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*National Guard Association of South Carolina Auxiliary*

Dear National Guard Association of South Carolina Auxiliary Member:

Enclosed please find the latest version of the South Carolina National Guard Auxiliary ByLaws which we will be voting on at the Annual Meeting.

Please familiarize yourself with the bylaws prior to our annual meeting on March 12, 2022 in Savannah, GA. If you see anything about which you have questions or comments, please bring them up at the annual meeting. We ask that our members bring a copy of the bylaws, along with any questions to the annual meeting, as we will vote on acceptance of the bylaws during our annual meeting.

Please remember that we need your presence at this Annual Meeting which will be held on March 12, 2022.

Respectfully submitted,

*Debbie Cummings, Parliamentarian*  
*Jennifer High, Advisory Board*  
*Barbara Livingston, Advisory Board*  
*Judy Truax, Advisory Board*

# NATIONAL GUARD ASSOCIATION OF SOUTH CAROLINA AUXILIARY

## CONSTITUTION AND BYLAWS (Proposed Draft)

REVISION MARCH 2022

## **CONSTITUTION**

### **ARTICLE I – NAME**

The name of this organization is *National Guard Association of South Carolina Auxiliary*, hereafter known as “Auxiliary.”

### **ARTICLE II – PURPOSES AND POWERS**

1. Educate families on the purpose and responsibilities of the South Carolina National Guard.
2. Support the goals and the objectives of the National Guard Association of South Carolina, hereafter known as NGASC.
3. Promote friendship, understanding and cooperation between families of the South Carolina National Guard.
4. Plan and execute Auxiliary activities at NGASC Annual Conference.
5. Provide educational scholarships to dependents of Auxiliary members.
6. Foster and improve relations between South Carolina National Guard Personnel, their employers and the community.
7. Publication of the *Guard Companion* for all members.

### **ARTICLE III – MEMBERSHIP**

Section I      Membership in the Auxiliary shall be open to those affiliated with a member of the NGASC.

Section II      Any citizen who has rendered favorable service to the NGASC and/or the Auxiliary shall be eligible for election to honorary membership. Honorary membership of this Auxiliary shall be elected by favorable vote by the Board of Directors.

Section III      The Auxiliary shall not discriminate on the basis of race, color, national origin, creed, marital status, sex, veteran status, rank, disability, age, gender identity or sexual orientation.

## **ARTICLE IV – OFFICERS**

The officers of the Auxiliary shall be:

- A. President
- B. Vice President
- C. Secretary
- D. Treasurer
- E. Reporter
- F. Historian
- G. Chaplain
- H. Parliamentarian

## **ARTICLE V – RESTRICTIONS**

- Section I      The Auxiliary is prohibited from seeking to or undertaking any action which would be detrimental to the NGASC. The Auxiliary shall refrain from influencing or impeding National Guard discipline and/or training.
- Section II      The Auxiliary shall not contribute to or otherwise support or assist any political party or candidate for elective public office.
- Section III     No part of any net earnings to the Auxiliary shall benefit or be distributed to its members or directors, except for the purpose of reimbursement. Reimbursements must have prior approval by a Board quorum before issuing monetary compensation. Receipts will be required for reimbursement. Reimbursements constitute money designated for the Auxiliary to facilitate meetings and conferences associated with administrative costs and conference or projects execution. Travel, personal expenses, and items related to per diem expenses in any capacity are excluded.
- Section IV      If for some reason the Auxiliary shall become nonexistent; the Board of Directors will dispose of or dissolve all assets of the Auxiliary and pay all outstanding bills. The remainder of any monies after all debts are paid shall be given to the NGASC Scholarship Foundation with a caveat that all funds should be given to dependents of SC National Guardsmen in pursuit of higher education.

## **BYLAWS**

### **ARTICLE I – OFFICERS AND DIRECTORS**

Section I       The officers provided in Article IV or the Constitution shall be elected at the Annual Meeting from a slate of officers present by the Nominations Committee. Nominations will also be accepted from the floor provided the nominee has consented to serve if elected. These officers shall take office immediately and serve until their successors have been elected and installed. Officers shall be elected every two years and Committee Members will be appointed every two years.

Section II       The Board of Directors shall be the officers elected as above, the immediate Past President, the chairperson of each standing committee provided in Section II of Article IV of these Bylaws, a representative of EANGUS and Retirees. The directors may elect for an indefinite term one Auxiliary member to the Board of Directors.

Section III      If a Board Member is unable to fulfill the assigned duties or chooses to resign from elected position, the Board may appoint another person to relieve the individual from the position and fill the position.

Section IV       In the of event of a pandemic, act of war, or other emergency or catastrophic situation, the Auxiliary may elect and swear in officers virtually.

### **ARTICLE II –MEETINGS**

Section I        The Annual Meeting of the Auxiliary shall be held in conjunction with the NGASC Annual Conference unless waived or altered by the Board of Directors.

Section II       Board meetings shall be held quarterly, and additionally as needed for conference and planning and evaluation.

Section III      In the event of a pandemic, act of war, or other emergency or catastrophic situation, the Auxiliary may cancel, reschedule, or meet virtually for meetings, both quarterly and annually.

### **ARTICLE III – FINANCES**

- Section I      The Fiscal year of the Auxiliary shall be from January 1<sup>st</sup> to December 31<sup>st</sup> of each year.
- Section II     All financial matters, expenditures, investments, etc. shall be recommended to the Board by the Finance Committee and voted on by the Board of Directors.
- Section III    All increases and decreases to annual and lifetime dues may be changed upon approval by the Board.
- Section IV    Any member of the Auxiliary may resign their membership by the notification to the Secretary of the Auxiliary and may return to membership by paying current dues. Any members whose dues are unpaid for six (6) months shall be suspended from membership. Reinstatement of membership may be obtained by application to the Treasurer and payment of current dues.
- Section V     Bank statements shall be presented quarterly at Board meetings for review and approval. The Finance Committee may request to have an outside audit conducted with the approval of the Board.

### **ARTICLE IV – QUORUMS**

- Section I      Ten percent (10%) of the Auxiliary membership shall constitute a quorum at the Annual Meeting.
- Section II     A majority of the Auxiliary Officers and Directors shall constitute a quorum and all decision shall be by a simple majority vote of those present.
- Section III    In the event of a pandemic, act of war, or other emergency or catastrophic situation, the Auxiliary may request a quorum virtually.

## **ARTICLE V – DUTIES AND POWERS OF OFFICERS**

### **Section I      President**

The President shall preside at all meetings of the Auxiliary and the Board of Directors and shall oversee the administration of all affairs pertaining to the Auxiliary and the direction that it heads. The President shall appoint the chairperson of special committees and standing committees and is a member ex-officio of all committees. The President shall be responsible for administration and scheduling of quarterly meetings, distribution of agendas at meetings, and notification to all members through social media and/or other electronic means of upcoming meetings. At the discretion of the President, special Board of Directors' meetings may be called. The President shall work as a liaison with the NGASC Executive Director.

### **Section II     Vice President**

The Vice President shall assist the President in exercising the duties and shall perform the duties of the President during an absence or disability of the President or in the case of the death, removal from office or resignation. The Vice President shall coordinate activities for the Annual Meeting.

### **Section III    Secretary**

The Secretary shall be responsible for recording minutes of the meeting, storage and safeguard of all official meeting minutes and any other duties requested by the President.

### **Section IV    Treasurer**

The Treasurer shall be responsible for the collection of dues, receipts of financial gifts, and any other money. The Treasurer shall make deposits in a bank in the name of the Auxiliary and keep a complete and thorough record of all transactions. The Treasurer shall prepare a quarterly financial report for the members at the Annual Meeting. The Treasurer shall serve on the Finance Committee but not as the coordinator. The Treasurer shall participate in all audits. The Treasurer shall be a signatory for all accounts.

Section V Reporter

The Reporter shall be responsible for collecting and publicizing all Auxiliary activities to the members and the NGASC through quarterly publications of the *Guard Companion* available on the website.

Section VI Historian

The Historian shall preserve a copy of all published articles and any pictures in an Auxiliary File.

Section VII Chaplain

The Chaplain shall be responsible for the invocation and benediction of all meetings of the Auxiliary and the Board of Directors.



Section VIII Parliamentarian

“Robert’s Rules of Order” shall govern the Auxiliary in all cases in which they are applicable and in which they are not inconsistent with the Bylaws or the special rules of order of the organization. The Parliamentarian will serve at all Auxiliary meetings and Board of Director’s meetings to ensure that the meetings are held in an orderly manner.

**ARTICLE VI – COMMITTEES**

Section I Committee Structure

The President shall designate the Chairperson of each committee. The Chairperson shall, with consultation with the President, fill all vacancies that may occur in the committee.

Section II Standing Committees

The President in consultation with the Chairperson shall appoint members to standing committees for a term of two years:

- A. Finance Committee
- B. Membership Committee
- C. Projects Committee
- D. Advisory Committee
- E. Scholarship and Awards Committee
- F. Family Support

Section III Special Committees

The President may appoint special committees as the President deemed necessary. These committees shall serve until the specific purpose is accomplished or until adjournment of the next annual meeting.

#### Section IV

##### Finance Committee

This committee shall consist of up to three (3) members unless deemed necessary for additional members by the Board. One member of the Finance Committee must be the immediate past treasurer or current treasurer. It shall be the duty of the Committee to:

1. Prepare and recommend expenditures, conference expenses, and scholarship monies to the Board of Directors.
2. Recommend ways and means to raise funds for the treasury.
3. Counsel the Board of Directors on all matters pertaining to the finances of the Auxiliary.
4. Audit the bank statement quarterly or as needed.

#### Section V

##### Membership Committee

This committee shall consist of up to three members, unless deemed to necessary for additional members by the Board. It shall be the duty of this committee to:

1. Solicit and encourage active membership of all spouses of life, active, associate, affiliate and deceased members of the South Carolina National Guard and NGASC.
2. Maintain a current list of active members.
3. Send yearly membership notifications to all eligible members prior to November 1<sup>st</sup> of each year.

#### Section VI

##### Projects Committee

This committee shall consist of up to three members, unless deemed necessary for additional members by the Board. It shall be the duty of this committee to:

1. Recommend fund raising projects in conjunction with the Finance Committee.
2. Coordinate Silent Auction at Annual Meeting.

Section VII Advisory Committee

This committee shall consist of up to three members, unless deemed necessary for additional members by the Board. It shall be the duty of this committee to:

1. Advise and counsel the Board of Directors on matters pertaining to the Auxiliary, including all changes to the Constitution and Bylaws.

Section VIII Nominating Committee

This committee shall consist of up to three members, unless deemed necessary for additional members by the Board. It shall be the duty of this committee to:

1. Nominate one (1) or more members for each office to be elected at the annual meeting, which does not preclude further nominations from the floor with consent from the nominee.
2. Advise the President on filling vacancies should they occur.

Section IX Scholarships and Awards Committee

This committee shall consist of up to three members, unless deemed necessary for additional members by the Board. It shall be the duty of the committee to:

1. Collect and review scholarship applications and make recommendations based on established guidelines identified in Article VII of the Bylaws.
2. Make recommendations to the Board of Directors for awarding scholarships.
  - a) Determine awards to be distributed for nominations presented by the Board. Awards shall include: a.) The *Certificate of Appreciation* may be awarded each year to a person, not necessarily an Auxiliary member, who has served the members in some special way during the year. b.) The *Certificate of Achievement* may be awarded yearly to an Auxiliary member who has given extra effort in achieving the goals of the Auxiliary. c.) The *Caroline Marchant Distinguished Service Award* which is made only during those years when some member has distinguished herself with outstanding service to the Auxiliary. The *Barbara Livingston Scholarship Award* which is awarded to those who have shown exemplary scholastic achievements.
3. Present scholarships and awards at Annual Meeting.
4. Make the determination to not present scholarships or awards if no eligible recipients are identified.

Section X Family Support Committee

This committee shall consist of up to three members, unless deemed necessary for additional members by the Board. It shall be the duty of the committee to:

1. Keep the Board of Directors informed of family support progress and needs and concerns of family members of Guardsmen.

Section XI Quorums

A majority of all members of the committee shall constitute a quorum at any committee meeting.

Section XII Authority

All committee action shall be subject to the approval of the Board of Directors.

**ARTICLE VII – SCHOLARSHIP ELIGIBILITY**

1. Applications must be received by January 31<sup>st</sup> and will be awarded according to merit and need.
2. Application must be complete with transcript and income statements provided.
3. Applicants must be in good standing with the Auxiliary; i.e. Either lifetime member or annual with dues up-to-date.
4. Applicants must be able to show proof of membership and soldier/unit affiliation.
5. Awards are given to only members, spouses, and dependents of Auxiliary member.
6. School must be within the United States. No schools outside the United States will be permitted.
7. All scholarship funds shall be presented to the school, not to the student, except under the approval of the Board.
8. The Board may elect to not award scholarships if applicants do not meet merit or need qualifications.
9. In the event of a pandemic, act of war, or other emergency or catastrophic situation, the Auxiliary may elect to not distribute scholarships or to delay distribution of scholarships with Board approval.

## **ARTICLE VIII - AMENDMENTS**

The Bylaws may be amended with a 2/3 favorable vote of the eligible membership present at the Annual meeting, provided that such amendments have been:

1. Sent to the President sixty (60) days prior to the Annual Meeting via electronic means, unless otherwise requested.
2. Submitted to each member thirty (30) days prior to the Annual Meeting via website or email. Upon request by a member, a hard copy will be sent to an individual member.
3. Proposed amendments may be submitted from the floor during the Annual Meeting. Such amendments shall be duly examined by the Advisory Committee and Board of Directors and voted on at the next Annual Meeting.
4. In the event of a of a pandemic, act of war, or other emergency or catastrophic situation, the Auxiliary may request a virtual quorum for approval of Bylaws.