

Updated September 1, 2014

By-Laws  
Of  
The 307<sup>TH</sup> Bombardment Group (HV) Association, Inc.  
The Long Rangers

As amended and restated September 20, 2014

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### STANDING RULES

## INTRODUCTION

The 307<sup>th</sup> Bombardment Group (HV) Association, Inc., The Long Rangers grew out of the initial meeting of former World War II members, who got together in the spirit of fellowship and camaraderie in Reno, Nevada on September 11<sup>th</sup> and 12<sup>th</sup>, 1972. We look and hope for continued growth and expanded interest.

Those members were:

Carl Whitesell

Dan Cauffiel

Geroge Jaffe

Ed Jurkens

M.P. Nelson

Arthur Downs

C. Scott

**BY-LAWS**  
**of the**  
**307th BOMBARDMENT GROUP (HV) ASSOCIATION, INC.**

**ARTICLE I – NAME AND DEFINITIONS**

1. “Attend” means, with respect to a meeting, attendance in person or by phone or videoconference.
2. “Board” means the board of directors of the Organization, composed of the elected and appointed Officers, the immediate past President, the Historian, the Publicist, and the Chairman of each Standing Committee.
3. “Member” means a Principal Member, Associate Member or Honorary Member.
4. “Notice” means emailing a notice to Members who have registered an email address with the Organization or, for Members who have not registered an email address, mailing a notice to the last recorded mailing address of each such Member.
5. “Officer” means the President, Vice-President, Treasurer or Secretary.
6. “Organization” means The 307th Bombardment Group (HV) Association, Inc., The Long Rangers.

**ARTICLE II – PURPOSE**

- Section 1. The purpose of the Organization is to encourage and facilitate camaraderie among former members of the World War II 307<sup>th</sup> Bombardment Group (HV), their descendants and other interested parties, and to engage in charitable and educational activities consistent with the achievements and legacy of the 307<sup>th</sup> Bombardment Group (HV).

### **ARTICLE III – STATUS**

- Section 1. The Organization shall be a nonprofit organization, operated exclusively for the purpose specified in-ARTICLE II.
- Section 2. Officers and other Board members shall not receive any stated compensation for their services, but the Board—may, by —resolution, authorize reimbursement of expenses incurred by Officers or other Board members in the performance of their duties.
- Section 3. Nothing herein shall create or constitute a partnership relationship among Members. No Member shall be liable for the acts or failure to act on the part of any other Member. Nor shall any Member be liable for his acts or failure to act under these By-Laws, excepting only acts or omissions to act arising out of his willful misconduct.
- Section 4. The Organization shall use its funds only to accomplish the purpose specified in ARTICLE II, and subject to permitted reimbursement of expenses pursuant to Section 2 of ARTICLE III, no such funds shall inure, or be distributed, to Members.
- Section 5. In the event of dissolution of the Organization (or merger into a similar non-profit entity), and after the discharge of all of its liabilities, the remaining assets shall be given to a non-profit organization, designated by a majority vote of the Board, whose purpose and objectives are similar to those of the Organization.

### **ARTICLE IV – MEMBERSHIP AND VOTING RIGHTS**

- Section 1. Members of the Organization are classified into three tiers, as follows:
- (a) Principal Members of the Organization include: (i) members of the 307<sup>th</sup> Bombardment Group (HV) since its activation on April 14, 1942, including all individuals who performed military service for the United States during and after WWII;

and (ii) any person related by marriage, descent or adoption to a member of the 307<sup>th</sup> Bombardment Group (HV).

(b) Associate Members of the Organization include any person interested in the purpose of the Organization or the history of the 307<sup>th</sup> Bombardment Group (HV).

(c) Members include any person granted honorary membership in the Organization by the Board in recognition of their services to the nation, community, or the Organization.

Section 2. Principal Members and Associate Members shall pay annual membership dues and are entitled to vote on any matters submitted to the membership for a vote. Honorary Members are not required to pay membership dues, and are not entitled to vote.

Section 3. Applications for Principal Membership or Associate Membership shall be submitted in writing to the Secretary. Recommendation for Honorary Membership shall be submitted in writing to the Board by any Member. The Board may accept or reject any application or recommendation for membership in its sole discretion.

Section 4. The Board may, in its sole discretion, revoke any Member's membership for good and sufficient cause, provided the Board first gives such Member notice of its intent to revoke membership, the reason therefore, and an opportunity to be heard by the Board regarding the foregoing.

## **ARTICLE V – DUES**

Section 1. The annual dues for each Member shall be determined by the membership at a meeting of the Organization, after receiving the Board recommendation on the matter.

Section 2. The annual dues for a calendar year shall become due on January 1<sup>st</sup> of each year.

Section 3. The Secretary shall send notice to any Members who fail to pay their dues within sixty (60) days from the date such dues become due and payable, and if the Member does not remit payment within thirty (30) days following such notice, the Member shall, without further notice or hearing, be dropped from the rolls of the Organization and forfeit all rights and privileges of membership as provided by the Organization.

Section 4. Members who have been dropped for non-payment of dues may be reinstated upon reapplication for membership and payment of the annual dues for the current year plus the preceding year.

#### **ARTICLE VI – BOARD OF DIRECTORS**

Section 1. Each member of the Board shall take office at a meeting of the Organization. Terms of office shall be for a period of two years.

Section 3. The Board shall have supervision, control and direction of the affairs of the Organization, shall determine its policies or changes within the limits of the By-Laws, shall actively prosecute its purpose, and shall have discretion in the disbursements of its funds. It may adopt such rules and regulations for the conduct of its business as it deems advisable.

Section 4. The Board shall not engage in any political or legislative (lobbying) activities on behalf of the Organization in violation of the Internal Revenue Service 501(c)(3) exemption requirements, nor shall the Board authorize the general membership of the Organization to do so.

Section 5. The Board shall meet upon call of the President, or any three Board members, or upon demand of a majority of its members.

Section 6. A majority of the members of the Board in attendance shall constitute a quorum at any meeting of the Board. Each Board member shall be entitled to one vote— on matters decided by the Board.

## **ARTICLE VII – MEETINGS**

- Section 1. Meetings of the Organization for the purpose of election of officers, determination of annual dues, and the receipt of the annual reports and the transaction of other business shall be scheduled as determined by the membership. Notice of meetings shall be sent to Members at least one hundred twenty (120) days before the scheduled meeting.
- Section 2. Special meetings of the Organization may be called by the President or a majority of the Board. Notice of special meetings shall be sent to Members at least twenty (20) days before the scheduled special meeting, and such notice shall include the subject or subjects to be considered at such meeting.
- Section 3. The voting Members in attendance, whether in person or by proxy or electronic means approved by the Board, shall constitute a quorum at any meeting of the Organization.
- Section 4. Procedures for the conduct of all meetings shall be in accordance with ARTICLE XI.

## **ARTICLE VIII – OFFICERS**

- Section 1. The elective officers shall be: President, Vice-President, Secretary and Treasurer, each of whom shall be a member of the Organization.
- Section 2. The Officers shall be elected and installed in office by the membership at a meeting of the Organization. Terms of office shall be for a period of two years and/or until a successor is elected or appointed by the Board.
- Section 3. No Member shall serve more than three consecutive terms as President.
- Section 4. A vacancy in the office of the President shall be filled automatically by the Vice-President. The Board may fill vacancies in other offices by appointment until a new officer is elected at the next meeting of the Organization. In the event of the President's temporary disability or absence, the Vice-President shall perform the duties of the President. In the event of



the temporary disability or absence of both the President and Vice-President, the Board will appoint members to perform the duties of such offices.

Section 5. The President shall be the principal Officer of the Organization, shall preside at meetings of the Organization and of the Board—and shall be a member ex-officio, with the right to vote on all committees except the nominating committee. The President may appoint assistants to the Secretary or Treasurer with approval from the Board. The President shall also, at each meeting and at such other times as he may deem proper, communicate to the Organization such information or such proposals as would in his opinion tend to promote the welfare and increase the usefulness of the Organization. Further, the President shall perform such other duties as are necessarily incident to the office of the President.

Section 6. The Secretary shall give notice of, and, if feasible, attend all meetings of the Organization and keep a record of all proceedings. If it is infeasible for the Secretary to attend, the President will designate one of the attendees to fulfill this task. The Secretary shall also keep a record of all proceedings of the Board, maintain the membership and related records, maintain the Organization correspondence files and shall provide safe keeping for all important documents and records belonging to the Organization. Further, the Secretary shall perform such other duties as are commensurate with the office or as may be assigned by the President.

Section 7. The Treasurer shall maintain a record of all dues collected and other sums received and expended for the use of the Organization and shall make disbursements authorized by the membership, or the Board and approved by the President. The Treasurer shall develop and present to the Board a budget and such other interim projections as may be requested by the Board, and supervise the execution of such budget.

#### **ARTICLE IX – COMMITTEES**

Section 1. The President, subject to the approval of the Board, shall appoint such standing and special committees as may be required by these By-Laws, or as he may deem appropriate.

- Section 2. The standing committees of the Organization may include, but shall not be limited to, the following: membership, nominations, publicity, asset management, information technology, parliamentary, historical and meeting site selection.
- Section 3. The Historian is the chairman of the historical committee. There shall be no limitation as to the duration of the Historian's term of office. The duties of the office shall include collecting and filing as much memorabilia relating to the 307<sup>TH</sup> Bombardment Group (HV) as possible and to encourage the willingness of the Members to share their private collections and mementos with the Organization.
- Section 4. At least ninety (90) days before a meeting where Officers are to be elected, the President shall appoint a nominating committee of at least three (3) candidates for the elective offices. The committee shall notify the President and Secretary in writing, at least (60) days prior to the date of the election meeting, of the candidates he proposed. The Secretary shall provide notice of this information to each Member at least thirty (30) days prior to the election date.

#### **ARTICLE X – FINANCE**

- Section 1. The sums received shall be deposited in a financial institution approved by the Board. Funds may be withdrawn only upon the authorization and physical or electronic signatures of the Treasurer or Assistant Treasurer, and the President or Vice-President.
- Section 2. The President may appoint, with Board approval, another Member of the Organization to act as his agent in authorizing the withdrawal of funds.
- Section 3. The funds, books, vouchers, and related documents in possession or under the control of the Treasurer shall at all times be subject to inspection and verification by the Board. In addition, the Treasurer shall advise the Board at least annually regarding the disclosure requirements for public charities as required by applicable law, and have primary responsibility for ensuring that the Organization satisfies the requirements.

Section 4. The President may authorize, with Board approval, the establishment of special bank accounts to hold funds received from grants, endowment, subvention, donation, bursary, contribution, allocation, gift or other such deposits to be used for appropriate purposes, such as campaigns to promote and award scholarships, subsidy or other such incentives for outstanding achievement or performance by Members or related persons.

Section 5. Only federally insured funds or financial institutions may be used for investment of Organization monies. Revenues derived from such investments shall be used for reinvestment and/or deposited in the Organization bank account.

#### **ARTICLE XI – PARLIAMENTARY AUTHORITY**

Section 1. The rules contained in the current editions of “Robert’s Rules of Order Newly Revised” shall govern the Organization in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any other rules the Organization may adopt. This same parliamentary authority shall be adopted throughout the Organization.

#### **ARTICLE XII – AMENDMENT OF BY-LAWS**

Section 1. Amendments may be proposed by the general membership, the Board, the By-Laws Committee, or by a petition signed by at least five (5) Members.

Section 2. Requirement for adoption of amendments shall be a two-thirds majority vote of those voting Members in attendance, whether in person, by proxy or electronic means, at any duly organized meeting of the membership.

As amended and restated September 20, 2014

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President

STANDING RULES  
OF  
THE 307<sup>TH</sup> BOMBARDMENT GROUP (HV) ASSOCIATION, INC.  
THE LONG RANGERS

1. All standing committees shall be in effect for two years.
2. The By-Laws shall be posted on the Organization's website, though each new member will be provided with a paper copy of the By-Laws.
3. Updates to the By-Laws shall be considered by the Board at least once every five (5) years.
4. A copy of the minutes from any meeting where Officers are elected or other official action is taken shall be posted on the Organization's website no later than ninety (90) days after closing of the meeting.
5. The President, with the approval of the Board, shall be empowered to defray essential expenses not included in the Budget, up to \$500.00.
6. The President, without prior approval of the board of Directors, may expend for emergency or contingency actions an amount not to exceed \$100.00. After the fact ratification by the Board will be accomplished at the earliest possible date.
7. A copy of all official correspondence related to the Organization's activities, including email and paper documents, will be promptly furnished to the Secretary; for the Organization's files.
8. Prior to the close of any meeting of the Organization, the President shall solicit an evaluation of the success of the meeting from the Members, along with any ideas for improvement of future meetings.