

# NATIONAL BY-LAWS

## PREAMBLE

*To perpetuate the friendships we cherish, to keep alive the spirit that never knew defeat, to honor our dead, and to further keep before our Country the record of the 29<sup>th</sup> Division in all wars, we associate ourselves in an organization known as the Twenty-Ninth Division Association.*

## ARTICLE I – NAME

The official name of the Association is: **THE TWENTY-NINTH DIVISION ASSOCIATION, INC.**  
also known as “The 29th Division Association, Inc.”

## ARTICLE II – MISSION

The mission of the Association is to ensure the continuation of actions and activities intended to implement the objectives stated in the Preamble and in the Articles of Incorporation.

## ARTICLE III – PROTOCOL

Section 1. Ceremony: At all Post, Region and National meetings of the Association, a brief opening ceremony shall include a salute to the colors with recitation of the Pledge of Allegiance, an opening prayer, and recitation of the Preamble to these By-Laws.

Section 2. Motto: “29, Let’s Go.”

Section 3. Logo: The Association logo shall be of the design registered as Trade-Mark 296,784 on August 23, 1932 with the United States Patent Office and previously in continuous use since January 1, 1921. Because of its historical identity, it is desirable that this logo remain unchanged despite any changes that may occur to the official symbol of the 29<sup>th</sup> Division by the United States government.

Section 4. Communication and Meetings: Unless otherwise specified in these By-Laws or required by law or by contract, all notices and communications may be transmitted by U.S. Mail, special courier service or by electronic means, to include, without limitation, e-mail, video and teleconferencing. Likewise, all requirements for “meetings” contained in these By-Laws, except for the National Convention, may be satisfied by using electronic means, to include, without limitation, tele-conferencing.

Section 5. Crisis Management: In the case of a national or local emergency, or in the case of extraordinary events requiring urgent response by the Association, the NEC by majority vote may invoke this Section and authorize executive action which shall take precedence over any conflicting provision of these By-Laws.

Section 6. Procedures Manual: The day-to-day operations of the Association shall be guided by a supplement to these By-Laws entitled “*Procedures Manual for Officers and Committee Chairs*”

("Procedures Manual"). Whereas the By-Laws prescribe established policies for the Association, the Procedures Manual is a living operations document which can be revised by the NEC as needed.

Section 7. Amendments: These By-Laws may be amended at any National Convention by a two-thirds vote of the total authorized delegates present, provided that notice of the proposed amendments shall have been submitted to Post Commanders and to members of the NEC at least thirty days prior to the convening of the National Convention. It is further provided that these By-Laws can be amended without prior notice by a unanimous vote at any Convention.

Section 8. Rules of Order: Meetings of the National Convention and the NEC shall be guided by generally accepted rules of parliamentary procedure as outlined in "*Parliamentary Procedure At A Glance*" by O. Garfield Jones. The book is a 50-odd page distillation of 700-odd pages of "Robert's Rules of Order".

#### **ARTICLE IV – ORGANIZATION**

Section 1. The National Executive Committee ("NEC") and the National Convention shall be the governing and legislative bodies, respectively.

Section 2. The Association historically is organized into Regions which include a Maryland Region, a Southern Region and an At-Large Region. Region designations, names and composition may be revised or adjusted by the NEC as it deems appropriate to recognize disparate Region functions and changes in membership.

#### **ARTICLE V – MEMBERSHIP**

Section 1. Any person desiring to keep alive the history of the 29<sup>th</sup> Division is eligible to join the Association. Prior military service or prior service with the Division by the applicant or a family member is no longer required. Any person providing false information in their membership application, or any person materially misrepresenting their military service, is not eligible for membership in the Association.

Section 2. An individual member may hold any office at the National, Region or Post level except the offices of National Commander and National Vice-Commander which are reserved for persons who have served in the 29<sup>th</sup> Division.

Section 3. An individual eligible for membership may apply to any Post desired. If no Post is selected, the National Executive Director may designate a Post or other assignment.

Section 4. In addition to individual membership, upon the recommendation of the NEC, the Association may create a class of non-voting "Corporate Membership" for business entities including any company, firm, organization or corporation. Restrictions and limitations on this class will be detailed in the Procedures Manual so as to ensure that nothing will endanger the not-for-profit tax status of the Association. Ratification of any such action requires a simple majority vote by Association membership at a duly constituted annual or special meeting.

Section 5. Any member who materially misrepresents their military service may be expelled from the Association by their respective Post or by the National Executive Director (the "Director") upon concurrence by the National Commander.

Section 6. Individual membership dues are set and collected at the Post level. The NEC and the Region Executive Committees, from time to time, may levy moderate *per capita* assessments on dues collected by Posts. The Director shall be notified of all assessments.

Section 7. The membership year is from January first to December thirty-first of the same year, inclusive.

Section 8. Post Finance Officers shall forward promptly the names of new members to the Director to facilitate the maintenance of a current National Roster.

#### **ARTICLE VI – POST ORGANIZATION**

Section 1. Anyone who desires to form a Post, shall apply for a charter to the National Executive Director. The charter shall be issued upon approval by the NEC.

Section 2. Regions and Posts may adopt rules or by-laws for the governing of their respective bodies as they may deem appropriate, provided that do not conflict with provisions in the National By-Laws.

Section 3. Each Post may prescribe its own set of disciplinary rules, and is empowered to enforce the rules, providing, however, that they shall not in any way conflict with the National By-Laws.

Section 4. The NEC shall monitor Post activities and shall have the power to suspend or revoke the charter of any Post. The findings of a special committee of five members appointed by the NEC shall hear evidence against the subject Post. The findings of the special committee may be appealed to the NEC whose findings shall be final.

Section 5. Upon revocation of its charter, the Post shall immediately cease to function as an affiliate of the Association and turn over its charter to the NEC. The NEC and its duly authorized agents are NOT authorized to take possession, custody or control of any records, property or other assets of the Post except by consent of the Post or by due process of law or otherwise as directed upon the advice of counsel. The NEC may provide for the transfer of the members of the Post to other Posts of their choice, subject to the approval of the other Post.

Section 6. The minimum membership of a Post to remain in good standing shall be not less than ten current members.

Section 7. No Post may be named for a living person.

Section 8. No person who has been expelled from a Post shall become a member of any other Post without the consent of the expelling Post. The member may appeal such expulsion to the NEC.

#### **ARTICLE VII – NATIONAL CONVENTION**

Section 1. The legislative body of the Association is the National Convention to be held annually. Notice of the date and place shall be made to all Posts at least ninety days prior to the Convention.

Section 2. Convention Delegates – any individual member in good standing shall have voting privileges at the National Convention.

#### **ARTICLE VIII – NATIONAL OFFICERS Section**

1. **Elected Officers** of the Association shall be:

- National Commander
- National Vice-Commander
- Finance Officer
- Chaplain
- Judge Advocate
- Historian
- Surgeon, and
- Futures Committee Chair.

Section 2. **Appointed Officers** of the Association shall include:

- National Adjutant
- National Executive Director
- Assistant National Executive Director
- Editor of “The Twenty-Niner”
- Assistant Editor of “The Twenty-Niner”, and
- Assistant Finance Officer

Section 3. Specific duties of all National Officers shall be as prescribed in the Procedures Manual which may be revised from time to time by the NEC.

Section 4. Nominations for the elected officers of this Association shall be made by a nominating committee or by direct nomination from the floor of the Convention.

Section 5. All Elected National Officers shall be elected at the annual National Convention.

Section 6. The National Commander may, with the approval of the NEC, appoint additional officers as may be necessary to properly conduct the business of the Association.

Section 7. **The National Commander and Vice-Commander shall serve for two years and may not succeed themselves.** All other Officers of the Association shall serve in their respective offices for one year or until the next Annual Convention and may succeed themselves.

Section 8. All officers of the Association shall serve without scheduled compensation except for the Director. All officers and committee chairs may be reimbursed for reasonable and necessary expenses authorized by the Director.

Section 9. Vacancies in the elective offices occurring between Annual National Conventions shall be filled by election by the NEC. Any member of the Association, in good standing, shall be eligible for election to fill any vacancy except for a vacancy in the office of National Commander, which shall be filled by the National

Vice-Commander. Prior service in the 29<sup>th</sup> Division is required for offices of the National Commander or Vice-Commander.

Section 10. All Past National Commanders, while in good standing in their respective Posts, shall be members of the NEC with a vote, if present, and may also be delegates-at-large to all Conventions with a vote, if present.

Section 11. All National Officers, both elected and appointed, shall be installed immediately after election or appointment.

Section 12. Any Officer, member of the NEC or delegate to a Convention shall be entitled to cast only one vote on any question at any meeting, regardless of concurrently holding multiple offices. Proxy voting is not permitted.

Section 13. Any officer may be removed by the NEC, with cause, at any time by a two-thirds (2/3) vote of the NEC. Any vacancy by reason of this Section may be filled:

- a) By a majority vote of the NEC at the same meeting; or
- b) By an interim Executive Order issued by the National Commander effective until ratification by a majority vote of the NEC.

#### **ARTICLE IX – NATIONAL EXECUTIVE COMMITTEE**

Section 1. The NEC shall consist of National Elected Officers, National Appointed Officers, Past National Commanders in good standing with their respective Posts, and Region Commanders. Members of the NEC shall have one vote each.

Section 2. The NEC shall meet within 24 hours after the adjournment of the National Convention. It shall also meet in January and June and at any special meetings held at the call of the National Commander.

Section 3. The NEC is vested with the power to transact all business of the Association between National Conventions, to incur expenses and disburse funds of the Association, rendering an accounting of disbursements at the National Convention. The NEC may employ outside help as the National Commander, the Director, the Adjutant or the Finance Officer may require.

Section 4. All questions affecting the election, qualification, eligibility, and conduct of National Officers, both elected and appointed, shall be referred to and resolved by the NEC which shall be the final authority thereon.

Section 5. Quorum – Eight (8) members of the NEC shall constitute a quorum. Past National Commanders and Region Commanders are excluded from the tabulation necessary to establish a quorum. Once a quorum has been determined however, they are eligible to vote on all business before the NEC.

Section 6. The National Commander or the National Vice-Commander shall preside at all meetings of the NEC.

## ARTICLE X – FINANCE

Section 1. The Director is authorized to spend such sums or to contract such obligations in the name of this Association as may be necessary for the Association's operations, provided, however, that such sums shall not exceed Five Hundred Dollars (\$500.00) without prior approval of the NEC or, in emergencies, approval by the National Commander. An accurate accounting of all transactions shall be made to the NEC.

Section 2. If in the discharge of the duties of their offices, it is necessary for NEC members to incur necessary and reasonable expenses on behalf of the Association, they shall be reimbursed by the Association upon request and presentation of evidence of expenses to the Director and Finance Officer.

Section 3. Specific duties, powers and restrictions regarding Finance matters may be prescribed in the Procedures Manual.

Section 4. The fiscal year of the Association shall be from September first to August thirty-first, inclusive.

## ARTICLE XI – BONDS AND INSURANCE

Section 1. The Director, Adjutants, and Finance Officers of National, Regions and Posts may be bonded for the faithful performance of their duties in such amounts as may be required by their respective Executive Committees.

Section 2. The expense for any bond shall be paid by the respective Executive Committee.

Section 3. Members of the NEC shall be protected by General Liability and Officer and Director insurance policies maintained by the Association, if available at reasonable cost.

## ARTICLE XII – COMMITTEES

Section 1. **Standing** committees shall include:

Finance Committee (with sub-committees for Grants and Blue and Gray Foundation)

Futures Committee (with sub-committee for Membership)

Nominating and Convention Planning Committee

Governance Committee (with sub-committee for By-Laws/Procedures Manual)

The specific duties of all committees or sub-committees which are not self-evident shall be as prescribed in the Procedures Manual.

Section 2. The National Commander may authorize, subject to ratification by the NEC, the appointment of additional standing committees and any special or *ad hoc* committees deemed necessary to promote the welfare of the Association.

Section 3. The Finance Committee shall consist of at least three members, one of whom shall not be a member of the NEC. The Committee is charged to assist the National Commander and the Director with the preparation of a yearly budget, the monitoring of budget compliance and any other duties as the NEC may prescribe. The Committee shall report to the National Convention the results of its audit of the receipts and disbursements of the Association.

Section 4. Committees shall act primarily by a simple majority vote unless otherwise specified.

### **ARTICLE XIII – DUTIES OF OFFICERS**

Section 1. NATIONAL COMMANDER: The National Commander shall be the Executive Head of the Association, with full power to enforce the provisions of the National By-Laws and the mandates of the National Convention. He shall be the Chair of the NEC, the Convention and the Governance Committee. He shall appoint all necessary committees and appointive officers and shall perform other duties as are usually incident to the office. At the end of his two-year term the office of National Commander may be filled by the National Vice-Commander, provided he is nominated for, and elected to, the office.

Section 2. The duties of all other officers shall be as stated in the Procedures Manual, which may be revised from time to time in the discretion of the National Commander and the NEC.

### **ARTICLE XIV – ASSOCIATION PUBLICATION**

Section 1. The NEC is authorized to continue the publication known as “*THE TWENTY-NINER.*” This publication is to contain items of historical and current interest to both the Association and serving members of the 29<sup>th</sup> Division. It shall report on current 29<sup>th</sup> Division deployments and encourage contributions of articles and photographs by deployed soldiers.

Section 2. The publication shall at no time publish any article or editorial that raises or supports any racial, religious, or political issues, nor will it endorse or oppose any pending or prospective legislation or candidate for office.

*As amended and ratified on 16 October 2022  
by the National Convention in Arlington, Virginia.*