**GEN DENNIS L. VIA ALL AIRBORNE SIGNAL CHAPTER 82nd AIRBORNE DIVISION ASSOCIATION, INC. BY‐LAWS**

ARTICLE I – Name; Principal Office; Aims & Purposes

Section 1 – Name: The name of the organization shall be the GEN DENNIS L. VIA ALL AIRBORNE SIGNAL CHAPTER, 82nd Airborne Division Association, Inc.; named in honor of General Dennis L. Via, former Commander of the 82nd Signal Battalion and United States Army Materiel Command, and the only Signal Corps officer in United States Army’s distinguished history to attain the rank of four‐star general; and described also as the ALL AMERICAN SIGNAL CHAPTER (hereafter, “Signal Chapter” or “Chapter”); being among the many chapters, a part of and subordinate to (not inconsistent with law) the governmental structure of the 82nd Airborne Division Association, Inc., a civic organization Inc. under the laws of the State of Illinois (hereafter, “the Association”).

Section 2 – Principal Office: Being a nationwide Veteran Chapter of the Association, having no permanent facility where geographical boundaries are practical, the principal office shall be in the city of the current Chapter Chairperson. Further, the mailing address of the Chapter shall be in a city which is compliance with the geographical boundary rules as set by the Association.

Chapter may have other offices as its affairs may require.

Section 3 - Aims & Purposes:

1. To establish a permanent organization that will further develop the common bond existing between all who served with the 82nd Airborne Division and other Airborne units.
2. To maintain appropriate Chapter records and perpetuate the history and achievements of the 82nd Airborne Division the307th Field Signal Battalion, the 82nd Signal Company, the 82nd Airborne Signal Company and the 82nd Signal Battalion.
3. To perpetuate the memory of Airborne Troopers who have died in the service of their country.
4. To maintain contact with all members of the Chapter who have become disabled.
5. To be of assistance and service in matters pertaining to Veterans benefits.
6. To encourage the Airborne aspect of national defense.
7. To maintain close liaison with the 82nd Airborne Division G‐6 (Communications)

Office.

ARTICLE II – Membership

Section 1 ‐ Classes and Qualifications: Membership in the Chapter shall consist of six (6) classes, as follows: Life Members, Charter Members, Regular Members, Associate Members, All American Members and Honorary Members as outlined in ARTICLE II of the 82nd Airborne Division Association, Inc., By‐Laws and from which the descriptions are an excerpt, as specified:

1. LIFE MEMBERS: Past Presidents of the Association, upon completion of their term(s) as President; all Airborne troopers who are recipients of the Medal of Honor; all 82ndAirborne Division Jumpmasters‐of‐the‐Year, Noncommissioned-Officers‐of‐the‐Year, and all 82nd Airborne Divisions Troopers‐of the‐Year, shall be Life Members.

1. CHARTER MEMBERS: Shall consist of all officers and enlisted persons of the 82nd Airborne Division Association that became members of the General Via All Airborne Signal Chapter before 8 August 2018.
2. REGULAR MEMBERS: Any officer or enlisted person who has been assigned or attached to, and honorably served with, the 82nd Airborne Division under competent orders.
3. ASSOCIATE MEMBERS: Any officer or enlisted person who has served honorably in parachute or glider status with any other airborne unit shall be eligible for Associate Membership in the Association.
4. ALL AMERICAN MEMBERS
	1. Current All American (Paid for Lie) Memberships are still considered valid and will be honored. As of 10 August 2018, All American (Paid for Life) Memberships will not be offered until further notice.
	2. All American (Sustaining) Membership: Association members (Charter, Regular, Active Duty, and Associate) may elect to become All American (Sustaining) Members by submitting their application with the appropriate dues as determined by the Board to the National Executive Director. An All American (Sustaining) Member will initially pay ten (10) years worth of current dues for a five (5) year membership, followed by an annual renewal of 50% of the current dues.
5. HONORARY CHAPTER MEMBERS (Auxiliary): Any person, civilian or military, whose life and activities has fostered the Airborne ideals, and are not eligible for any other type of membership may be elected an Honorary Member of theSignal Chapter by a plurality vote of themembership. The dues rate will be set forth by the EXCOM and ratified by Chapter Members in good standing. Honorary Chapter Members, in good standing, will be allowed one vote at the Chapter level only and not be authorized to attend the National Convention as a Delegate.

Section 2 – Voting Privileges: Life, Charter, Regular, All American, Associate and Honorary members of the Chapter shall be entitled to one vote, in person or by whatever electronic means provided by the Chapter, on each matter submitted to the vote of the membership.

Section 3 – Termination of Membership: The name of any member may be stricken from the roll of members:

1. Upon written resignation of a member, accepted by the Executive Committee.
2. Upon direction of the Executive Committee, based on nonpayment of dues or assessment, or on any reason which would warrant refusal of membership to a newapplicant.
3. The Executive Committee, by affirmative vote of the majorityof the members of the Committee, may suspend or expel a member for cause after an appropriate hearing by the Committee held during an AnnualConvention.
4. Notice of proposed termination, with supporting documents, must be served onsuch member at least sixty (60) days in advance of the hearing, by certifiedmail.

Section 4 – Dues and initiation Fees: Initiation fees and /or dues for all members shall be such amount as determined annually by the Executive Committee; except that all Life, Association Honorary and All American (Paid for Life) members are exempt from paying dues. A portion of yearly dues paid for by Signal Chapter members, as shall from time to time be fixed by the Executive Committee, will be forwarded to the Chapter.

Section 5 – Membership Verification: Applications for all 82nd Airborne Division Association members must have date of service and include a letter from a Chapter officer certifying that the Chapter has reviewed a document showing date of service. Any of the following documents that show the name of the trooper and date of service in the military to include DD 214, awards, orders, military diploma. If no documents are available due natural disaster, then a letter from the applicant certified by a notary can be submitted with the application. A copy of the application and the letter from the Chapter officer certifying the review of documents with dues is sent to the Executive Director. The Chapter will keep on file all applications and certifying documents in the Chapter officials record files. If these files are required for Federal audits, the Chapter will send them to the Executive Director by any secured means available.

ARTICLE III – Management and Finance

Section 1 – Management: The business and affairs of the Chapter shall be managed by the elected officers comprising the Chapter Executive Committee (EXCOM), namely, the Chairperson, Vice Chairperson, Secretary and Treasurer, and Member Representative, each serving for such term and subjectto such qualifications as shall be herein provided. The general membership is the overriding authority of the Chapter in all matters. The EXCOM is, however, the authority between meetings in managing the day to day operations of the Chapter.The EXCOM should have a non-elected chapter member appointed by the Chapter Chairman = voice of the members.

Section 2 – Chapter Dues: Local dues for Signal Chapter members shall be determined by the general membership for each fiscal year, January 1 to December 31.

ARTICLE IV – Officers

Section 1 ‐ Number: The Chapter officers shall consist of a Chairperson, a Vice Chairperson, a Secretary, a Treasurer and other such officers as may be designated by the Chapter from time to time. These officers, hereafter named, shall comprise the Executive Committee (EXCOM) of the Chapter.

Section 2 - Election and Term of Office: Incoming Chapter officers shall be installed by the

outgoing EXCOM at the first meeting of the Chapter after the election and prior to the effective date of the office.

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| 1. Two years for all officers, except the Trustees, unless:
	1. The officer is re-elected.
	2. The officer resigns.
	3. The officer is removed from office by the Chapter membership.
	4. All elected positions will have a 2 consecutive term limit in that position.
2. The Trustees will serve for alternating three-year periods.
3. Nominations and elections shall be held bi-annually in odd years during the Fall meeting. All members in good standing shall be notified of the nomination and/or election meetings via newsletter, personal letter, telephone, email, or social media (i.e., 82nd Signal Battalion Facebook page) a minimum of thirty (30) days, but not more than 60 days, in advance of the election.
4. To be elected a candidate must receive the plurality of votes cast.
5. Anyone nominated for any office must be willing to accept the office nominated for and be a member in good standing of the Chapter. If anyone wishing to run for office cannot be present at the nomination meeting, a written notice shall be sent to the Chapter Secretary stating the member’s consent to have name placed in nomination.
6. Any member elected to office must meet the following criteria:
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1. Be a member in goodstanding.
2. Shall not be absent from any meeting without prior consent of the Chairperson, or the Chairpersons designated representative.
3. Shall not be absent from more than three (3) Chapter and/orEXCOM meetings during the term of office for anyreason.
4. Failure to adhere to the above criteria may result in removal fromoffice.

Section 3 – Removal: Any officer elected or appointed by the EXCOM may be removed by the EXCOM whenever, in its judgment, the best interests of the Chapter would be served thereby.

Section 4 ‐ Vacancies: Any vacancy shall be appointed by the Chairperson with the majority concurrence of the EXCOM for the unexpired portion of the term until the next regular election cycle.

Section 5 ‐ Chairperson: The Chairperson shall be the principal Executive Officer of the Chapter and shall, in general, supervise and control all business and affairs of the Chapter.

1. Act as liaison between the Chapter and the Association and represent the Chapter with the Association.
2. Make a complete annual report of the condition of the Chapter during the Chapter’s Annual meeting.
3. Be responsible for the affairs of the Chapter between meetings of theEXCOM.
4. Be an ex‐officio member of all committees and shall report the inefficiency of any committee to the Chaptermembers.
5. Be responsible to the Chapter officers for the administration of theChapter, according to these By‐Laws, and decision of the Chaptermembers.
6. Receive a copy of the minutes of Chapter meetings from the Secretary and a copy of the financial report from theTreasurer within a timely manner.
7. Be responsible for validating membership verificationannually.
8. Preside at all EXCOM and Chaptermeetings, unless identifying another EXCOM member to serve as a substitute when required.
9. Maintain Chapter Continuity Files as prescribed by the National Board of Directors.

Section 6 – Vice Chairperson: In the absence of the Chairperson, or in the event the Chairperson’s refusal to act, the Vice Chairperson shall perform the duties of the Chairperson. The Vice Chairman will also administer the subcommittees of the Chapter.

Section 7 ‐ Secretary:The Secretary shall be responsible for maintaining minutes of all meetings of the Chapter General Membership and of the Executive Committee. The Secretary shall perform other duties as may be directed by the Chairman or the Executive Committee.

1. Keep accurate record of the proceedings of the EXCOM and Chaptermeetings.
2. EnsurepropernotificationisgiventoallChapterofficersand members as to time, place and date of all regular and special meetings in sufficient time to warrant attendance orparticipation.
3. Ensure that all motions, resolutions, adopted communications, etc., are properly recorded in the minutes ofmeetings. Minutes must state the disposition of the Motion, example: Motion carried, Motion failed (voted down), Motion not seconded (died on floor).
4. Provide the Chairperson with copy of Chapter meeting minutes within fifteen(15) days after suchmeetings.
5. Maintain files which include copies of minutes of EXCOM and Chaptermeetings.
6. Maintain Chapter Continuity Files as prescribed by the National Board ofDirectors.

Section 8 ‐Treasurer:

1. Have charge of and be responsible for all funds and securities of the Chapter; receive and give receipts for monies and dues payable to the Association from any source whatsoever, and deposit all such monies in timely manner in the name of the Chapter in such banks, trust companies, or other depositories as shall be designated from time to time by Chaptermembers.
2. Provide financial reports at general membershipmeetings.
3. Submit reconciled financial reports to the trustees for review and audit.
4. Upon change of the Treasurer, an audit of all accounts shall be scheduled and conducted by the Trustees. The Trustees shall provide a report of the audit the Chairperson.
5. Complete and submit the Chapter’s Annual Financial Statement, as required by the NationalOffice,priortothesuspensedateestablishedbytheAssociation’sExecutiveDirector.
6. BeresponsibleforinitiatingdraftsforChapteraccountsforpurposeofpaying legitimate bills/debts incurred by theChapter.
7. All drafts of more than $999.99 from Chapter accounts require two signatures, as stipulatedbytheAssociationInsurance:TheTreasurerandthatoftheChairpersonorSecretary.
8. Maintain close coordination with the Secretary in keeping an up‐to‐date roster of dues paying members. The member order is Life Members, Charter Members, Regular Members, All American Members (Paid for Life), Honorary Members and AssociateMembers.
9. Maintain Chapter Continuity Files as prescribed by the National Board of Directors.

Operating manual note: All monies spent must be approved by motion by the members. If this is not practical due to the timeliness of the payment the EXCOM shall vote and record all transactions and report to the members.

Section 9 ‐Judge Advocate:

A. Will be appointed by the Chairperson and approved by the Executive Committee.

B. Will have a good working knowledge of the Chapter's By-Laws as well as

being familiar with Robert's Rules of Order.

C. The Judge Advocate will be charged with the duties of interpreting the Association's

and Chapter's By-Laws, resolving any questions of a legal nature, and addressing any questions of Parliamentary Procedures during all meetings.

Section 10 ‐ Trustees:

A. There will be three (3) trustees each of whom will serve for three

years. Each trustee's term will be offset from the other two so that each year will

necessitate the selection of a new trustee.

B. The Trustees shall be responsible for auditing the Chapter's financial

records on the assumption of a newTreasurer and before the submission of the

Annual Financial Statement.

C. The Trustees shall audit banking records as directed by Chair but no

more than every four (4) months.

Section 11 ‐ Sergeant‐At‐Arms:

1. Assist in preserving order as the Chairperson maydirect.
2. Verify voting eligibility atelections.
3. Perform other duties as may be directed by theChairperson.

Section 12 – Chaplain:Chaplains shall be appointed by the Signal Chapter Chairperson.

1. The Chaplains will coordinate with the 82nd Airborne Division G6 office to conducta Signal Remembrance Ceremony annually during All American Week.
2. Coordinate Signal Chapter memorial activities as specified in ARTICLE IX, Section1, memorials for deceased members.
3. Perform other duties as may be directed by theChairperson.
4. The Chaplains may sit with the EXCOM, without avote.

Section 13 – Historian: An Historian shall be appointed by the Signal Chapter Chairperson.

1. The Chapter Historian may sit with the EXCOM, without vote, and apprise the EXCOM on the pertinent matters concerning involvement of the Signal Chapter with honoringandpreserving the lineage of legacy Signal organizations that are embedded within the Division’s history.
2. Serve as a resource to the Association’s Historian and the Curator of the 82nd Airborne Division War Memorial Museum for further research into the historicalcontributions of the 307th Field Signal Battalion, the 82nd Signal Company, the 82nd Airborne Signal Company and the 82nd SignalBattalion.

Section 14 ‐ Executive Committee (EXCOM): The Executive Committee shall meet as prescribed,electronically or in person, by the Chairman, and based on EXCOM members availability.

1. Have general charge of the affairs of the Chapter and shall have full power tocarry out the By‐Laws.
2. Meet prior to the general membership meetings or at such times as directed by the Chapter Chairperson. A quorum is met with the attendance of a majority of committeemembers.
3. Provide the Chairperson with all necessary reports and records that are required of the respective offices/positions for presentation to the general membership and/or theEXCOM meetings in the event of the officers’absence.

Section 15 ‐ Compensation: No compensation shall be authorized any Officer or member of the Chapter other than in payment of reasonable compensation for services rendered.

Section 16 ‐ Emergencies: The EXCOM shall have the power to act in all emergencies and shall give the Chapter members immediate notification of any such action.

ARTICLE V – Meetings

Section 1 – Meeting of Members:General membership meetings shall be held a minimum of twice annually as prescribed, electronically or in person, by the EXCOM. Additional general membership meetings may be called at the discretion of the Chapter Chairperson or at the request of the EXCOM. Meeting time, place and venue shall be as prescribed by the EXCOM.

Section 2 – Meeting of Executive Committee: A meeting of the Executive Committee may be called at the discretion of the Chapter Chairperson, or at the request of the Executive Committee. Any such meetings are to be considered legal only if a quorum is present.

Section 3 – Quorum: At meetings of members, the voting members present attending at duly scheduled business meetings shall constitute a quorum if 10% of the total membership is present. At meeting of the EXCOM, a quorum is constituted when a majority of the members are present. The Chapter Secretary will verify a quorum and enter it into the minutes.

Section 4 – Order of Business: The order of business at all general membership meetings shall be as follows:

1. Call toorder
2. Invocation and Pledge ofAllegiance
3. Roll Call ofofficers
4. Agenda
5. Minutes
6. Treasurer’sReport
7. New Members orGuests
8. Correspondence
9. Chairperson’sComments
10. Report ofTrustees
11. CommitteeReports
12. UnfinishedBusiness
13. NewBusiness
14. Good of theChapter
15. Benediction
16. Adjournment

ARTICLE VI – Committees and Appointments Section 1 ‐ By‐Laws Committee:

1. Will be composed of three (3) members, appointed by theChairperson.
2. The Committee shall accept proposed changes to the By‐Laws, review theproposed change(s) for presentation to the Executive Committee with recommendation. Proposed change(s) by the Committee will be presented to the general membership for approval andadoption.
3. The Committee will gather information from the Chapter members and formulate such information into resolution format (as applicable) for submission to the National Office, after approval by the Chapter generalmembership.

Section 2 ‐ Other Committees (appointed by the Chairperson, as needed):

1. Membership
2. Finance andBudget
3. Special Events (Reunions, All American Week)
4. Awards
5. Memorabilia
6. Secretary
7. Treasurer

Section 3 ‐ Positions (appointed by Chairperson, asneeded):

1. Chaplain
2. ChapterHistorian
3. ChapterReporter
4. ChapterPhotographer

ARTICLE VII – Removal

Section 1 ‐ Elected Officers: Any elected officer may be removed from office, for just cause as determined after such allegations are investigated and substantiated by the EXCOM, by the majority vote of the voting members at a Chapter meeting. If an offense occurs, the elected Officer must be given the right to rebuttal before removal vote.

Section 2 – Appointed Officers and Committee Chairpersons: An appointed officer or chairperson of any committee may be removed at the discretion of the Chapter Chairperson, who had appointed him.

ARTICLE VIII – Convention

Section 1 – Convention Delegates: The Chapter Chairperson (or designated representative) shall be a Delegate to represent the Chapter at the Annual Convention. However, each Chapter may, in addition to the Chapter Chairperson (or designated representative), select one (1) additional member to be a Delegate at the annual Convention. In such case, the Chapter Chairperson (or designated representative) shall be the Chief Delegate.

Section 2 – Duties and Responsibilities: The Delegate(s) shall have the following duties and privileges:

1. Attend Delegates meetings and present Chapter concerns andissues.
2. To participate, without vote, in all meetings of the Board ofDirectors.
3. To have their Convention registration fees paid for by theChapter.
4. To represent the Chapter at the AnnualConvention.
5. To serve on National Association and ConventionCommittees.
6. To meet with any appropriate Committees at a designated time at theConvention.
7. To report to the Chapter on the action and activities of theConvention.
8. To meet at a site determined by the appointed Board member at least sixty (60) days in advance of the next Convention date if the Chapter orders such action (Delegates Pre‐ Convention Meeting.
9. The Chapter’s Delegate forms must be received by mail or email attachment and certified by the executive Director by 1 May for All American Week attendance, and 31 Julyor Conventionattendance.

ARTICLE IX – Miscellaneous Section 1 ‐ Floral Displays/Memorials:

1. TheChaptershallprovideafloraldisplayoramemorialdonationuponnoticeofthe death of a Chapter member or Chapter member’s immediatefamily.
2. Chapter member’s immediate family is defined as the member’s spouse, mother, father, andchildren.
3. TheChaptershallprovidea floral displaytomembersuponnotificationof hospitalization of the member and/or member’sspouse.
4. At the request of or with permission of the Chapter member’s family, the Chapter, supervised by the Chaplain, will conduct the “Commemorative Tribute for a Deceased Member”, a ceremonial ritual wherein the Seal of the 82nd Airborne Division Associationshall be emplaced upon the casket or urn of our fallencomrade.

Section 2 ‐ Turnover Records and Files: Unless any officer or member is re‐elected to the same office or reappointed to the same committee Chair or position, all files and records of said elected office, appointed committee chair or position will be turned over to the designated successor not later than 15 days after the change in position of the new term.

Section 3 ‐ Chapter Demise: In the event the Chapter ceases to function after successful operation, due to lack of interest of the Chapter members, all property, revenue and records will be handed over to the Executive Director of the Association for safekeeping. All property and records will be stored for future use. All Chapter funds shall be deposited in the Association’s General Fund. The Chapter charter shall become null and void.

ARTICLE X -Amendments

Section 1

The Chapter is structured primarily for charitable and educational purposes. Included is making distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 2L

Upon the dissolution of the Chapter, any and all associated assets shall be forwarded to the parent organization (82d Airborne Division Association). Said assets shall be allocated to exempt projects/activities of the National Office.

The 82d Airborne Division Association shall expend the assets for one or more exempt purpose(s) within the scope of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE XI -Amendments

Section1-Procedures:TheseBy-Lawsmaybeamendedbyamajorityvoteofthevoting membership, in the followingmanner:

1. The proposed amendment(s) have been sent to the Chapter By-LawsCommittee.
2. The By-Laws Committee presented properly worded amendment(s) to the Executive Committee.
3. Chapter membersreceivedcopiesofproposedamendment(s)priortothegeneral membership meeting selected to present amendment(s) for ratification.

Section 2 - Approval: Any changes to the Chapter's By-Laws, amendments, replacement and/or new By-Laws shall be submitted to the National Office within 30 days, for review and final approval before implementation.

TheseBy-LawswereapprovedbytheGeneralMembershipatadulyconstitutedmeetingofthe Signal Chapter on 18 May 2020.

Secretary Signature Chairperson Signature