



## CHAPTER BYLAWS

April 17, 2025

### ARTICLE I – NAME

The name of this organization shall be the

PALM SPRINGS CHAPTER of the MILITARY OFFICERS ASSOCIATION OF AMERICA

**Organized:** 21 June 1969

**Chartered:** 2 September 1969

**By-Laws First Adopted:** 21 June 1969

#### **Amended:**

1 September 1974  
12 October 1983  
30 April 1991  
4 April 1992  
20 October 1995  
19 March 1999  
18 February 2003  
1 October 2007  
1 October 2008  
1 January 2013  
1 October 2013  
15 May 2015  
17 April 2025

### ARTICLE II – PURPOSE

The purpose of this Chapter shall be:

- (a) To promote the aims of the National Military Officers Association of America (MOAA) as stated in the preamble of the By-Laws of MOAA.
- (b) To further the legislation and other objectives of MOAA and of this Chapter.

- (c) To encourage and facilitate camaraderie among active, retired, and former officers of the uniform services.
- (d) To provide useful services for, and to protect the interests of members, their dependents, and their survivors.
- (e) To provide for a scholarship program directed toward the JROTC programs at the Coachella Valley high schools, as approved by the Board of the Directors.
- (f) To cooperate with, and participate as an active member in the statewide CAL-MOAA organization (a Council of Chapters).
- (g) Through community involvement, promote the ideals of military service.

### **ARTICLE III – STATUS**

Section 1. The Palm Springs Chapter of MOAA shall be a non-profit, 501C (19) tax-exempt association, operated exclusively for the purpose specified in Article II, above.

Section 2. Officers and other Directors shall not receive any stated compensation for their services. However, the President and /or the Board of Directors, may authorize reimbursement of expenses incurred in the performance of Chapter duties.

Section 3. Nothing herein shall constitute members of this Chapter as partners for any purposes. No member, officer or agent of this Chapter shall be liable for the acts, or failure to act on the part of any other member, officer, or agent. Nor shall any member, officer, or agent be liable for his acts or failure to act under these By-Laws, excepting only acts or omissions to act arising out of malfeasance.

Section 4. This Chapter shall use its funds only to accomplish the purposes specified in Article II, above, and no part of said funds shall inure to, or be distributed to members.

Section 5. In the event of dissolution of this Chapter, and after the discharge of all of its liabilities, the remaining assets shall be given to a non-profit organization whose purposes and objectives are similar to those of this Chapter. Such organization shall be designated by the Board of Directors and ratified by a majority vote of the membership; as specified by the National MOAA. Actions taken by the Board shall be consistent with the dissolution provisions for 501 (c) 19 military non-profits set forth by the State of California Office of the Attorney General and California Secretary of State.

### **ARTICLE IV – MEMBERSHIP**

Section 1. Eligibility: Membership in the Palm Springs Chapter, MOAA shall be comprised of men and women who are, or who have been Commissioned Officers or Warrant Officers in one of the seven U.S. Uniformed Services and the Components of these services (Army, Navy, Air Force, Marine Corps, Coast Guard, Space Force, National Oceanic and Atmospheric Administration, and Public Health Service), as well as widows and widowers of any deceased officer who would, if living, be eligible for membership. The three classes of membership are:

(a) Regular Membership: Shall be extended to those active duty officers, duly retired officers, and former officers of the services who were duly separated under conditions acceptable to the Board of Directors. Regular members are required to pay annual Chapter dues.

(b) Surviving Spouse Membership: Shall be extended to widows and widowers of deceased officers who would, if living, be eligible for regular membership. Surviving Spouse members are required to pay annual Chapter dues.

(c) Honorary Membership: The Chapter may institute honorary memberships upon the recommendation and approval of the Board of Directors. Honorary members are not required to pay annual Chapter dues.

(d) Spouses: Spouses of regular members who express a desire to be active in Chapter activities shall be eligible for membership.

Section 2. Application for membership shall be in writing, addressed to the Chapter.

Section 3. The Board has full authority to accept or reject any membership application. No applicant who is qualified shall be denied membership on the basis of race, creed, color, national origin, sex, handicap, or age.

Section 4. Membership in the Chapter shall remain in force so long as the member maintains current status by payment of dues, or as otherwise provided, and meets the requirements established by these By-Laws. The Board may drop any member for cause after that member has had an opportunity to be heard.

Section 5. Any regular or surviving spouse member in good standing shall be entitled to vote on any matter properly submitted to the membership for decision.

Section 6. Elected Officers of the Board are required to hold and maintain membership in National MOAA. Regular members are encouraged but not required to hold and maintain membership in National MOAA.

## **ARTICLE V – OFFICERS AND DIRECTORS**

Section 1. Board of Directors: The Board of Directors shall consist of the elected Officers and a minimum of two (2) Directors-at-Large. This Board is empowered to act in the name of the Chapter in situations requiring action between regularly scheduled meetings and to conduct the business of the Chapter. The Board will meet monthly at the call of the President.

Section 2. Eligibility: Regular members and Surviving Spouses of the Chapter may be elected to serve on the Board of Directors as either a Director-at-Large, or an Officer of the Board. Honorary members and Spouses may also be elected to serve on the Board as a Director-at-large. However, they are not eligible to serve as an Officer of the Board.

Section 3. The Officers of the Chapter shall be President, First Vice President, Second Vice President, Third Vice President, Secretary, and Treasurer. In the event of vacancies, remaining Officers of the Board may hold multiple positions until vacancies can be filled.

Section 4. The term of office of elected Officers and Directors shall be two (2) years. A term of office may be extended if there are no volunteers to assume the office, the member agrees, and the Board of Directors concurs in having the member serve another term.

Section 5. The President shall fill interim vacancies for any elected Officer or Board member.

Section 6. The President shall be the presiding officer of the Chapter and shall conduct monthly Chapter meetings and the monthly Board of Directors meetings. The President may also appoint standing and special committees, as may be desirable, required by the By-Laws, or may be advisable.

(a) The First Vice President shall preside in the absence of the President and shall be responsible for Chapter meeting programs.

(b) The Second Vice President shall be responsible for the selection of Chapter meeting locations and meal arrangements.

(c) The Third Vice President shall be responsible for membership records, the membership roster, annual submission of dues letters to members, and recruitment.

(d) The Secretary shall record minutes of meetings, mail notices of meetings and handle correspondence.

(e) The Treasurer shall receive, deposit, expend, and account for all Chapter funds. The Treasurer shall maintain the Chapter bank account and Scholarship Fund account, with a minimum of two signatures available to the bank. Checks may be signed by any one of the authorized persons.

Section 7. Officers and Directors are expected to attend regular monthly meetings of the Board of Directors. In the event an Officer or Director is absent from three consecutive meetings for unexplained reasons other than a physical disability, it will be presumed that he/she had voluntarily resigned his/her office.

Section 8. Standing or special committees shall be appointed by the President as required or desired.

## **ARTICLE VI – MEETINGS**

Section 1. Annual Meeting: An annual meeting is the forum for the election of Officers and Directors when terms expire, as well as other business items requiring action by the general membership. The Annual Meeting is held each year in May. When elections occur, new Officers and Directors shall be installed at an appropriate ceremony in October. There shall be a Nominating Committee appointed by the President. The Nominating Committee shall post a proposed slate of candidates on the Chapter Website at [www.PSC-MOAA.com](http://www.PSC-MOAA.com), and also send the slate to all members at their email address of record in advance of the April meeting and May Annual Meeting. Nominations may be received from the floor at the Annual Meeting. Candidates identified on the slate must have indicated a willingness to serve on the Board.

Section 2. Regular Meetings: Regular membership meetings of the Chapter will normally be held on a monthly basis, October through May, unless otherwise determined by the Board of Directors. Notice of the date, time, and location of each meeting shall be emailed to each member at their email address of record, at

least 15 days in advance of the meeting. The meeting notice will also be posted on the Chapter website at [www.PSC-MOAA.com](http://www.PSC-MOAA.com).

Section 3. Special Meetings: The President may call special meetings. Notice of any special meeting shall be sent to each member at their email address of record, at least fifteen (15) days in advance with a statement of the time and place and information as to the subject or subjects to be considered.

Section 4. Quorum: Ten percent (10%) of the voting membership in good standing, at any time, shall constitute a quorum for the conduct of business of the Chapter. A simple majority of those present and voting shall govern.

Section 5. Flag: The American flag shall be displayed and honored at all annual, regular, and special meetings of this Chapter.

#### **ARTICLE VII – DUES**

Section 1. The annual dues for Regular and Surviving Spouse members shall be determined by a two-thirds vote of the Board of Directors. Honorary members shall not be required to pay dues.

Section 2. Annual dues will be billed as of 1 January each year.

Section 3. Members who fail to pay their dues within ninety (90) days from the time they become due shall, without further notice, be dropped from the rolls, and thereupon forfeit all rights and privileges of membership.

Section 4. Members who have been dropped for nonpayment of dues may be reinstated upon reapplication and payment of the annual dues for the current year.

#### **ARTICLE VIII – ACCOUNTING YEAR**

The accounting year shall be January 1 through December 31.

#### **ARTICLE IX – CHAPTER PUBLICATION**

Section 1. The Chapter website at [www.PSC-MOAA.com](http://www.PSC-MOAA.com) shall be the official publication of the Chapter.

Section 2. The President is authorized to appoint a Web Coordinator who will work with the Web Master to maintain the Chapter website, ensuring the timely posting and editing of Chapter notices and information.

#### **ARTICLE X – AMENDMENTS**

These By-Laws may be amended, repealed or altered in whole or in part by a two-thirds (2/3) vote at any duly authorized meeting of the Chapter, provided that a copy of any amendment proposed for consideration has been sent to each board member at their email address of record, and posted on the Chapter Website at [www.PSC-MOAA.com](http://www.PSC-MOAA.com), at least 15 days prior to the date of the meeting.

#### **ARTICLE XI – CERTIFICATION**

This is to certify that these By-Laws supersede all previous By-Laws and were approved and adopted at the regular meeting of the Palm Springs Chapter of the Military Officers Association of America in Palm Desert, California, and last amended on 17, April 2025

**/s/ Terrie Heer**

President

**/s/ Tony Ferrara**

Secretary