



BYLAWS OF HIKI NO ARTILLERY ASSOCIATION

These bylaws were adopted by the current membership of the
Hiki No Artillery Association on 14 October, 2019

**BYLAWS
of
Hiki No Artillery Association**

**ARTICLE I
NAME, LOCATION, AND AFFILIATION**

Section 1. The name of this organization shall be the Hiki No Artillery Association, with an authorized abbreviation of HNAA.

Section 2. The principal office for the transaction of business of the organization shall be determined by the Executive Council. The President may choose meeting locations as it suits the convenience of the members, provided 10 days' notice is given. Email notification shall suffice for timely notice.

Section 3. The Hiki No Artillery Association ("HNAA") shall be affiliated to the 1st Battalion, 487th Field Artillery ("1-487th"), Hawaii Army National Guard by its close working relationship and membership eligibility. The command team of the 1-487th shall always be members of the HNAA and have an open invitation to all meetings and events of the HNAA.

**ARTICLE II
VISION AND PURPOSE OF THE ORGANIZATION**

Section 1. The vision of the HNAA is to foster fellowship amongst the current and former Soldiers of the 1-487th.

Section 2. The purpose of this organization shall be to maintain the link between the present and former Soldiers of the 1-487th and to preserve the unit's storied history.

**ARTICLE III
MEMBERSHIP AND DUES**

Section 1. The membership of this organization shall be divided into the following categories:

a. Regular Membership shall be composed of currently active commissioned officers, warrant officers, noncommissioned officers and enlisted members (i.e. Servicemembers) of the 1-487th and of former Soldiers who were assigned and actively participated as Soldiers of the 1-487th. At least 75% of total membership shall be comprised of former members of the armed forces of the United States.

b. Honorary Membership shall be composed of individuals who do not qualify as regular members but are approved by a quorum of members at a regularly scheduled meeting of the membership. Such membership will only be approved for those who have shown significant service to the 1-487th, such as immediate Family members of

regular members, Widows/Widowers of regular members, or community leaders.

Section 2. Any person eligible for Regular or Honorary membership shall remain a member in good standing in the organization unless revoked by a majority of a quorum present at a general meeting. Such revocation shall be for good cause, and such cause shall be presented for discussion to the quorum present prior to a vote. The member being considered for membership revocation shall be given an opportunity to rebut such revocation in writing or in person at the meeting.

Section 3. All Regular members in good standing shall be entitled to a single vote at any meeting of the organization, except for a member who is being considered for revocation, in which case the member shall not be afforded a vote to determine their own membership revocation. Honorary members shall have a voice but no vote.

ARTICLE IV OFFICERS OF THE ORGANIZATION

Section 1. The officers of the organization shall consist of a President, Vice-President, Secretary, Treasurer, and Sergeant-at-Arms who shall hold office as follows:

a. President. The President of the Hiki No Artillery Association is to be elected at a meeting by a quorum of the general membership. The President shall continue in office until duly replaced in an election of the quorum of the members present.

b. Vice-President. The Vice-President of the HNAA is to be elected at a meeting by a quorum of the general membership. The Vice-President shall continue in office until duly replaced in an election of the quorum of the members present.

c. Secretary. The Secretary of the HNAA is to be elected at a meeting by a quorum of the general membership. The Secretary shall continue in office until duly replaced in an election of the quorum of the members present.

d. Treasurer. The Treasurer of the HNAA is to be elected at a meeting by a quorum of the general membership. The Treasurer shall continue in office until duly replaced in an election of the quorum of the members present.

e. Sergeant-at-Arms. The Sergeant-at-Arms of the HNAA is to be elected at a meeting by a quorum of the general membership. The Sergeant-at-Arms shall continue in office until duly replaced in an election of the quorum of the members present.

Section 2. All officers shall collectively be known as the **Executive Council.**

Section 3. The duties of the officers shall be as follows:

a. President. The President shall preside at all meetings of the organization, shall call meetings of the organization, and any special meeting when required or when

requested so by the Executive Council. The President serves as the primary representative of the organization to the public, the command team, and Soldiers and Families of the 1-487th. The President shall plan, direct, and supervise the conduct of business of the organization.

b. Vice-President. The Vice-President shall assume all of the duties of the President in the absence of the President, and shall assist the President in such duties as directed by the President.

c. Secretary. The Secretary shall prepare, receive, act on and file all correspondence with all entities outside the HNAA; record the minutes of all meetings; preserve the permanent records of the HNAA; and perform other duties as directed by the President.

d. Treasurer. The Treasurer shall safely keep all funds, notes, bonds, securities and other evidences of property of the organization; make deposits of the same in such depositories as shall be designated by the Executive Council; make such disbursements as the regular course of the business of the organization shall require; draft all checks; keep proper accounting books of the organization on a fiscal year basis beginning 1 January of each year and such books shall be audited periodically; make all necessary tax returns, Federal or State, required by law; and to render to the Executive Council at such other times as it may require, a full account of all transactions of the organization; perform other duties as directed by the President.

e. Sergeant-at-Arms. The Sergeant-at-Arms shall maintain order and decorum at all general and Executive Council meetings of HNAA; ensure that all present at meetings are properly vetted as belonging in the meeting to prevent unauthorized persons from interfering with or disrupting meetings.

Section 4. Any regular member of the HNAA entitled to vote shall be eligible for election to offices.

Section 5. Vacancies in office:

a. If there is a vacancy in the office of President, the Vice-President shall fill that office until the next scheduled election.

b. The President will fill by appointment any other vacancy occurring in the organization by appointing a regular member in good standing. Such appointment shall only continue until an election is conducted at a meeting of a quorum of the membership and an officer is elected to the vacant office.

ARTICLE V EXECUTIVE COUNCIL

Section 1. The Executive Council shall be composed of the President, Vice-President, Secretary, Treasurer and Sergeant-at-Arms of the HNAA. The Immediate Past

President shall be an ex-officio member of the Executive Council with a voice but no vote.

Section 2. The Command Team (Battalion Commander and Battalion Command Sergeant Major or designated representatives) of the 1-487th shall be ex-officio (voting?) members of the Executive Council ~~with a voice but no vote~~.

Section 3. The President shall, with 10 days written notice, call meetings of the executive council. An email to the Executive Council shall be considered adequate notification.

Section 4. A majority shall constitute a quorum of the Executive Council.

ARTICLE VI COMMITTEES

Section 1. There shall be two classes of committees: Standing and Special. Any Regular or Honorary Member shall be eligible to serve on committees and shall serve for a minimum of one year.

Section 2. The President shall make appointments for chairpersons and members of Standing and Special Committees. The following Standing Committees shall be designated:

a. Standing Committees:

- Membership Committee
- Budget Committee
- Audit Committee
- Scholarship Committee
- Fundraising Committee

b. The President may create and convene any other special committees as necessary, such as those for Bylaws Review, and Finance. All special committees shall be approved by the Executive Council, and may be canceled by the same.

Section 3. Each Committee shall schedule its meetings and record its own minutes. It shall adopt rules for its own proceedings, and report to the President at each general meeting.

ARTICLE VII BUSINESS PROCEDURES

Section 1. The President shall determine the agenda for each general or Executive Council meeting. The President shall send the agenda to all proposed attendees no later than 10 days prior to the meeting. An email shall satisfy the notification requirement.

Section 2. General meetings shall be convened to conduct necessary business to further membership, morale, welfare, and recreation of the Hiki No Artillery Association. The Sergeant-at-Arms shall vet all those present to ensure they are authorized to attend as either members or invited guests.

Section 3. Five (5) regular members shall constitute a quorum at general meetings.

Section 4. Minutes for all meetings shall be accessible to all regular and honorary Members.

Section 5. The latest edition of Roberts Rules of Order shall be the parliamentary guide for the organization.

ARTICLE VIII TRANSPARENCY AND ACCOUNTABILITY

Section 1. HNAA encourages transparency and accountability to all regular and honorary members; in this vein HNAA strives to make full and accurate information about its mission, activities, finances, and governance available to its membership.

Section 2. HNAA shall provide its Internal Revenue forms and these Bylaws and financial statements to any regular or honorary member free of charge. HNAA shall submit the appropriate Internal Revenue Service Form 990 (or 990N) to the Executive Council for review.

Section 3. All Executive Council minutes and records shall be made available to any regular or honorary member, once accepted by the Executive Council, except where the Executive Council passes a motion to make any specific portion confidential.

ARTICLE IX EXPENDITURE OF FUNDS

Section 1. Expenditure of funds shall be made only after prior authorization and on proper voucher drawn by the Treasurer and approved by the President. All checks for expenditures shall be signed by a member of the Executive Council.

Section 2. The adoption of this Article shall constitute authorization by the HNAA for the payment of bills, when and as due, for monthly rental, public utility services, postage, and as authorized by any committees, provided that the amounts to be paid for monthly occurrences shall have been previously established by the Executive Council.

ARTICLE IX FUNDRAISING

Section 1. HNAA shall solicit funds of donations only by prior vote of the members

agreeing to the proposition.

Section 2. Unless previously authorized by a majority of a meeting quorum, no solicitations or ticket sales shall be permitted in any HNAA event or meeting or any event or meeting attended by HNAA members.

ARTICLE XI APPROVAL AND AMENDMENT

Section 1. These Bylaws shall become effective after adoption by a majority of a quorum of members present at a general meeting, and such approval shall be recorded in the permanent record by the Secretary.

Section 2. These Bylaws may be amended at a general meeting of the organization by a majority vote of a quorum. Proposed amendments will be presented to the membership at least 30 days prior to the meeting at which they are to be considered. An email shall be considered as fair notice, provided it is sent at least 30 days prior to the date of the meeting.

These Bylaws are approved by the membership on:

(date)

Recorded by the Secretary:

(signed)