

AC-119 GUNSHIP ASSOCIATION BYLAWS

Note: By-Law Changes and notes about those changes are in blue font

Article I - Name

The name of the organization shall be the: **AC-119 GUNSHIP ASSOCIATION**

Article II - Purposes

Section II-1. To perpetuate the existence and names of our three U. S. Air Force units that served in Southeast Asia (SEA) as effective combat forces during the Southeast Asia Conflict, known as **the 71st and 17th (Shadow) and 18th (Stinger) Special Operations Squadrons; and to those involved in their establishment, development, training, support, and operations.** (Expanded 10-2-04 Membership Meeting.)

Section II-2. To revere the memories of our fellow military ground and aircrew members whose lives were sacrificed in service to the United States of America and to comfort their survivors.

Section II-3. To renew and promote camaraderie among individuals who served in SEA with Shadow and Stinger, and with other personnel who contributed to the establishment and support of gunship operations.

Section II-4. To promote reunions and engage in other activities approved by the members and consistent with the aim of promoting the general welfare and enjoyment of Association members and their families.

Section II-5. To promote such charitable projects **as the Association may deem worthy.** (Changed by Board 12-4-03 to comply with IRS requirements for Tax-Exempt status continuance)

Section II-6. To record, maintain and preserve the history and details of Shadow and Stinger contributions in support of our Nation during the Southeast Asia Conflict.

Article III – Association Area

The Association is organized within the 50-states of the United States of America.

Article IV - Membership

Section IV-1. Regular: Regular membership is limited to persons **who were directly associated with or supported the 71st, 17th or 18th Special Operations Squadrons or AC-119 missions, including their establishment, development, support, or training.** Regular Members either pay annual dues or can become Life Regular Members, and can hold Association Officer positions. Regular Members shall have full voting rights in all Association matters including election of officers and the amending of these bylaws. (Amended 9-29-02 Membership Meeting, & clarified 10-2-04 Membership Meeting)

Section IV-2. Associate: Associate Membership may be conferred upon persons not qualified for Regular Membership but deserving of membership. **This includes spouses or extended family.** Applications or recommendations for Associate Membership in the AC-119 Gunship Association shall be submitted in writing to the Secretary by applicants or Regular Members of the Association. Associate Members either pay annual dues or **can become Life Associate Members at fees commensurate with those of Regular Members.** Associate Members cannot hold Association Officer positions and do not have Association voting privileges, but do enjoy all other rights and privileges as do Regular Members. (Added 9-29-02 Membership Meeting, expanded 10-2-04 Membership Meeting, and Life Associate Membership clarified 9-30-06 Membership Meeting, BoD Mtg 1-8-2012 deleted 2/3 affirmative vote by BoD for acceptance of Assoc Members – Secy makes the call & elevates to BoD if questionable.)

Section IV-3. Life: Life Members are Members who have elected to make a single payment of dues in the amount then set by the Board of Directors and as approved by the membership. A Life Member shall enjoy all of the rights and privileges of their respective Membership category. **Both Regular and Associate Life Memberships automatically transfer to surviving spouses (both transfer as Associate Life Members).** (Changed 11-23-03 by Board to provide consistency with approved changes from 10-4-03 Membership Meeting)

Section IV-4. Honorary Life: Honorary Life Memberships include the next-closest-kin of **AC-119** personnel killed in action in Southeast Asia and other specific honorees who contribute significantly to the AC-119 Gunship Association, **at the discretion and vote of the Board.** Honorary Life Members have the same rights and privileges as Associate Life Members. (Clarified 10-4-03 Membership Meeting)

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Section IV-5. Charter: Members who also attended the Year 2000 AC-119 Gunship Reunion, have the added distinction of being designated as a Charter Member of our Association.

Section IV-6. AC-47 Gunships: All AC-47 Gunship personnel are eligible for AC-119 Gunship Association membership, using AC-47 experience for criteria eligibility per Sections IV-1 thru IV-4. (Added 10-6-07 Membership Meeting)

Article V – Governing Body

Section V-1. Board of Directors: Officers elected or appointed to serve as President, Vice-President, Secretary, Treasurer, **Past President (if BoD position is utilized) and up to three Board Members at Large** comprise the Association Board of Directors (BoD). The President serves as Chairman of the Board, and in his absence the Vice-President assumes the Chairmanship. **The immediate past President is not a mandatory member of the next year’s BoD; BoD Membership is at the dual discretion of the incoming Board and the outgoing President.** (Past Board Member position added 10-4-03 Membership Meeting; modified 9-25-12 Membership Meeting to allow immediate Past President to become a member of the incoming BoD, and allows “up to” three Board Member At Large positions to be elected to the BoD)

Section V-2. Board Authority: The Board has the authority and responsibility to act for and manage the affairs of the Association. A two-thirds vote of members in attendance at reunion membership meetings can modify or reverse decisions of the Board.

Section V-3. Board Voting: BoD voting is by simple majority, with minimum quorum of President, Vice-President, Secretary, and Treasurer; and tie votes are decided by the President. (Added 1-8-12 Board Meeting to clarify voting requirements based on inclusion of up to three Board Members At Large and possibility of tied votes)

Article VI – Elections and Appointments

Section VI-1. Nominations: Nomination of candidates for officer positions are made from the floor at reunion membership meetings; or if such meeting is not held, through procedures established by the outgoing Board.

Section VI-2. Election: Officers comprising the Board are elected by majority vote of current dues-paid Regular Members in attendance at reunion membership meetings; or if such meeting is not held, through procedures established by the outgoing Board.

Section VI-3. Appointments: The Association President may, as deemed proper, appoint officers to serve during his term of office as needed to conduct Association affairs. Such appointees will not serve on the Board of Directors.

Article VII – Terms of Office

Section VII-1. Elected Officers: Officers are elected annually for a one-to-three year term to serve from the first day following a reunion through the conclusion of their respective next Reunion Membership Meeting. Existing Officers may stagger replacement cycles to assure several Board Members have prior year experience. (Changed 9-29-01 Membership Meeting and clarified 10-6-07)

Section VII-2. Appointed Officers: An appointed officer will continue in the capacity to which appointed from one administration to the next unless **they request to be relieved, or are removed by Board vote or a majority vote of current dues-paid Regular Members in attendance at reunion membership meetings.** (Clarified 10-4-03 Membership Meeting)

Article VIII – Meetings

Reunion Membership Meetings: Regular meetings of the membership will occur in conjunction with Association reunions. The frequency and location of reunions are determined by majority vote of members (see Article XII for location criteria). (Changed 10-1-05 Membership Meeting)

Article IX – Dues

Section IX-1. Dues Period: Dues cover a 12 month period ending at the end of the 12th month. **Dues will be assessed annually at the end of that period.** (Changed 10-4-03 Membership Meeting)

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Section IX-2. Regular and Associate Members: Annual dues are reviewed at reunion membership meetings and the amount set will be established by majority vote of the members as recorded in the Secretary's record.

Section IX-3. Life Members: Life Membership Dues are \$119. (Added 9-29-01 Membership Meeting)

Section IX-4. Non-Payment of Dues: Dues of Regular and Associate members are delinquent for the following year if not paid by the end of the 12th month after payment. A grace period of 30-days is established after which such members are subject to loss of membership as determined by the Board of Directors. Members lost through dues delinquency may be reinstated to membership by payment of arrears in dues subject to approval of the Board. (Changed 10-4-03 Membership Meeting)

Article X – Officer Duties

Section X-1. President: The President shall preside at all meetings of the Board and membership, have general supervisory authority over the affairs of the Association, and perform all duties incident to that office. He will appoint, with Board approval, officers to serve during his term of office needed for the better functioning of the Association. By direction of the Board or majority membership vote, he will appoint Special Committees. He will sign legal documents with the Secretary. He shall be an ex-officio member of every committee and serve as the Chairman of the Reunion Committee.

Section X-2. Vice President: In the absence of the President, the Vice President will assume President duties. He will assume the office of the President should a vacancy occur. He may serve as signatory of checks. He shall serve as ex-officio member of committees and perform other duties at the request of the President. He will serve as a member of the Board. (BoD Mtg 1-8-2012 deleted check co-signature requirements)

Section X-3. Secretary: The Secretary will record minutes of Board meetings and membership meetings. He will furnish Board members with records of such meetings. He will maintain membership records and mailing lists of potential members. He will also receive dues and mail membership cards to members. He may serve as signatory of checks. He will maintain and forward a record and report of receipts, and funds for deposit, to the Treasurer to include date, payer, amount, and purpose, needed by the Treasurer to maintain his record of receipts. He will receive and document the sign-up records for all Reunion activities. He will perform such other duties as delegated by the President. He will serve as a member of the Board. (Changed by Board 11-23-03 to reduce redundancy and increase efficiency; BoD Mtg 1-8-12 deleted requirement for Secy to co-sign checks with the Treasurer and/or Vice President)

Section X-4. Treasurer: The Treasurer shall be the chief financial officer of the Association. He will deposit dues payments and other donations and funds into Checking Accounts. He will prepare checks for payment of debts, maintain a record to include date, check number, payee, amount, and purpose. He will maintain a record of receipts and payments, and provide the Board with a report to include date, payer/payee, amount and purpose. He will receive periodic financial reports of receipts and debits from the Secretary and post them to Association financial records. He will on a continuing basis compare his financial record with that of the Secretary to assure that all financial transactions have been properly recorded. He will sign checks and is responsible for submission of tax returns. He will work with the Reunion Coordinator to document and track Reunion registrations, costs, and payments. He will submit a verbal financial report to members at reunion membership meetings. He will serve as a member of the Board. (Changed by Board 11-23-03 to reduce redundancy and increase efficiency; BoD Mtg 1-8-2012 deleted check co-signature requirements.)

Section X-5. Board Members At Large: Up to three Board Members At Large will perform such duties as delegated by the President. These positions may be selected by the incoming Board or elected by the Membership and will serve as a BoD member. (Past Board Member position added 10-4-03 Membership Meeting; modified 9-25-12 Membership Meeting to allow immediate Past President to become a member of the incoming BoD, and allows "up to" three Board Member At Large positions to be elected to the BoD)

Section X-6. Newsletter Editor: The Editor will maintain and manage the AC-119 Gunship Association Newsletter. (Added 10-4-03 Membership Meeting)

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Section X-7. Webmaster: The Webmaster will maintain and manage the AC-119 Gunship Association website. (Added 10-4-03 Membership Meeting)

Section X-8. Chaplain: The Chaplain will provide spiritual support, including opening and closing ceremony prayers at all formal Association Meetings or functions. (Added 10-4-03 Membership Meeting)

Article XI – Financial Management

Section XI-1. Operating Checking Account: Donations received as annual dues will be deposited in an Operating Checking Account for use in day-to-day operations. **Treasurer, Vice-President, or Secretary may sign checks drawn on the account.** The Board must approve and the President authorize all major expenditures. (BoD Mtg 1-8-2012 deleted check co-signature requirements)

Section XI-2. Reserve Account: Life Member dues, donations for memorabilia, and donations from other sources will be deposited in the Reserve Account. Funds may be transferred from the Reserve Account into the Operating Checking Account as needed for current and anticipated expenditures. The Board must approve and the President authorize all transfers of funds.

Article XII – Reunions

Section XII-1. Frequency and Location: Reunions are the glue that binds our Association together. With members living in far-flung places and with the advancing age of members, it is essential to come together at our reunions to reestablish ties with comrades with whom we served side-by-side and to establish new ties. For those reasons, it is proposed that our Association should hold annual reunions so long as the membership desire and are able to attend. **Due to the extensive planning and preparation requirements for a reunion, reunion coordinators, dates, and locations will be identified two years prior to the event, as decided by majority vote of the membership at the reunion then attended. This vote replaces the requirement to return to Fort Walton Beach area every second or third year, with no mandatory location, or return.** (Changed 10-1-05 Membership Meeting)

Section XII-2. Reunion Coordinator: The Coordinator roles will include duties identified in the Reunion Coordinator's Checklist, such as lodging, banquet facilities, meals, program, transportation, hospitality, protocol, and memorabilia. (Added 10-1-05 Membership Meeting)

Section XII-3. Reunion Proposals: Proposals must include the following, or they will not be accepted for discussion or vote at membership meetings: (Added 10-1-05 Membership Meeting; Clarified 9-30-06 Membership Meeting)

1. A named volunteer Reunion Coordinator who can do, and who has agreed to, the scope of duties outlined in the Reunion Coordinator's Checklist.
2. A named hotel that has agreed to either accommodate a Hootch where we will provide our own beer, other beverages, and snacks (or prices that match those costs), and a banquet area for 350.
3. Proposed lodging and meal costs agreed to by the named hotel or another designated provider.

Article XIII – Dissolution

Upon dissolution of the Association, net assets will be donated to an appropriate charity as selected by majority vote of remaining Regular and Life Members.

Article XIV – Amendments

These By-Laws may be amended by majority vote of members present at a Reunion **Membership Meeting.** (Changed 9-29-01 Membership Meeting)

Attest:

/s/ Michael Drzyzga
Secretary

Approved:

/s/ Wayne Laessig
President

Dated: January 8, 2012