

BY-LAWS
MISSISSIPPI NATIONAL GUARD NONCOMMISSIONED OFFICERS ASSOCIATION

Article I: Name

The name of this Association shall be the Mississippi National Guard Noncommissioned Officers Association, hereinafter referred to as the Association.

Article II: Object

The object of the Association shall be to:

1. Promote and maintain state and national security;
2. Promote and advance the professionalism, status, welfare, and unity of the Mississippi National Guard noncommissioned officers and enlisted members and to promote the social welfare of the community;
3. Assist disabled and needy war veterans and members of the U.S. Armed Forces and their dependents and the widows and orphans of deceased veterans;
4. Sponsor or participate in activities of a patriotic nature;
5. Provide benefit programs for its members or dependents of its members or both;
6. Provide social and recreational activities for its members;
7. Promote and authorize the establishment of an Auxiliary and Local/Unit Chapters;
8. Promote and support the objectives of the Enlisted Association of the National Guard of the United States (EANGUS);
9. Be a non-profit organization;
10. Not participate in partisan politics.

Article III: Membership

Section 1. Membership in the Association shall be issued to those qualified upon application and payment of dues and the classes, qualifications, and rights are:

1. Annual membership shall be soldiers and airmen in pay grade E-1 through E-9 who are serving, or have served, in the U.S. Armed Forces with a federally recognized unit of the Mississippi Army or Air National Guard, to include all activated or mobilized units during periods of war. Persons who previously served, but are no longer serving, with a federally recognized unit of the Mississippi Army or Air National Guard and were separated without completing 20 years of creditable service toward retirement are eligible for membership. Their characterization of service must be honorable indicated by either a DD 214 or NGB 22.
2. Life members must meet the qualifications of annual members and those who vacate these qualifications shall not make motions or vote or hold office and a life membership shall be issued, without dues, to all Presidents of the Association who have fulfilled their tenure of office;

3. Retired Annual Members who shall be enlisted personnel who have retired from active service in a federally recognized unit of the Mississippi National Guard. They shall have all the rights and privileges of annual and/or life members of the Association. They shall have fixed dues as determined by the Association Board of Directors.
4. Honorary members shall be persons who have rendered outstanding service toward the Association objectives and be approved by a majority vote at conference and shall not be assessed dues and they cannot make motions, or vote, or hold office;
5. Associate members shall be persons, not otherwise qualified for membership, who support the objectives of the Association and they shall not make motions, or vote, or hold office;
6. Associate life members shall be persons, not otherwise qualified membership, who support the objectives of the Association and they shall not make motions, or vote, or hold office;
7. Corporate members shall be persons or organizations with a common interest in the objectives of the Association and they shall not make motions, or vote, or hold office.

Section 2. Dues shall:

1. Be specified by the Board of Directors, by two-thirds vote, in an amount necessary for the operation of the Association;
2. Be due and payable annually, excluding life, on the first day of the fiscal year;
3. Be collected any time during the calendar year for the next fiscal year's membership, unless otherwise specified by the member;
4. Be published in the quarterly periodical and any dues amendment shall be published ninety days prior to the effective date.

Section 3. Annual dues shall:

1. Include the amount necessary for EANGUS dues, which will normally be submitted to EANGUS ON OR BEFORE 31 December with an appropriate EANGUS membership listing;
2. Include fifty cents to be deposited in the Scholarship Fund.

Section 4. Life dues shall be two hundred and fifty dollars, effective 25 April 2015.

Section 5. Membership may be terminated for cause by the Board of Directors by two-thirds vote, and the prorated return of current dues.

ARTICLE IV: OFFICERS

Section 1. The Officers of the Association shall be a President, a Vice President (Army), a Vice President (Air), an Immediate Past-President, a Secretary and Treasurer and these Officers shall:

1. Perform the duties prescribed by these By Laws and the parliamentary

- authority adopted by the Association;
2. Perform such duties as are ordinarily incumbent upon the office they hold and such other duties as may be specified by the Board of Directors;
 3. Submit a written or oral report containing but not limited to their activities/ accomplishments since their last meeting/conference.

Section 2. The President shall:

1. Appoint any vacancy which may occur not otherwise specified herein, for the remainder of an incumbent's term with the Executive Board approval.
2. Submit a budget, to the Finance Committee, within ninety days of assuming office, normally for the next fiscal year.
3. Select the EANGUS Conference Delegates in accordance with the numbers authorized in order from the Officers, Directors, Staff, Committee Chairmen or Vice Chairmen, Local/Unit Chapter President/Representatives, and the membership;
4. Be an ex-officio member of all committees except the Nominations Committee.

Section 3. If the office of President is vacated, a two-thirds vote of the Board of Directors will determine which Vice President (Army/Air) will assume the office of President. The individual elected will serve the remainder of the incumbent's term.

Section 4. A Nominating Committee Chairman and a Vice-Chairman shall be appointed by the President, with Board of Directors approval, at the first scheduled Board of Directors meeting of the new term and they shall:

1. Publish their names and addresses and solicit nominees from the membership;
2. Select no less than five additional committee members on or before the first day of a Conference;
3. Report nominees for the offices to be filled before elections to the conference, and nominations from the floor shall be permitted.

Section 5. The President, Vice President (Army), Vice President (Air), Secretary and Treasurer shall be elected by ballot to serve one year or until the successors are elected, and their term of office shall begin on the first day following the day elected, and should there be only one nominee for an office, election by acclamation is permitted.

ARTICLE V: MEETINGS

Section 1. An annual conference shall:

1. Be called at least once each fiscal year at a time and place designated by the Board of Directors;
2. Be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.

Section 2. A special conference may be called by the Board of Directors and the time, place, and purpose shall be stated in the call.

Section 3. Those members present following a conference call of thirty days or more shall constitute a quorum.

ARTICLE VI: BOARD OF DIRECTORS

Section 1. The Association shall have a Board of Directors, which shall be constituted by the six officers and fifteen directors.

Section 2. There shall be two directors elected from the membership of the Association Districts 1,2,3,4,5,6,7 and 8 (one director shall be elected in even numbered years and one shall be elected in odd numbered years to cause a Senior Director and a Junior Director from each of these districts) and one director shall be elected from the membership of the Association District 6 for a period of two years (in even numbered years and an Alternate Director shall be elected every year from District 6).

1. Directors shall be elected at conference in a caucus of the membership of each district chaired by the Senior Director;
2. Nominations shall be from the floor and voting shall be by ballot or be acclamation should there be only one nominee;
3. The director's term of office shall begin on the first day following the day elected;
4. Should a vacancy occur, the appointee shall serve the remainder of the incumbent's term;
5. The Continuity Chairperson will be a member of the Executive Board and shall be elected by the retirees present at the annual conference.
6. Should any director fail to attend two consecutive called meetings, without valid excuse, the office shall be deemed vacant.

Section 3. The five Association Army National Guard Districts shall be as follows, and shall have one director elected from the units located in each sub-district or one director whose place of residence is within the sub-district composed of the counties indicated:

District 1A. Coahoma, DeSoto, Grenada, Lafayette, Marshall, Panola, Quitman, Tallahatchie, Tate, Tunica and Yalobusha;

District 1B. Alcorn, Benton, Itawamba, Lee, Pontotoc, Prentiss, Tipah, Tishomingo and Union;

District 2A. Bolivar, Carroll, Leflore, Montgomery, Sunflower and Washington;

District 2B. Attala, Calhoun, Chicasaw, Choctaw, Clay, Lowndes, Monroe, Oktibbeha, Webster and Winston;

District 3A. Holmes, Humphrey, Issaquena, Madison, Rankin, Sharkey, Simpson and Yazoo;

District 3B. Clarke, Jasper, Kemper, Lauderdale, Leake, Neshoba, Newton, Noxubee, Scott and Smith;

District 4A. Claiborne, Copiah, Hinds and Warren;

District 4B. Adams, Amite, Franklin, Jefferson, Lawrence, Lincoln, Pike, Walthall and Wilkinson;

District 5A. Covington, Forrest, Greene, Jefferson Davis, Jones, Lamar, Marion, Perry and Wayne;

District 5B. George, Hancock, Harrison, Jackson, Pearl River, and Stone.

Section 4. The three Association Air National Guard Districts shall be:

District 6. Gulfport ANG Base

District 7. Jackson ANG Base

District 8. Meridian ANG Base

Section 5. A Director-at-Large shall be elected each year by ballot at the first board meeting of the new term, by the fifteen directors to represent them on the Executive Board; and nominations shall be from the fifteen directors and should there be only one nominee, election may be by acclamation. Ten Directors will constitute a quorum for the purpose of election of a Director-at-Large.

Section 6. The Board of Directors may, by two-thirds vote, terminate, for cause, any officer, director, committee chairman or vice-chairman, or membership, and they shall:

1. Have general supervision of the affairs of the Association, between annual conference;
2. Set the number and the dollar amount of scholarships to be awarded annually;
3. Make recommendations to the Association;
4. Perform such other duties as are specified in these By-Laws;
5. Be subject to the orders of the Association and none of its acts shall conflict with action taken by the Association.

Section 7. Unless otherwise ordered by the Board of Directors:

1. Regular meetings shall be held once each calendar quarter following a call of thirty or more days;
2. Special meetings may be called by the President the day following a conference or following a call of twenty-four or more hours, and shall be called upon written request

of the Director-at-Large.

Section 8. Ten members of the Board of Directors shall constitute a quorum.

ARTICLE VII: EXECUTIVE BOARD

Section 1. The six Officers of the Association, the Director-at-Large, and the Continuity Chairperson shall constitute the Executive Board.

Section 2. The Executive Board shall have the authority to act on emergency matters, or matters as may be ordered by the Board of Directors, or otherwise specified by these By-Laws.

Section 3. Meeting of the Executive Board may be called by the President and shall be called upon written request of two or more officers.

Section 4. Four Officers of the Executive Board shall constitute a quorum.

ARTICLE VIII: STAFF

Section 1. There shall be a Chaplain of the Association, appointed by the President, who shall:

1. Recite or lead invocations and benedictions where such prayers are offered at the opening or closing of meetings, conferences, or other events;
2. Perform such other duties as specified by the President or Board of Directors.

Section 2. There shall be an Executive Director of the Association who shall act under the immediate direction of the President, who shall:

1. Be in charge of the central office of the Association;
2. Be an ex-officio member of the Board of Directors and the Executive Board excluding the right to make motions or to vote and shall not be counted in determining a quorum;
3. Conduct the day-to-day business of the Association;
4. Collect fees for and maintain rolls on and issue memberships;
5. Provide the Board of Directors with membership rolls in a timely manner, as memberships are issued;
6. See the instructions of the Board of Directors and the administrative duties of the President carried out;
7. Recommend plans of work to the Board of Directors;

8. See such other duties as may be specified by the Board of Directors are carried out;
9. Be selected, for a term not to exceed three years, by the Board of Directors, at a salary and/or under allowance set by the Board of Directors, and the Board of Directors may by two-thirds vote terminate the Executive Director, with appropriate severance pay.

Section 3. There may be a Staff Assistant or Assistants, as specified by the Board of Directors, who shall act under the immediate direction of the Executive Director, and who shall:

1. Have duties as specified by the Executive Director or Board of Directors;
2. Be selected, part-time or full-time, for a term not to exceed three fiscal years, by the Executive Board, at a salary and/or allowance set by the Board of Directors; and the Executive Board may, by two-thirds vote, terminate the Staff Assistant(s), with appropriate severance pay.

Section 4. There shall be a Historian, appointed by the President who shall:

1. Prepare a narrative account of the Association activities during their term of office, which upon approval by the Board of Directors, will become a permanent part of the Association's official history.
2. Perform such other duties as may be prescribed by the President or Board of Directors.

Section 5. There shall be a Parliamentarian, appointed by the President who shall:

1. Advise the President, other Officers, Directors, and members on matters of parliamentary procedure;
2. Serve on the By Laws Committee.

Section 6. There shall be a Sergeant-at-Arms, appointed by the President, who shall:

1. Assist in preserving order as the chair may direct on the floor of conference or meetings;
2. Act as doorkeeper as required;
3. See a register is kept of guests at conference;
4. Select assistants as may be necessary to carry out these duties;
5. Perform such other duties as may be presented by the President or Board of Directors.

ARTICLE IX: FISCAL

Section 1. The fiscal year of the Association shall begin on the first day of July and end on the last day of June.

Section 2. Special funds authorized by the Association are, but not limited to, Continuity, Office, and Scholarship.

Section 3. An annual review shall be performed, on all receipts and disbursements of the Association, following the end of the fiscal year, by a Certified Public Accountant.

Section 4. The Treasurer, Executive Director, and any other member who handles funds of the Association shall be bonded for an amount sufficient to protect the Association from loss.

Section 5. Funds shall be deposited and disbursed, as authorized by the Board of Directors, by the Treasurer and one other officer, normally the President, and no loans shall be authorized.

Section 6. Contracts authorized by the Board of Directors shall be signed by an officer or the Executive Director, as specified by them.

ARTICLE X: COMMITTEES

Section 1. The following committees of the Association shall:

1. Be composed of a chairman appointed by the President, with Board of Director's approval.
2. The President will not appoint any positions of the Continuity Committee.
3. Have additional members as may be required by the chairman and vice-chairman, or by the Board of Directors;
4. Recommend plans and operating guidelines to the Board of Directors;
5. Render reports, as required by the President or the Board of Directors;
6. Perform such functions as ordinarily incumbent upon the committee upon which they serve, and as may be specified by the Board of Directors and they are:
 - a. Awards which shall:
 1. Submit criteria, design, type and nominees for the Board of Directors approval;
 2. Publish criteria and solicit nominations for approved awards;
 3. Keep confidential the recipients, as required;
 - b. By Laws which shall:
 1. Receive proposed amendments from the membership up to ninety days prior to a conference and may revise or modify them for clarification;
 2. Publish all proposed amendments received, thirty or more days prior to a conference;
 3. Recommend the approval or disapproval of proposed amendments to the conference.
 - c. Ceremonies which shall:
 1. Oversee the conduct, schedule, and maintenance of the Flag Program.
 2. Keep accurate records of the numbers of requests and audiences.
 - d. Conference Arrangements which shall:

1. Arrange conferences in accordance to the operating guide;
 2. Meet with the Executive Board to obtain approval and settle expenses following a conference.
- e. Conference Program which shall insure a program containing an agenda, minutes of the last conference, and other data, as may be specified by the President or Board of Directors, is completed in advance of a conference.
- f. Finance which shall:
1. Have the Treasurer as an ex-officio member;
 2. Review the budget submitted by the President, and submit it with recommendations to the Board of Directors for approval;
 3. Annually perform an unannounced audit of the records of any member having Association funds;
- g. Insurance which shall:
1. Oversee adopted insurance programs;
 2. Recommend new and improved programs to enhance membership to the Board of Directors.
- h. Legislative which shall:
1. Develop and recommend legislative programs and actions to the Board of Directors;
 2. Pursue approved programs;
 3. Establish and maintain a membership notification network;
- i. Publications which shall insure the publication and distribution of a quarterly periodical.
- j. Resolutions which shall:
1. Receive proposed resolutions from the membership up to sixty days prior to a conference, and may revise or modify them for clarification;
 2. Recommend approval or disapproval of proposed resolutions to the conference.
- k. Scholarship which shall:
1. Have one member from the Auxiliary;
 2. Provide approve scholarship program information and applications to the membership;
 3. Collect and verify all applications;
 4. Reject and return all ineligible applications;
 5. Submit all eligible applications for recipient selection as specified by the Board of Directors;
 6. Assist applicants, as requested, with applications for EANGUS scholarships.

1. Ways and Means which shall recommend fund raising programs for the Boards of Directors approval and upon approval see the programs are carried out.

Section 2. The Continuity Committee shall:

1. Be composed of Life Members and annual members who are retired;
2. Have a chairman, vice-chairman, and a secretary-treasurer, elected by the committee at annual conference;
3. In the event of a complete mobilization, manage these affairs of the Association in accordance with these By-Laws;
4. Perform survivor assistance services for the membership, upon request;
5. Render a report to the annual conference, and as requested by the President and Board of Directors.

Section 3. Membership Committee shall:

1. Be composed of the Vice President Army and Vice President Air and other members as appropriate;
2. Render a report to each quarterly Board of Directors meeting and to the annual conference;
3. Recommend programs and benefits to enhance membership to the Board of Directors, and see those approved are carried out;
4. Insure membership applications and literature are regularly distributed.

Section 4. The Past Presidents Committee shall:

1. Be composed of the Immediate Past President and all other Past Presidents;
2. Serve as an advisory panel to the President or Board of Directors, upon request.

Section 5. Such other committees, standing or special, may be established as the Board of Directors shall from time to time deem necessary to carry out the work of the Association.

ARTICLE XI: PARLIAMENTARY AUTHORITY

The rules contained in **Robert's Rules of Order** shall govern the Association in all cases to which they are not inconsistent with these By Laws and any special rules or order the Association may adopt.

OATH OF OFFICE: The following Oath of Office shall be administered to all elected or appointed Officers and Directors prior to assuming office:

“I (repeat full name) do solemnly swear (or affirm) I will faithfully perform the duties of (repeat position) of the Mississippi National Guard Noncommissioned Officers Association and will, to the best of my knowledge and ability, preserve and protect the constitution of the United States of America, the Constitution of Mississippi, and the By Laws of this great Association, so help me God.”

ARTICLE XII: AMENDMENT OF BY LAWS

These By Laws may be amended at any conference of the Association by two-thirds vote, provided the amendment has been submitted in writing to the membership thirty days in advance, or by unanimous vote of the membership at conference, and said amendments shall become effective upon approval.

I CERTIFY THE FOREGOING TO BE A TRUE COPY OF THE CURRENT BYLAWS OF THE MISSISSIPPI NATIONAL GUARD NONCOMMISSIONED OFFICERS ASSOCIATION AS AMENDED AND APPROVED AT THE ANNUAL MEMBERSHIP MEETING IN JACKSON, MISSISSIPPI ON THE 3RD DAY OF MARCH 2018.



TOMMY L. MORGAN
MS NG NCO ASSOCIATION
President