



North Carolina Department

# BYLAWS

26 August 2023

## Article I

**SECTION 1.** Appropriate Bylaws to carry out the provisions of this Constitution and not inconsistent therewith and not in violation of the National Constitution may be adopted or amended by the Department ExCom.

## Article II

### Secretary

**SECTION 1. Duties of the Secretary.**

- a. Provide members with timely written notification of all annual, regular, and special Department meetings.
- b. Maintain a record of all proceedings at Department meetings.
- c. Process membership applications and resignations.
- d. Maintain or oversee the maintenance of Department membership records and ensure a list of Department members is sent to national ROA at least once a year.
- e. Prepare required correspondence.
- f. Maintain the Department's correspondence files.
- g. Maintain and safeguard all important records and legal documents, and ensure they are passed on to a successor.
- h. Maintain and safeguard valuable equipment (such as U.S. flag, table runners) belonging to the Department.
- i. Perform other duties as are necessarily incident to the office of the secretary, such as:
  - 1) Sending draft/final minutes of monthly meetings to the Excom members.
  - 2) Coordinating with the membership chair and roster contact on changes to the membership roster.
  - 3) Checking the Department's mail at mailing address location periodically.
- j. Any member of the Department can download a copy of the current Constitution and Bylaws for the Department's website: [www.ncroa.org](http://www.ncroa.org).

# Article III

## Treasurer

### **SECTION 1. Duties of Treasurer.**

- a. Maintain a record of all monies received and expended by the Department.
- b. Make disbursements authorized by the Department upon written (or email) by the Department President.
- c. Deposit all sums received in a financial institution approved by Excom.
- d. Make a financial report at the annual meeting or when requested by the Department President.
- e. Recommend to the Excom, when appropriate, new or revised financial policies.
- f. Recommend to the Excom, for approval prior to an annual meeting, a budget for the next calendar year.
- g. Recommend to the Excom when appropriate, changes to an approved budget.
- h. Ensure the Department has an electronic funds transfer account established with national ROA.
- i. Perform other duties as are necessarily incident to the office of the treasurer, such as:
  - 1) Filing the Department's annual federal income tax return.
  - 2) Providing a financial report at monthly Department meetings.
  - 3) Providing financial records for periodic audits.
  - 4) Maintaining historical files relative to the Treasurer responsibilities.
  - 5) Filing state organizational corporation and tax exemption status.
  - 6) Performing other duties the Department president might assign.

**SECTION 2. Fiscal Year.** The fiscal year of the department shall begin on the first day of **April** following the State Convention. The fiscal year of all subordinates (e.g., Chapters) shall be aligned with ROA National Constitution/Bylaws.

**SECTION 3. Disbursement of Funds.** The Department Treasurer is authorized to pay out funds of the Department upon written approval by the Department President (may be done electronically).

**SECTION 4. AUDIT:** The President shall at the end of the Department's fiscal year (31 March) have an audit of the preceding year's books and records of the Department made and completed by the end of the first month of the new fiscal year by a Certified Public Accountant or other competent auditor. The audit report shall be reviewed by the Executive Committee and documented by the Secretary-Treasurer in meeting minutes. The audit report will cover the period for the entire preceding fiscal year.

# Article IV

## Meetings and Representations

**SECTION 1. Department Meetings.** There shall be an Annual Meeting of the Department each year between the first day of May and the first day of September for the purpose of officer elections. The ExCom shall meet at least once a quarter or more often as determined by the Department President.

**SECTION 2. Notice.** Department members shall be given thirty (30) days advance notice of the date and place of Department meetings. A copy of the minutes of the meeting, and copies of all resolutions adopted will be furnished by the President within thirty (30) days after a Department Meeting to the National Headquarters and to Department members. The President shall also be responsible for the prompt reporting of newly elected officers, their current mailing addresses, and telephone numbers to the National Headquarters.

**SECTION 3. Officer Meeting Expenses.** The President or his Representative whose expenses are not paid by the National Headquarters, may attend the Annual ROA National Convention and/or National Council and Leaders' Meeting at the expense of the Department, as authorized by the ExCom.

## Article V

### Standing Committees

**SECTION 1.** The Department may form the following committees to act in an advisory capacity to the Excom and Department President:

- a. Budget and Finance Committee. The Budget and Finance Committee shall make a continuing study of the fiscal affairs of the Department and shall recommend to the Department Excom the yearly budget. The Department Treasurer shall be a member ex-officio of the Budget and Finance Committee.
- b. Constitution and Bylaws Committee. The Constitution and Bylaws Committee shall make a continuing study of the Constitution and Bylaws of the Department and Chapters (if authorized) and shall formulate and recommend necessary changes that may be desirable for action at each ensuing Department Convention.
- c. Legislative Committee. The Legislative Committee shall act in an advisory capacity on legislative policy and procedures.
- d. Membership Committee. The Membership Committee shall be responsible for the study, formulation and implementation of a program designed to maintain and promote membership of the Department.
- e. Resolutions Committee. The Resolutions Committee shall be responsible for the study, formulation and presentation of Resolutions to be considered by the Department.
- f. ROTC/JROTC Committee. The ROTC/JROTC Committee shall be responsible for liaison with senior ROTC Detachments, Junior ROTC High School leadership for the coordination of medals and provided ROTC/JROTC schools.

# Article VI

## Procedure

**SECTION 1. Rules of Procedure.** The proceedings and deliberations of the Department including its ExCom shall be governed by the Rules of Parliamentary Practices established by Robert's Rules of Order.

**SECTION 2. Order of Business.** The order of business at the Annual Meeting of this Department shall be as follows:

1. Invocation
2. Roll Call of Members
3. Reports of Standing Committees
4. Unfinished Business
5. New Business
6. Election of Officers
7. Installation of Officers
8. Adjournment

**SECTION 3. AMENDMENT BY MAJORITY VOTE.** These Bylaws may be amended at any Annual Meeting by a majority vote of members in attendance. The Secretary shall electronically distribute the current Constitution and Bylaws to all Department members at least 60 days prior to the Meeting. Proposed changes must be submitted electronically by reply to the Secretary not later than 30 days prior to the Meeting. The Secretary will transmit any proposed changes to the members at large for their review within one week after the 30-day point so that the changes may be considered and voted on in accordance with the rules of procedure at the Annual Meeting,

# Article VII

## Adoption/Amendments

**SECTION 1.** The adoption of these Bylaws and revisions revokes all previously adopted Bylaws and amendments thereto.

**SECTION 2.** The President of the Department shall take care that all members of ExCom have in their possession at all called meetings a copy of the current Department Constitution and Bylaws.

**SECTION 3.** Any member of the Department shall be given a copy of the current Department Constitution and Bylaws upon making a request for same to the Department Secretary.

# Article VIII

## Conformity

**SECTION 1.** The National Constitution and Bylaws shall govern and prevail in every instance of conflict with these Bylaws.