

416TH ENCOM ASSOCIATION

BY-LAWS

As Amended: 3 December 2022

ARTICLE I

OFFICERS

Section 1. The Officers of this Association shall be those specified in the Constitution. No person may hold more than one office at a time.

a. The President is the principal Executive Officer of the Association and shall, subject to the directions of the Board of Directors, direct the activities of this Association and preside at all meetings of the Association. He shall convene meetings, appoint standing committees with the approval of the Board of Directors, appoint Ad Hoc Committees, direct the operations of the Association, and perform such other duties as are required by the Constitution and By-Laws of the Association. He may, incur such expenses as may be necessary in the direction and operation of the Association, employ, with the approval of the Board of Directors, any and all employees, and assign duties to Officers and Directors of the Association that are consistent with the goals, objectives and purposes of the Association. The President shall be ineligible to succeed himself in office.

b. The President Elect shall automatically succeed the President upon the completion of his term. He also shall act as President if the President is unable to be present. If the President for any reason cannot continue in office, or resigns, or is removed for cause by a majority vote of the membership, the President Elect will assume the office of President, to serve out the remaining term of the President, and the term of President to which he is also entitled by being elected to the office of President Elect.

c. The Vice President Membership, and the Vice President Program and Activities shall perform such duties as assigned to them by the President and as provided for in the Constitution and By-Laws of this Association.

d. The Immediate Past President of the Association shall serve in the capacity of an advisor to the Board of Directors and render such assistance as he can to the President in the discharge of his duties.

e. The Secretary of the Association shall be the Recording Officer for the Association, and responsible for the records of the Association.

f. The Treasurer shall be the custodian of the funds of the Association, and shall render an annual financial report to the Association.

Section 2. The Officers, except for the President, shall be elected biennially, by majority vote, by a meeting of the Association, and shall take office the day following their election. The President Elect automatically shall become President.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Duties and Powers

- a. The Board of Directors shall be the governing body of the Association.
- b. The Board of Directors shall have the power to fill vacancies of any of the Offices of the Association, except that of the President, whose succession has otherwise been provided for herein.
- c. The Board shall exercise control and direction over the property of the Association, and insure that the Association performs its duties and obligations as set forth in the Constitution and By-Laws of the Association.
- d. The Board shall have the power to authorize audits of the Association property, call for meetings of the Association, and fix the time and place for any such meetings, and remove for cause, any Officer or Director of the Association.
- e. The Board will request the Vice President-Membership to initiate the collection of the appropriate amount of biennial dues in every odd numbered year.

Section 2. Election to Board of Directors. All Officers of the Association shall automatically be members of the Board of Directors. Other Directors as provided for in the Constitution and By-Laws shall be elected in every odd numbered year biennially, at any meeting, conference or function of the Association, and shall take office the day following their election.

ARTICLE III

COMMITTEES

The Board of Directors shall have the power and responsibility to specify the duties of each of the standing committees of the Association.

ARTICLE IV

AWARDS

The Board of Directors shall act as the final authority for the award of Honorary Membership upon any individual, and shall approve any award before the same is awarded to any individual or organization. The Board of Directors shall establish the kind and character of awards which may be presented, provided, further, that there is hereby established the Distinguished Service Award of this Association, which shall be the highest award of this Association, and which shall be presented to members of this Association only, and for services rendered solely to this Association. The Board of Directors may accept and present other military awards, including those in recognition of past members of the 416th ENCOM, and administer other types of funds that come into its possession from time to time, for the good of the 416th Engineer Command, and its members, past and present.

ARTICLE V

OFFICERS

The Officers of the Association shall be a President, a President Elect, a Vice President on Membership, a Vice President for Programs and Activities, a Secretary and a Treasurer.

ARTICLE VI

BOARD OF DIRECTORS

The Board of Directors of this Association shall consist of 15 members composed as follows:

- a. The Officers of this Association and the Immediate Past President shall comprise 7 of such members.

- b. An additional 8 Directors shall be elected from the Active Members of this Association minus the approved local chapter representatives.
- c. Each approved local chapter elected representative will be one of the 8 elected Directors.
- d. If a local chapter is formed during a normal term and its representative is not already on the board, that representative will be added to board until the next term with a temporary increase in number of directors.

ARTICLE VII

COMMITTEES

Section 1. There is hereby established the following Standing Committees for the Association.

- a. Development and Fund-Raising Committee
- b. Communications and Outreach Committee
- c. Disbursements Committee
- d. Strategic and Long-Range Planning Committee
- e. Membership and Recruitment Committee
- f. Core Documents (Constitution, By-Laws, Officer SOP and Vision & Mission Statement).

Section 2. The President of the Association shall be empowered to appoint Ad Hoc Committees as may be necessary and essential to carry out the purposes of this Association.

Section 3. All members of the standing committees shall be appointed by the President with the approval of the Board of Directors. The President shall designate the Chairman of each such committee.

ARTICLE VIII

CHAPTERS

- a. Any group of 5 or more eligible members of the Association may form a local chapter of the 416th ENCOM Association for the purpose of supporting and growing the

- Association from that location. (Current examples are the ad-hoc East Coast Chapter and developing Minnesota Chapter).
- b. It is encouraged at each 416th TEC Brigade downtrace location that members form a chapter. Any location that has a quorum of Association members are encouraged to form a chapter for comradery and advocacy.
 - c. These chapters will meet at least once per quarter and report their meeting minutes to the ENCOM Association General meeting the month of or following each meeting.
 - d. The chapters must maintain a roster of members and ensure they stay in good standing with the Association reviewed annually reported at the Association Annual Meeting
 - e. Each chapter will elect a chapter board representative bi-annually through a simple majority vote.
 - f. Each chapter representative will become a member of the board of directors if not already appointed and attend the Association meetings each month. (Current Board Members are eligible to become chapter leaders)

ARTICLE IX

AMENDMENTS

These By-Laws may be amended by a majority vote of the eligible members of the Association voting at any duly convened meeting of the Association.