



NGAA ByLaws

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JANUARY 1, 2019
NGAA WEST

NGAA WEST BY LAWS

CONSTITUTION AND BY-LAWS OF THE NATIONAL GEOSPATIAL-INTELLIGENCE ALUMNI ASSOCIATION (NGAA) WEST TABLE OF CONTENTS

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NGAA WEST BY LAWS

CONSTITUTION AND BY-LAWS OF THE NATIONAL GEOSPATIAL-INTELLIGENCE ALUMNI ASSOCIATION (NGAA) WEST

In 1980 retired Defense Mapping Agency Aerospace Center (DMAAC) employees, having found a common interest due to long-shared career purposes and a desire for continued social contact, formed an organization known as the "Association of Aerospace Charting Seniors (ACS)". Retired employees of DMAAC and its predecessor organizations: the Aeronautical Chart and Information Center (ACIC), the Aeronautical Chart Plant (ACP), and the Aeronautical Chart and Information Service (ACIS) were eligible to join.

Subsequently, DMAAC became a predecessor organization with the establishment of the National Imagery and Mapping Agency (NIMA) in October 1996 and then renamed the National Geospatial-Intelligence Agency (NGA) in November 2003. In 2010, ACS was contacted by the National Geospatial-Intelligence Agency (NGA) with an offer of forming an alumni organization. Prior to the 2010 ACS Annual meeting, a vote was taken and the membership chose to become an Alumni Organization of the National Geospatial-Intelligence Agency (NGA).

Upon approval by the ACS and NGIAA (a retirement organization in the Washington D.C. area) memberships, a committee presented a NGAA Constitution to both organizations for approval. An approval vote was taken and passed by the ACS membership on July 16, 2011 and ACS became the National Geospatial Intelligence Alumni Association-West (NGAA-West). These NGAA-West By-Laws are in compliance with the agreed upon NGAA Constitution, originally effective October 1, 2016, and revised December 12, 2018.

ARTICLE I NAME

The name of this organization shall be:

National Geospatial-Intelligence Alumni Association (NGAA) West

As the name implies, there is official recognition within **NGA**.

ARTICLE II PURPOSE

It shall be the purpose of this Non-Profit Association to provide a means of continuing social contact and the sharing of interests, ideas, and experiences for the mutual benefit of its membership.

ARTICLE III MEMBERSHIP

Persons qualifying under the provisions of the following categories shall be eligible for membership:

3.1 Persons retired from NGA or organizations absorbed by NGA and predecessor organizations: NIMA, DMAAC, ACIC, ACP and ACIS.

3.2 Current employees of NGA or its predecessor organizations.

3.3 Current and retired Military personnel having served at least one tour of duty at NGA or its predecessor organizations.

3.4 Surviving spouses of deceased persons listed in Articles 3.1, 3.2 and 3.3 meeting the qualifications and provisions for membership.

3.5 The Executive Committee may offer **Honorary Membership** to other persons based on their interest in and service to the mapping, charting, and geodetic and intelligence community and to the Association. Honorary members will be accorded all privileges of regular members except in the conduct of official business.

3.6 Associate Memberships. This membership category deleted December 12, 2018.⁽¹⁾

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ARTICLE IV DUES

4.1 Persons qualifying for membership under the provisions of Article III and wishing to become a member of the Association shall be assessed annual dues at an amount voted by the membership and payable each November for the following calendar year. This Article shall not apply to Honorary Members. Current membership dues are \$10.00 annually. In the case where both husband and wife are members, only one dues fee will be assessed. *Members who pay annual dues for eleven years will be converted to Life Membership status.*⁽¹⁾

4.2 Eligible persons may elect to pay life membership dues at an amount voted by the membership. Current life membership status shall be by paying a one-time fee of \$100.00. In the case where both husband and wife are life members, only one dues fee will be assessed.

ARTICLE V EXECUTIVE BOARD AND BOARD OF DIRECTORS

5.1 Executive Board. The administration and management of the Association shall be the responsibility of the Executive Board. The Executive Board shall consist of six (6) members of the Association: the two most recent Past Presidents of the Association, the elected President, Executive Vice-President, Treasurer, and a Member-at-Large advisor. The Executive Board shall elect the President, Executive Vice-President, and Treasurer during their meeting prior to the regular Annual Membership meeting. The Executive Board shall appoint Vice Presidents and Chairpersons of such Committees as may be constituted to promulgate and assure the appropriate conduct of the activities of the Association. The Executive Board shall have the sole responsibility for approving commitments, contracts, and financial obligations in the name of the Association. The immediate Past President shall serve as the Chairperson of the Executive Board. The Past Past-President shall serve as a Senior Advisor to the Executive Board.

The Association acts only in the capacity of sponsor as a service to members. Such sponsorship does not constitute any agreement or warranty by the Association and neither it nor any of its officers or agents may be held responsible in any manner for injury, damage, loss or delay for any reason whatsoever. The Association, in arranging transportation, accommodations, or other services, does so only as an agent for the member ordering same, and the member by indicating participation in the activity agrees to the tariffs, terms, and conditions under which the services are provided by the supplier.

5.1.1 Officers shall consist of a President, Executive Vice-President, and Treasurer. The Executive Board shall elect these Officers during their meeting prior to the regular Annual Membership meeting.

5.1.2 The regular term of each elective office shall be for a period of one (1) year, they may be re-elected to succeed themselves. All past officers shall be eligible to be selected as a Member-at-Large and then may be eligible to be elected to any office including the office of President.

5.1.3 Should an elective office becomes vacant, the Executive Board shall appoint a member to fill the vacancy for the remainder of the term of the office vacated.

5.1.4 When recommended by the President, the Executive Board shall appoint from the membership a Vice-President for Communications, Vice-President for Membership, and any other special assistant as deemed necessary to fulfill their duties.

5.1.5 Standing and special committees shall be appointed as necessary to carry out the objectives and activities of the Association.

5.2 Board of Directors. The Board of Directors shall include the Executive Board plus all appointed officers identified in Article VI below. The Board attends the Executive Board meetings and aids the Executive Board as needed.

5.3 All Officers, Board and Committee members will serve without compensation.

(1) Amendments approved in General Membership Ballot September 1 – November 1, 2018 and ratified at the December 12, 2018 Annual Meeting.

ARTICLE VI DUTIES OF OFFICERS

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6.1 Executive Board Chairperson: Serves to coordinate the actions of the Officers and Board Members; presides at all Board Meetings; assures appropriate records are maintained for all business meetings; maintains order in the operations of the Association; and appoints a Nominating Committee consisting of three Executive Board Members to select and nominate candidates to serve on the Executive Board as needed. Upon approval, the Executive Board will notify the candidates of their selection. The Committee insures that there are sufficient candidates to serve in all vacancies that exist. The Chairperson conducts the election of new Officers for the coming year by the September membership luncheon.

6.2 President: Serves as Chief Executive Officer; presides at all Membership Meetings; and shall have general and active management and coordination of the business of the Association. The President works closely with the Chairperson of the Executive Board and Officers to insure consistency in the management of the Association, and for the preparation of assuming the role of Chairperson of the Executive Board. Assures appropriate records of the business of all Membership Meetings are maintained; notice of such meetings / luncheons are provided and necessary correspondence is prepared. The President shall be an ex-officio member of all committees except the Nominating Committee.

6.3 Executive Vice-President: In the absence of the President, performs the duties and exercises the powers of the President; functions as the Program Chairperson, and performs other duties as required.

6.4 Treasurer: Shall have custody of funds; keeps full and accurate accounts of receipts and disbursements in the books of the Association; deposits all monies and other valuable effects in the name of and to the credit of the Association in such depositories as designated by the Executive Board; and maintains luncheon data received from member reservations and provides such information to the Executive Vice-President and the supplier of the luncheon services. The Treasurer shall submit any tax forms, as required by the Internal Revenue Service (IRS). Failure to do so could cause the Association to become a tax paying organization. The Treasurer shall prepare Financial Status Reports as required by the Executive Board and an End-of-Year Annual Report.

6.5 Senior Advisor: The Past Past-President provides corporate knowledge to the Board and assists the Executive Board in conduction of Association activities.

6.6 Member-at-Large: Serves as an advisor to the Executive Board, may continue on future Boards, and may be a candidate for an officer position.

6.7 Appointed Officers:

6.7.1 Vice-President for Communications: Appointed by the Executive Board each year and serves on the Board as a full member. Assists the Executive Board and elected Officers in publishing the Association Newsletter and other communications by aggregating input from the NGAA-West membership and other sources for distribution in either printed or electronic media, and provides copy to the organization's Web Master for publication. Is the "Editor" for the Association; insures the Newsletter is published in a timely fashion and maintains historic copies of all communications.

6.7.2 Vice-President for Membership: Appointed by the Executive Board each year and serves on the Board as a full member. Assists the Executive Board and elected Officers by maintaining membership records in a form/method devised by the Association. Sends greeting information to all new members and provides up-to-date membership directory and mailing labels for the newsletter and other communications with the members.

6.7.3 NGAA Directors: As required by the NGAA Constitution and By-Laws, the NGAA-West Board of Directors will appoint two individuals to serve for two year terms (initially one Director will serve a one year term such that there will be a one year overlap). These Directors will interface with the NGAA-West Executive Board and the management of the NGAA Board of Directors, and serve as required by the NGAA Constitution and By-Laws.

6.7.4 Chairperson Hospitality Committee: Appointed by the Executive Board each year and serves on the Board as a full member. This person is assigned the following duties:

- Select persons to serve on the Committee and inform the Board of the selections.
- Purchase supplies for various tasks assigned to the Committee.
- Maintain contact with all Board officials to ascertain when there is a death or an illness of a member or spouse.
- Mail sympathy or get well cards, as appropriate and consistent with our policies, and maintain a database of cards sent.

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- Maintain name badges for members attending luncheons and prepares new badges when informed by the Treasurer that we have new attendees at the luncheons.
- Greet members/guests at the luncheons, assist them in locating tables, issue name badges at the luncheons, and collect them at the conclusion for retention for the next luncheon.
- Record names of paid members/guests who do not attend the luncheon and report this information to the Treasurer for appropriate action consistent with NGAA-West policy. Inform the Treasurer of any attendee that is not on the prepaid listing for proper collection of funds.
- Sell the 50/50 tickets at the luncheons and provide the funds to the Treasurer for proper handling with the Executive Vice-President. Record the winners of the 50/50 drawings and prepare a report to the Vice-President for Communications for inclusion in the next newsletter.
- Provide a finished newsletter article concerning deaths and illnesses of members or their spouse for inclusion in the newsletter subject to edit and augmentation by the Vice-President for Communications.
- Serve as the Secretary to the Board.

6.7.5 Chairperson Mail Processing: Appointed by the Executive Board each year and serves on the Board as a full member. This person is assigned the following duties:

- Select persons to serve on the Committee and inform the Board of the selections.
- Purchase supplies and postage needed to perform Committee tasks and ensure mailing is accomplished in a timely manner.

6.7.6 Chairperson Golf Committee: This Chairperson category deleted December 12, 2018.⁽¹⁾

6.7.7 Web Master: Appointed by the Executive Board each year and serves on the Board as a full member. Assists the Executive Board and elected Officers by establishing and maintaining the NGAA-West portal of the NGAA official web site. Coordinate with the Vice-President for Communications in communicating with the membership through the web site. This site provides the Executive Board and appointed Officers a streamlined method to keep our membership informed of NGAA-East and West actions.

ARTICLE VII MEETINGS

7.1 Annual Meeting of Members. An Annual Meeting of members shall be held at the December luncheon, unless the Executive Board determines to have it held at another date and time as they so designate. The selection of the new members of the Executive Board and the new Officers will be announced and installed by the Chairperson of the Executive Board, in conjunction with the appropriate Annual Meeting, together with the transaction of other necessary business.

7.2 Special meetings may be called by the Executive Board upon determination of need, as indicated by circumstances or reasonable desire of the membership. A notice of such a meeting shall be sent to all members at least thirty (30) days prior to the meeting or appear in the newsletter.

7.3 A quorum of fifteen (15) members, four (4) of whom are members of the Executive Board, shall be required to conduct official business of the Association.

ARTICLE VIII ELECTIONS OR APPOINTMENTS

8.1 At least ninety (90) days prior to the Annual Meeting of Members, the Executive Board shall appoint a Nominating Committee from the Board of not less than three (3) members. It shall be the duty of the Nominating Committee to nominate at least one member for each vacancy for the At-Large positions on the Executive Board, and to assure the nominee's availability and willingness to serve.

8.2 The election of candidates for the Executive Board shall be conducted by the Board, at least thirty (30) days prior to the Annual Meeting of the NGAA-West. In addition, the Executive Board shall elect the Officers to serve in the coming year.

ARTICLE IX DISCRIMINATION POLICY

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The Association prohibits discrimination in all activities on the basis of race, national origin, color, creed, religion, sex, age, disability, veteran status, sexual orientation, gender identity or associational preference.

ARTICLE X AMENDMENTS

Proposed Amendments to these By-Laws may be enacted from time-to-time at the discretion of the Executive Board. These amendments will be in force until the next annual meeting. All proposed amendments will be submitted to the membership through the newsletter. Votes on these amendments shall be returned to the Association, by mail or by electronic means as instructed, to be received prior to the date of the Annual Meeting. A sixty percent (60%) majority of those voting shall be required to amend the By-Laws.

ARTICLE XI ADMINISTRATIVE POLICIES AND JOB DESCRIPTIONS

Administrative Policies and Job Descriptions have been established by the Executive Board to provide written guidelines for handling the affairs of the Association. These policies will insure continuous and consistent treatment of the members in regard to their participation in NGAA-West activities. They also provide the prospective candidates for office with information as to what is expected in fulfilling an elected or appointed office. The complete text can be obtained by any member upon request to the Executive Board of NGAA-West.

First item of business at 2018 Annual Meeting.

Refine where and when ByLawAmendments are Validated:

Currently in the October 2016 version A sixty percent (60%) majority of those voting shall be required to amend the By-Laws.

This does not between ballot results or Annual Meeting where formal business is conducted.

Recommend that November 2018 A sixty percent (60%) majority of the annual meeting attendees, confirming amendment ballot results, shall be required to amend the By-Laws.

ADMINISTRATIVE POLICIES

Policies have been established by the Executive Board to provide written guidelines for handling the affairs of the Association. These policies will insure continuous and consistent treatment of the members in regard to their participation in our activities. They also provide the prospective candidates for office with information as to what is expected in fulfilling an elected or appointed office. The descriptions given below are short definitions of policies. The complete text can be obtained by any member by sending a request to the President, NGAA-West.

Policy #1 Membership and Dues. Revised December 12, 2018. This policy clarifies the period covered by payment of dues, as applied to new, renewal, or lapsed membership. It also establishes a policy concerning the handling of Life Membership funds, thereby causing those membership funds to be held in a separate account for financial considerations including budget planning. *It identifies that Annual Dues paying members are converted to Life membership after payment of eleven (11) years of annual dues. It also implements a penalty of no communication from NGAAW to the member, beyond one reminder, if annual dues are not received by January 15 of the succeeding year until that years dues are received.* It also defines the transferring of membership status to surviving spouses for both annual dues paying members and those with Life memberships.

Policy #2 Life Members Dues. Accounting: This policy defines specifically the accounting practice for Life membership dues as being applied over a lifetime of ten (10) years for the funds rather being reported entirely in the year received.

Policy # 3 Expense Vouchers. This policy establishes a formal requirement to provide a voucher form for expenses, approved by an

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officer other than the Treasurer, along with the signature of the Treasurer before being paid. The Treasurer will retain the approved vouchers along with other Financial Records for future Audits when conducted.

Policy # 4 Luncheon Reservations/ Cancellations. This policy clarifies the conditions and actions needed as related to NGAA-West Luncheon Meeting reservations and cancellations, should it becomes necessary to do so. It also documents the actions taken to establish Luncheon activities including caterer interaction, entertainment acquisition, and reservations.

Policy # 5 Budget. This defines the preparation responsibilities and procedures to create an annual budget for the Association.

Policy # 6 Financial Accountability. This documents the requirement for the establishment and maintenance of financial accounts and supporting records at and by, a financial institution. It also defines responsibility for the handling of NGAA-West funds, including the reporting of the Associations financial status to the Executive Board and the membership at large.

Policy # 7 Petty Cash Account. This policy was adopted to establish a Petty Cash Fund to accommodate reimbursement of small cash expenditures for out of pocket expenses without having to process a check for insignificant amounts

Policy # 8 Golf Committee Operations. DELETED Dec 2018 This policy further defines the relationship, responsibilities and accountability, as contained in the By-Laws that established the Golf Committee. It extends and adds further detail for operational considerations concerning the funding of the Committee. It also defines golf member/non-member participation.

Policy # 9 Members Dues and Information Process and Data Base Retention. This defines the Officers responsible for the data regarding processing of member information, responsibility for dues handling, and or retention of permanent records. It also defines the responsible persons for the currency, preparation, and processing of mailing addresses and labels for Newsletters and other mailings.

Policy #10 Deaths and Illnesses. The intent of this policy is to provide for consistency, in the recognition of members/spouses who have suffered a loss of a family member or who may be experiencing an incapacitating illness. The policy provides for the Director of Hospitality to send cards, when appropriate and in the death of a former Officer or their spouse, send a contribution in memory of that person. Designated amounts have been established for such instances when they occur.