

# CONSTITUTION

## OF THE NATIONAL GUARD ASSOCIATION OF ILLINOIS

### ARTICLE I

The name of this organization is "National Guard Association of Illinois", hereafter referred to as the "Association", incorporated under the "General Not For Profit Corporation Act" of the State of Illinois.

### ARTICLE II - PURPOSES AND POWERS

Section 1. The purpose of the National Guard Association of Illinois is:

- a. To promote the national security of the United States of America.
- b. To promote, foster, and improve the well being of active and retired personnel of the National Guard of the State of Illinois.
- c. To support and promote such activities and organizations beneficial to such personnel and to engage in charitable, educational, benevolent, civic, and patriotic activities promoting such purposes.
- d. To increase the likelihood of achieving NGAI's goals by supporting the goals and programs of the Enlisted Association of the National Guard of the United States and the National Guard Association of the United States, to the extent consistent herein, by affiliating with those two organizations and to further increase the likelihood of achieving NGAI's goals by, when it is in the NGAI's best interests, affiliating with other, similar organizations.
- e. To establish and maintain honor and respect for the National Guard.

Section 2. Powers. The association shall have all of the powers necessary, incident or appropriate to the furtherance of its purposes and the matters set forth in its Constitution and by-laws including but not limited to:

- a. The receipt and collection of dues and acceptance of funds and contributions to the Association.
- b. The acquisition and maintenance of property, real, personal, and mixed, by purchase, gift, devise, lease, or trust.
- c. The management, investment and reinvestment of funds, sales, lease, management, or encumbrance of any property of the Association and the sale, conveyance, or mortgage thereof, when necessary or required.
- d. The execution of any and all contracts or documents necessary or incident to any of the powers of the corporation and the performance, execution, cancellation, or rescission of the same.
- e. The expenditure of funds or donations to deserving members or their dependents as the Executive Board may deem necessary and proper when such members or their dependents are ill, incapacitated, or in need of aid.

Section 3. Prohibited Activities.

The Association shall refrain from any political activity involving the nomination, selection, appointment, or election of any local, State (Illinois) or Federal officer or official.

ARTICLE III - MEMBERSHIP

Section 1. Classification of members. Members of the Association are classified as follows:

- a. Active
- b. Non-Resident
- c. Associate
- d. Patron
- e. Life
- f. Honorary

g. Electronic Membership (E-Member). Upon application and payment of the prescribed dues, and E-Membership may be issued to any officer, or any enlisted person, active, inactive, or retired of the National Guard of the State of Illinois, or any former members thereof, who at the time of last such membership, met the provisions for E-Membership.

Section 3. Qualifications and requirements. Requirements for membership in the Association for the several classes are as follows:

- a. Active. Upon application and payment of the prescribed annual dues, an active membership may be issued to any officer, or any enlisted person, active, inactive, or retired of the National Guard of the State of Illinois, or any former members thereof, who, at the time of last such membership, met the provisions for active membership.
- b. Non-Resident. Upon application and payment of the prescribed annual dues, a non-resident membership may be issued to any officer, or enlisted person, active, inactive, or retired of the National Guard of any other State in the United States or territories, other than the State of Illinois.
- c. Associate. Upon application and payment of the prescribed annual dues, an associate membership may be issued to any officer, warrant officer, non-commissioned officer, or any enlisted person of the advisor group of the active military forces assigned to duty with the Illinois National Guard. For the purpose of qualifying for benefit programs sponsored by the Association where Associate membership is required, a spouse of a deceased Illinois National Guard member, not remarried, shall be an Associate member and shall be entitled to other membership benefits only upon payment of annual dues. In addition, not remarried spouses of deceased Life Members of the association shall be Associate members and entitled to membership benefits without payment of annual dues.

d. Patron. Upon application and payment of the prescribed amount, a patron membership may be issued to any individual or institution approved by the Executive Board, as follows:

- (1) Commercial - Institutional
- (2) Individual - Annual
- (3) Individual - Life

f. Life. Upon application, payment of the prescribed amount and approval of the Executive Board, a person who is otherwise qualified may be issued a life membership.

g. Honorary. The Executive Board of the Association may, by majority vote, confer honorary membership upon:

- (1) The President of the United States
- (2) The Governor of a State

(3) Any person who rendered outstanding service to the United States, the State of Illinois, the National Guard of the State of Illinois, or to the Association.

Section 3. Application for membership, except for honorary and patron membership, shall be in writing, to include the applicant's name, place of residence, military grade/rank, and organization of assignment.

Section 4. Rejection and termination.

a. The Executive Board of the Association may, by a majority vote, and the return of any current dues:

(1) Reject any application for membership or

(2) After extending to the member concerned a reasonable opportunity to present evidence on the members behalf, terminate any membership.

b. Membership is automatically terminated by:

- (1) Death
- (2) Resignation
- (3) Failure to pay prescribed dues or an assessment.

c. An active membership extends from 1 January through 31 December unless extended by virtue of Article V, Section 2, c, of the By-laws. Unless otherwise specified, unit membership (for purposes of determining delegates, etc) is calculated based upon membership applications received as of 1 March of the current year.

#### ARTICLE IV - OFFICERS

Section 1. Designation. The officers of the Association are:

- a. A President.
- b. A President-Elect.
- c. A Vice-President.
- d. A Secretary.
- e. A Treasurer.
- f. A Vice-President NGAUS.
- g. A Vice-President EANGUS.

Section 2. Qualifications. Any member of the Association shall be eligible to hold any of the above listed offices other than an associate, patron, or honorary member, unless such member is otherwise qualified to become an active member.

#### ARTICLE V - BOARD OF DIRECTORS

Section 1. The Board of Directors of the Association (hereinafter referred to as the Executive Board) with the powers and authority provided by the Bylaws shall consist of seventeen (17) members:

- a. The officers of the Association - total seven (7).
- b. The Executive Vice-President (Non-Voting).
- c. Nine (9) members shall be elected from the membership of the Association in an "electing group" by the electing groups designated in Section 2 of this Article.
- d. Nine alternate members shall be elected from the membership of the Association in an "electing group" by the electing groups designated in Section 2 of this Article.

Section 2. Each of the following Electing groups shall have one director and one alternate director.

- a. 108th Sustainment Brigade or its successor organization
- b. 33rd Brigade Combat Team or its successor organization
- c. Joint Force Headquarters (JFHQ) ILNG or its successor organization
- d. 65th Troop Command Brigade or its successor organization
- e. 404th Chemical Brigade or its successor organization
- f. Scott ANG or its successor organization

- g. Peoria ANG or its successor organization
- h. Springfield ANG or its successor organization
- i. Active members who are retired

#### ARTICLE VI - COMMITTEES

Section 1. The President shall appoint the Chairman of the standing committees as may be established from time to time and establish such temporary committees as the President sees fit.

Section 2. The President shall be an ex-officio member of all committees.

Section 3. The following committees are hereby established:

- a. Legislation, Research, and Archives
- b. Constitution & By-Laws
- c. Awards
- d. Resolutions
- e. Credentials and Rules
- f. Finance
- g. Nominations
- h. Time and Place
- i. Long Range Planning

#### ARTICLE VII - MEETINGS AND CONFERENCES

Section 1. Annual conference. The annual conference of the Association shall be convened annually, to be held in the second calendar quarter of each year. So far as it is practicable, the site of the conference will be changed annually so as to afford geographic meetings throughout the State.

Section 2. Special conferences. Special conferences may be convened when required on call of the Executive Board.

Section 3. Representation.

- a. Representation at an annual or special conference of the Association shall be limited to active, privileged, or life members in good standing.
- b. Allocation of delegates.

(1) Each battalion/Squadron level (O-5 Command) or equivalent sub-unit of the electing groups specified in Article V shall be entitled to one delegate for each 25 individual holders of membership in the Association, as listed on the Association membership roster as of 1 March. Retired active members will be considered as a group and shall be entitled to one delegate for each 25 holders of membership in the Association as listed on the Association membership roster.

(a) Units with an aggregate membership in the Association of at least one but less than 25 individuals are entitled to one delegate.

(b) Organizations with ~~two or more subordinate units~~ **The Electing Body HQ's with** two or more subordinate units may take credit for the memberships in the Association remaining of the 25 increment computation from their units, so as to be entitled to additional delegates from their organization on the basis of one delegate per 25 individual memberships in the Association so accumulated.

~~(2) All qualified General Officers possessing federal recognition shall be extended delegate status at any conference.~~

~~(3) Each past president in good standing shall be extended delegate status at any conference.~~

~~(4) Unless otherwise designated, members of the Executive Board shall be delegates at any annual or special conference of the Association.~~

c. Selection of delegates.

(1) Each unit shall select the delegates to represent it and each organization shall select the delegates to represent that organization collectively, adding the fractional remainders of the aggregate strength of the units of that organization.

(2) With respect to the retiree delegates, the Executive Board shall appoint delegates from among those retiree members who submit their names to the board for consideration. The procedures and deadline for the retiree delegate selection shall be developed by the board and disseminated to the retirees in the newsletter.

d. The accredited delegates as defined herein shall comprise the voting body of an annual or special conference of the Association.

## ARTICLE VIII - QUORUM

Section 1. Conferences. A quorum shall exist at any conference when fifty percent (50%) of the units are represented by at least one delegate each.

Section 2. Executive Board and Committees. A majority of the Executive Board or any committee constitutes a quorum, but less than that number may adjourn to convene at a specified time. For purposes of a quorum, an ex-officio member is not counted, nor is an alternate director unless that alternate is attending in the place of the director of his/her electing group. A member who participates by teleconference/videoconference shall be considered to be in attendance for purposes of determining a quorum and voting.

Section 3. Whenever a quorum is present at any conference or at any committee, the majority of those present and voting shall be sufficient to pass or defeat any measure or proposal. An ex-officio member may participate in discussion of any issue or matter, but may not vote.

#### ARTICLE IX - SUSPENSIONS AND CONFLICTS

Section 1. Suspension. Whenever Article III of the Bylaws of the Association is invoked, any provision of Article VI and/or Article VII of this Constitution may be suspended.

Section 2. Whenever Article III of the Bylaws of the Association is invoked, that Article shall take precedence over any conflicting provision of the Constitution or Bylaws of the Association, except as may be otherwise provided for in the Bylaws.

#### ARTICLE X - OFFICE

The Executive Board may establish and maintain within the State of Illinois such permanent office or offices as it determines necessary and proper and shall establish a registered office and a registered agent having an office identical with such registered office.

#### ARTICLE XI - AMENDMENTS

Section 1. This Constitution may be amended at an annual or special conference by a two-thirds vote of those present and voting. An amendment may be proposed by any member or National Guard unit in the State and shall be submitted in writing to the President of the Association by 31 December prior to the date set for the convening of the conference at which the proposed amendment is to be considered. As soon as practicable after its receipt, the President shall mail or cause to be mailed copies of the proposed amendment to the members of the Executive Board of the Association to render a report to such conference, with such recommendations as it may see fit. The President will insure that members of the Executive Board have been notified of the proposed amendments by 28 February prior to the date set forth for the convening of the conference. The President shall cause to be mailed copies of the proposed amendment to the senior officers of all electing groups not later than 15 March prior to the date set for the convening of the conference.

The senior officers are responsible for ensuring that their unit's delegates understand the proposed amendments prior to their being asked to vote on them.

Section 2. This Constitution may be amended at an annual or special conference of the Association by an unanimous vote without prior notice and without prior action by the Executive Board.

Section 3. Effective date. Unless otherwise provided, an amendment of the Constitution shall be effective upon adjournment "sine die" of the annual or special conference of the Association which adopted it.

#### ARTICLE XII - CONTINUITY

Section 1. Upon adoption of this constitution:

a. All officers and directors of this association elected to office and whose term of office has not expired as of the date of the adoption of this constitution, shall remain in office until the expiration of their

respective terms unless extended, modified, or terminated by this constitution, by bylaws of the association or authorized executive board action, and

b. All contracts, agreements, provisions and policies heretofore entered into by the executive board of this Association prior to the adoption of this constitution shall remain in full force and effect subject to further action by the executive board of this Association as provided by this constitution, the bylaws or the respective contract, agreement, provision or policy.