

CONSTITUTION

ARTICLE I

Name

The name of this Chapter shall be “Colonel James Wood, II. Chapter of the Virginia Society of the Sons of the American Revolution”.

ARTICLE II

Purpose and Objectives

This Chapter, is established as a local chapter of the Virginia Society, Sons of the American Revolution (hereinafter “VASSAR”). Its purposes are patriotic, historical and educational, and are intended to perpetuate the memory of the men who, by their services and sacrifices during the American Revolution, achieved the independence of the American people. Its objectives include, but are not limited to the following:

- Uniting and promoting fellowship among their descendants;
- Inspiring its members and the community at large to a more profound reverence for the principles of the government founded by our forefathers;
- Encouraging historical research in relation to the American Revolution;
- Acquiring and preserving the records of the individual services of the patriots of the war, as well as documents, relics, and landmarks;
- Identifying and marking significant Revolutionary War sites and the graves of patriots by appropriate memorials;
- Celebrating the anniversaries of significant events of the Revolutionary War and the Revolutionary period;
- Maintaining and fostering patriotism;
- Educating our youth concerning the sacrifices of our patriot forefathers in securing our freedom and the principles embedded in the Declaration of Independence and the Constitution.

ARTICLE III

Membership

1. Any gentleman who is a member in good standing of the National Society and of the VASSAR shall be eligible for membership in this Chapter. Any person who for any reason is disqualified or otherwise ceases to be a member of the National Society or the VASSAR is no longer eligible for membership in this Chapter.
2. Any gentleman who is eighteen years or older can seek membership in this Chapter by fulfilling the requirements for membership in the National Society, Sons of the American Revolution and the VASSAR in effect at the time of his application.

ARTICLE IV

Fees and Dues

The initiation fee shall be in an amount sufficient to cover membership in the National Society, the VASSAR and the Chapter. Annual membership dues shall be in the amount prescribed by the National Society, the VASSAR and the **Board of Managers** of this Chapter.

ARTICLE V

Officers, Elections and Committees

1. The Officers of this Chapter shall consist of a President, a 1st Vice President, a 2nd Vice President, a Secretary, a Treasurer, a Chaplain, a Historian, a Registrar, an Assistant Secretary, an Assistant Treasurer and an Assistant Registrar.
2. The President, 1st Vice President, 2nd Vice President, Secretary, Treasurer, Chaplain, Historian, Registrar, Assistant Secretary, Assistant Treasurer and Assistant Registrar shall be elected annually. They shall take office at the first Chapter meeting after 1 January of the year following their election.
3. Nominations for the foregoing positions may be made by a nominating committee appointed by the President, or by any member in good standing, during the month of October of each calendar year. The election of officers from among those so nominated will occur during November of each year. Any such election will be conducted by the chairman of the nominating committee appointed under paragraph five of this Article or by another member of the nominating committee designated by the President. No candidate for office is eligible to conduct the election. A plurality of those present and voting is necessary for election.
4. As soon as practicable following approval of the Chapter Constitution and Bylaws by the prescribed number of members, an election of officers will be conducted by a person selected by a majority of the members in attendance. The person conducting the election will entertain nominations from the floor. The candidates receiving the largest number of votes of the members then present shall be declared the winners. The officers so elected will hold office for the remainder of the calendar year, as well as the entirety of the subsequent calendar year.

5. If, for any reason an officer is unable to complete the service of his term, the President will appoint, with the approval of a majority of the Board of Managers, a member to serve the remainder of the term.
6. Any officer may be removed from office by a two-thirds vote of those members present and voting at a meeting called by either one quarter of the membership or two-thirds of the Board of Managers.
7. When necessary for conducting Chapter programs or business, the President is authorized to establish committees appropriate to such purposes and designate the chairmen of such committees. The President will appoint a nominating committee at a time sufficiently in advance of the annual election to enable it to publicize the election, present a slate of nominees and accept nominations made by the membership. Any committee so appointed shall continue until either dissolved by the President or the expiration of the President's term.

ARTICLE VI

Board of Managers

1. A Board of Managers shall consist of: (1) the officers enumerated in Article V, paragraph 1; (2) the chairman of any committee appointed by the President; (3) the most recent two past Presidents of the Chapter.
2. The Board of Managers shall be responsible for conducting the routine business of the chapter, including setting meeting dates, and such other activities as may be specified in the Bylaws.
3. Four members of the Board of Managers will constitute a quorum for the transaction of any business.

ARTICLE VII

Meetings

1. The Chapter shall conduct regular general meetings at such times as specified by the President and the Board of Managers.
2. Special meetings may also be held at the call of the President, the Board of Managers or when requested in writing by two thirds of the members. The purpose of such special meeting will be to transact such business as is specified by the call.
3. Six members will constitute a quorum for the transaction of any business at any general or special meeting.

ARTICLE VIII

Ratification

Ratification of this Constitution shall be effected by a two thirds vote of the members in attendance at this Chapter's organizational meeting.

ARTICLE IX

Amendments

Amendments to this Constitution may be offered by any member of the Chapter at any regular general meeting, but shall not be acted upon until the next regular general meeting. A copy of every proposed amendment shall be sent to every member, with a notice of the meeting at which it is to be acted upon, at least one week prior to said meeting. A vote of two-thirds of the members present and voting shall be necessary for adoption of any proposed amendment

BYLAWS

SECTION 1

Membership

1. Membership in this Chapter shall be governed by the procedures and requirements specified for membership in the National and State Societies of the Sons of the American Revolution. As set out in Section 7, the Registrar will assist any applicant for membership in the completion and submission of the necessary documents.
2. A member may be suspended or expelled from this Chapter for sufficient cause by a vote of two-thirds of the membership, provided that the member is notified in writing at least one month before any such vote is to be taken. Any such notice will specify the reasons for the proposed suspension or expulsion. The member may, if he wishes, submit to the President a written response to the allegations in any such notice which, if he so desires, will be read to the membership in attendance prior to any such vote. The member can also make a statement concerning any such allegations to the membership before any vote concerning his suspension or expulsion is made. Any member so suspended or expelled shall have the right of appeal to the VASSAR which, in any event, will be notified of the action taken by the Chapter.

SECTION 2

Funds, Dues, and Disbursements

1. The Fiscal year shall begin on the first day of January of each year. Notice of dues payment shall be sent by the Treasurer to each Chapter member during the preceding November. Annual dues shall be payable by the first day of January of the following year. The portion of the annual dues allocated to the maintenance of the Chapter will be placed in an account (hereafter the "operating fund") for the purpose of defraying routine operating expenses and any other such purpose as is authorized by the Board of Managers or the membership.
2. The Board of Managers may also establish a reserve fund. It shall consist of funds and donations other than those resulting from the payment of annual dues. The Chapter may

receive monies, stocks, securities, etc. that are designated by the donor for special purposes. The Board of Managers may utilize this fund for special projects not involving routine operating expenses as it may, from time to time, deem appropriate to further the Chapter's purposes and objectives.

3. If a member is in arrears in payment of his annual dues on the last day of March, he shall be dropped from the membership rolls. A member who is dropped from the rolls for non-payment of dues may be reinstated upon payment of his current dues and any reinstatement charges imposed by the VASSAR and the National Society.
4. The Treasurer may withdraw from the operating fund sufficient monies to defray routine operating expenses of the Chapter. Such expenses include, but are not limited to, postage and office supplies, rental fees for the use of a meeting place, and reimbursement to Chapter officers and other members for expenses incurred for travel in connection with their official duties. Any such disbursement that exceeds \$250.00 will require the approval of the President. Any disbursement from the Chapter reserve fund requires the prior approval of a majority the Board of Managers.
5. The Board of Managers shall prepare annually a budget, and present it to the membership at the January meeting for approval.
6. Members and applicants who state they (and guests, if any) will attend a regular meeting that includes a meal, are obligated to pay the Chapter for the meal(s) whether or not they attend the meeting. When required by this section, an invoice for the appropriate amount will be sent by the Treasurer.

Exception #1: There is no obligation if their absence did not reduce attendance below the number of meals guaranteed by the Chapter.

Exception #2: The required payment may be waived in circumstances deemed appropriate by the Board of Managers.

SECTION 3

The President

The President, or in his absence, the Vice President, or in his absence, another elected officer designated by the Board of Managers, shall preside at all meetings of the Chapter and the Local Board of Managers. He shall exercise the functions of a presiding officer and shall be an ex-officio member of all committees, except the Nominating Committee.

SECTION 4

The 1st Vice President

The 1st Vice President shall preside at meetings in the absence of the President and perform such other duties as the President may prescribe, including the chairmanship of or membership in any committee that the President may appoint. The Vice President will ascend to the Presidency of the Chapter in the event of the President's incapacitation.

SECTION 5

The 2nd Vice President

The 2nd Vice President shall assist the President in the discharge of his duties. The 2nd Vice President shall preside in the absence of the President and 1st Vice President and perform such other duties as the President may prescribe.

SECTION 6

The Secretary

The Secretary shall record and preserve the minutes of all meetings and special activities of the Chapter and the Local Board of Managers. He shall conduct the general correspondence of the Chapter. He shall perform such other duties and make such returns as may be prescribed by the Constitution and Bylaws of the VASSAR

The Assistant Secretary shall perform all duties incumbent upon the Secretary during the absence or disability of the Secretary and shall perform such other duties as these bylaws or the Board of Managers Board may prescribe.

SECTION 7

The Treasurer

1. The Treasurer shall collect all fees and dues and shall have custody of all funds of the Chapter. He shall deposit the same in a federally insured bank or savings institution to the credit of "Colonel James Wood, II Chapter, VASSAR" and shall withdraw funds for the purposes of the Chapter as set out in these Bylaws or as authorized by the President or the Board of Managers. He shall keep a true account of his receipts and disbursements, and at each general meeting shall make a report concerning the state of the treasury, shall submit a final written report at the end of the year, and submit his accounts for an annual audit by such person or persons as are designated by the Board of Managers. He shall perform such other duties and make such returns as may be prescribed by the Constitution and Bylaws of the VASSAR.
2. As set out in Section 2, Paragraph 1, the Treasurer shall, during the month of November of each year, notify each Chapter member concerning the submission of dues. The Treasurer shall maintain a membership roster reflecting paid and unpaid dues. He shall promptly forward collected National Society and VASSAR dues and fees to the respective treasurers when such payments become due. He shall maintain an inventory of Chapter property to include its location and possession by Chapter officers and other members.

3. The Assistant Treasurer shall perform all duties incumbent upon the Treasurer during the absence or disability of the Treasurer and shall perform such other duties as these bylaws or the Board of Managers Board may prescribe.

SECTION 8

The Registrar

1. The Registrar shall maintain a copy of all submitted applications and supplemental applications for each member of the Chapter to include any genealogical documentation not forwarded to the VASSAR Registrar. He shall assist all applicants in the proper completion of their applications or supplemental applications by providing consultation and advice. He shall investigate the submitted proofs of eligibility of all applicants for members and insure that all applications are properly completed, documented, and signed and endorsed before forwarding to the VASSAR Registrar. He shall report, upon inquiry by the President or Board of Managers, the status of all applications being prepared or submitted. He shall perform such other duties and make such returns as may be prescribed by the Constitution and Bylaws of the VASSAR.
2. The Assistant Registrar shall assist the Registrar in the performance of his stated duties. The Assistant Registrar shall assume the duties of the Registrar when directed by the Board of Managers due to the resignation, unavailability or incapacitation of the Registrar.

SECTION 9

The Chaplain

The Chaplain shall perform such duties as ordinarily pertain to this office.

SECTION 10

The Historian

The Historian shall maintain the Chapter archives. They shall include the Chapter records, details records of all historical and commemorative celebrations of the Chapter, and other records as deemed appropriate. He shall edit and prepare for publication such historical addresses, essays, papers and other documents of historical character that the Chapter may desire or be required to publish. He shall maintain a current scrapbook containing the activities of the Chapter.

SECTION 11

Board of Managers

The Board of Managers shall have general superintendence of the interests and management of the Chapter. They shall perform such duties as may be committed to them by the President, and shall have the power to make such rules, regulations and operating procedures, not inconsistent with the Constitution and Bylaws of the Chapter. They will convene at the call of the President.

SECTION 12

Decease of Members

Upon the decease of a Chapter member, and immediately upon notification, the Secretary through the most expedient means available, will notify the President, the Board of Managers and all members of the Chapter as well as the VASSAR of the date of death and the time/place of funeral services. It is desired that all members and officers attend any such services. The Chaplain will contact the deceased member's family to determine if a SAR grave marker is desired, and, if so, inform the President and Board of Managers of the request. If a member SAR grave marker is desired by the family, an appropriate ceremony will be arranged and conducted by the Chapter.

SECTION 13

Ratification

Ratification of the foregoing Bylaws shall be effected by a majority vote of the members in attendance at the Chapter's organizational meeting.

SECTION 14

Amendments

Amendments to these bylaws may be made at any meeting of the Chapter by a vote of a majority of the members present, provided that a notice of the meeting and a copy of the proposed amendment shall be mailed to every member at least one week prior to the meeting at which the vote is to be had.

SECTION 15

Parliamentary Authority

The current edition of *Robert's Rules of Order, Newly Revised* shall govern in all cases where applicable, and where not inconsistent with the governing documents of NSSAR and VASSAR, the Chapter Constitution, these Bylaws or any special rules the Chapter may adopt.

(Adopted August 25, 2007)
(Revised February 23 , 2008)
(Revised January 28, 2012)