance with Section 1 shall be disposed of by a court having suitable equitable jurisdiction of the County in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

AMENDMENTS

The By-Laws provide that proposed amendments shall be submitted in writing to the President of the Association at least sixty (60) days prior to the date the Conference/Meeting at which proposed amendments are to be considered. Proposed amendments will be distributed to the members at least thirty (30) days prior to the date of the Conference/Meeting at which time they will be considered. By-Laws amendments require a majority vote of the members present at the Annual Conference/Meeting or Special Conference/Meeting.