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**OFFICIAL BYLAW OF THE
NATIONAL CONFERENCE OF VETERAN AFFAIRS CATHOLIC CHAPLAINS**

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21 **PROPOSED BYLAW REVISIONS OF THE**
22 **NATIONAL CONFERENCE OF VETERAN AFFAIRS CATHOLIC CHAPLAINS**

23
24 **ARTICLE I**

25 **NAME**

26 The name of this organization shall be the NATIONAL CONFERENCE OF VETERANS AFFAIRS
27 CATHOLIC CHAPLAINS, officially abbreviated as NCVACC.

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29 **ARTICLE II**

30 **OBJECT**

31 The object and purpose of this association, organized as a non-profit corporation, shall be to:

- 32 A. Provide mutual support for members working in the Chaplaincy Service of the VA,
33 B. Provide a forum for the training, study and development of all phases of VA Pastoral care,
34 C. Award such certificates of proficiency as the bylaws may allow,
35 D. Serve as the corporate body for VA Catholic chaplains to contact and communicate with the
36 Department of Veterans Affairs, the National Episcopal Advisor and the Archdiocese for
37 the Military Service, U.S.A.

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39 **ARTICLE III**

40 **MEMBERS**

41 Section 1. Classification. The National Conference of Veteran Affairs Catholic Chaplains shall have
42 the following membership classifications:

- 43 A. Regular. To qualify for regular membership an individual shall give evidence of holding
44 an official appointment as a VA Catholic Chaplain endorsed by the Archdiocese for the
45 Military Services. Membership becomes effective with receipt of dues by NCVACC.
46 B. Honorary. To qualify for honorary membership an individual shall 1) give evidence of
47 being retired from active ministry as a VA Catholic Chaplain, or 2) give evidence of
48 notable service to NCVACC and express a desire to further the mission of NCVACC.
49 An individual shall be granted honorary membership by a majority vote of the regular
50 membership at the annual education and membership meeting upon recommendation by

51 any regular member. Honorary members shall not pay dues, and shall not have the right
52 to vote but will otherwise enjoy the benefits of regular membership.

53 Section 2. Board Certified Catholic Chaplain. To qualify for a) board certification under the auspices
54 of the U.S. Catholic Conference and b) use of the title “Board Certified Catholic Chaplain”, a
55 member shall successfully meet the certification criteria as set forth by the NCVACC Certification
56 Committee.

57 Section 3. Dues

- 58 A. Annual Dues: Annual dues shall be as set forth in the NCVACC Standing Rules.
- 59 B. Dues Adjustment: Dues may be adjusted following a proposal by the Executive Board
60 and approved at the Annual Conference by a two thirds vote of the regular membership.
61 Dues adjustments take effect the 1st day of January following the annual education and
62 membership meeting during which the dues adjustment was approved.
- 63 C. Dues Payment Dates: Dues shall be due and payable to the Treasurer by January 1.
64 Membership shall be delinquent if dues are not paid by the last day in February and
65 forfeited if dues are not paid by the last day in April. The Executive Board may extend
66 this due date for individual members experiencing unexpected dire circumstances.
- 67 D. Dues Proration: There is no proration of dues for new members joining after the first of
68 the year.

69 Section 4. Fees. Fees for board certification, reinstatement, and other services related to membership
70 shall be determined by the Executive Board.

71 Section 5. Membership Year. The membership year shall be January 1 through December 31.

72 Section 6. Reinstatement. Reinstatement shall be granted by the affirmative two thirds vote of the
73 Executive Board after the following are received: 1) written request for reinstatement, 2) any
74 applicable past and current annual dues, and 3) reinstatement fee.

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77 **ARTICLE IV**

78 **OFFICERS**

79 Section 1. Elected Officers. The elected officers of the National Conference of Veterans Affairs
80 Catholic Chaplains shall be a president, a vice-president, a secretary, a treasurer, and three members-
81 at-large.

82 Section 2. Qualifications. To be eligible for elected office a person shall be a regular member.

83 Section 3. Terms of Office. The elected officers shall assume office at the close of the annual
84 education and membership meeting at which they are elected. These officers shall serve for three
85 years until the close of that year's annual education and membership meeting, or until their
86 successors assume office. Officers shall not serve more than two consecutive terms in the same
87 office.

88 Section 4. Salaries. Officers shall not receive salaries for their services, but by resolution of the
89 Executive Board a fixed sum and expenses of attendance, if any, may be allowed for each regular or
90 special meeting of the Executive Board.

91 Section 5. Vacancy in Office. In the case of a vacancy in the office of president, the vice-president
92 shall serve as president for the remainder of the term. A vacancy in the office of vice-president,
93 secretary or treasurer shall be filled by a majority vote of the Executive Board from among the
94 elected officers. Anyone so elected will fill that office for the remainder of the term. A vacancy in
95 the member-at-large office shall be filled by appointment of the president; any member-at-large so
96 appointed will remain in office for the remainder of that term.

97 Section 6. Resignation of Office. An elected officer resigning from office shall submit his resignation
98 in writing either to the president of NCVACC or, in the event of the president's resigning, to the
99 vice-president.

100 Section 7. Removal from Office. An elected officer may be removed from office with or without
101 cause by

- 102 A. a two thirds vote of the membership at a general membership if the notice of the meeting
103 names the elected officer being considered for removal at such meeting, or
104 B. a two thirds vote of the executive board at an executive board meeting if the notice of the
105 meeting names the elected officer being considered for removal at such meeting.

106 Section 8. Duties of Officers. The elected officers shall perform the duties provided in this section
107 and such other duties as are prescribed for the office in these bylaws, by the Executive Board, or in
108 the adopted parliamentary authority.

109 A. Duties of the President. The president shall:

- 110 1) be the chief executive officer and official spokesman of NCVACC;
- 111 2) appoint, subject to the approval of the NCVACC Executive Board, the following:
 - 112 a) the chairman and members of each standing committee except the nominating
113 committee and the certification committee; and
 - 114 b) the chairman and members of special committees.
- 115 3) be ex-officio a member of all NCVACC committees, except the nominating
116 committee and the certification committee;

117 B. Duties of the Vice-President. The vice-president shall:

- 118 1. chair the planning committee;
- 119 2. be a member of the budget and finance committee; and
- 120 3. appoint the chairmen of the education and liturgy, site and services, and registration
121 and hospitality subcommittees of the planning committee.

122 C. Duties of the Secretary. The secretary shall be the recording officer of NCVACC and the
123 custodian of its records, except those assigned to others.

124 D. Duties of the Treasurer. The treasurer shall:

- 125 1) be the principal accounting and financial officer of NCVACC;
- 126 2) serve as chairman of the budget and finance committee;
- 127 3) make a financial report to the Executive Board at each meeting and at other times
128 when requested by the president or the Executive Board;
- 129 4) submit the most recent budget report and financial statement at the annual education
130 and membership meeting; and
- 131 5) not serve on the auditing committee due to conflict of interests.

132 E. Duties of the Members-at-Large. The members-at-large shall serve a) as standing
133 committee chairmen or b) as subcommittee chairmen on one of the three standing
134 subcommittees of the planning committee (education and liturgical, site and services,
135 registration and hospitality).

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ARTICLE V
NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee.

- A. Membership. The nominating committee shall consist of a chair and two members from the membership appointed by the Executive Board. No member of the nominating committee shall serve for more than two consecutive terms.
- B. Duties. The nominating committee:
 - 1) shall consider all candidates for elected officers whose names are proposed by any NCVACC member and received by the committee by June 30 of the election year;
 - 2) may consider additional candidates during its deliberations; and
 - 3) shall submit at least one name for each position to be filled.
- C. Committee Report. The report of the committee shall be submitted to the Executive Board for inclusion a) in the NCVACC website and b) in the call to the annual education and membership meeting, and shall be read on the first day of the annual education and membership meeting.
- D. Nominations from the Floor. Following the report of the committee, additional nominations may be made from the floor. No name shall be placed in nomination without written consent of the nominee.

Section 2. Election of Officers. Officers shall be elected by ballot at the annual education and membership meeting. The vote required shall be that described in Article VI, Section 4.

ARTICLE VI
MEETINGS

Section 1. Annual Education and Membership Meeting. The annual education and membership meeting shall be held in the fall of each year at a place, date, and time determined by the Executive Board.

- A. Purpose. The purposes shall be as follows:
 - 1) for education, fellowship, support, networking, and sharing experiences;
 - 2) to provide a forum for the study and development of all phases of VA pastoral care;and

- 196 A. adopt a budget;
- 197 B. determine the place, date, time, and registration fee for the annual education and
- 198 membership meeting upon the recommendation of the planning committee;
- 199 C. set the fees for certification, reinstatement, and other services related to membership;
- 200 D. approve the report of the auditor annually;
- 201 E. fill vacancies as provided in these bylaws;
- 202 F. appoint a parliamentarian;
- 203 G. have such other duties as are prescribed for the Executive Board in these bylaws, by the
- 204 annual education and membership meeting, or in the adopted parliamentary authority.

205 Section 4. Meetings.

- 206 A. Regular. Regular sessions of the Executive Board shall be held at quarterly intervals. The
- 207 first and last sessions shall be held at the site of the annual education and membership
- 208 meeting, just prior to and just following the annual education and membership meeting. The
- 209 first meeting of the Executive Board shall be defined as the meeting just following the
- 210 annual education and membership meeting to coincide with the election, if any, of new
- 211 board members. Call of a regular meeting shall be given at least fourteen days in advance.
- 212 B. Special. Special meetings of the Executive Board may be called by the president and shall be
- 213 called by written request of three members of the board. The purpose of the meeting shall
- 214 be stated in the call. Except in cases of emergency, at least seven days notice shall be given.
- 215 C. Observers. With the exception of executive closed sessions, members of NCVACC may
- 216 attend meetings of the Executive Board as observers.

217 Section 5. Quorum. A majority of the board members shall constitute a quorum.

218 Section 6. Vote Required. Adoption of a main motion and any election shall require the affirmative

219 vote of a majority of the members of the Executive Board present.

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ARTICLE VIII

222

COMMITTEES

223 Section 1. Standing Committees.

- 224 A. Composition and Terms. The seven standing committees of the NCVACC shall be auditing,
- 225 bylaws, budget and finance, certification, communications, membership, and planning.

- 226 1) The budget and finance committee shall be composed of the treasurer as chairman,
227 the vice-president, and two members elected by the Executive Board ;
228 2) The planning committee shall be composed of the vice-president as chairman, one
229 member-at-large and one or more members elected by the Executive Board;
230 3) All standing committee chairmen shall be members of NCVACC.
231 4) Committee members may include honorary members and nonmembers of
232 NCVACC recommended by the respective chairman, appointed by the president and
233 approved by the Executive Board.
234 5) All standing committees shall report to the Executive Board and shall be responsible
235 to the president between meetings. Policy set by a committee shall be approved by
236 the Executive Board.
237 6) The chairman of each standing committee shall be ex-officio a member of all
238 subcommittees within the respective committee.
239 7) When drafting of a bylaw revision is authorized, the bylaws committee shall consist
240 of a chairman and at least two other members.
241 8) The term for committee members shall correspond to that of the officers.

242 B. Auditing Committee. The committee shall:

- 243 1) consist of three members appointed by the president, with the approval of the
244 Executive Board;
245 2) audit the treasurer's account annually and additionally as directed by the Executive
246 Board; and
247 3) report to the membership at the annual education and membership meeting.

248 C. Bylaws Committee. In regards to NCVACC Bylaws and Standing Rules, the committee shall:

- 249 1) review all submitted amendments and edit for composition;
250 2) possess the right to originate amendments; and
251 3) submit proposed amendments and revisions to the members together with
252 recommendations for action not less than three months prior to the annual
253 education and membership meeting.

254 D. Budget and Finance Committee. The committee shall:

- 255 1) have general supervision of the finances and investments subject to the approval of
256 the Executive Board ; and
257 2) prepare an annual budget for presentation to the Executive Board.

- 258 E. Certification Committee. The committee shall:
- 259 1) prepare the criteria for board certification for approval by the NCVACC Executive
- 260 Board;
- 261 2) submit to the Executive Board for approval any substantial changes in the criteria for
- 262 board certification;
- 263 3) process applications for Board Certified Catholic Chaplain in the NCVACC;
- 264 4) conduct the certification process and interviews; and
- 265 5) submit successful candidates to the NCVACC Executive Board for final approval
- 266 and granting of board certification status.

- 267 F. Communications Committee. The committee shall:
- 268 1) investigate and recommend methods for increasing communications among
- 269 NCVACC members;
- 270 2) investigate and recommend methods of acquainting the general public with
- 271 NCVACC;
- 272 3) be responsible for the NCVACC website; and
- 273 4) appoint, with the approval of the Executive Board, a webmaster to maintain and
- 274 update the NCVACC website.

- 275 G. Membership Committee. The committee shall:
- 276 1) process applications for membership in NCVACC;
- 277 2) submit membership fees to the treasurer as received;
- 278 3) promote recruitment and retention of membership; and
- 279 4) maintain and update the membership roster.

- 280 H. Planning Committee. The committee shall:
- 281 1) be responsible for planning the annual education and membership meeting;
- 282 2) submit to the Executive Board for approval the brochure, as well as the education,
- 283 liturgical, and site and services plans for the annual education and membership
- 284 meeting;
- 285 3) contract with the annual education and membership meeting site for site and services
- 286 following approval of the Executive Board;
- 287 4) contract with the board approved speakers and presenters; and
- 288 5) be composed of three subcommittees with duties as follows:
- 289 a) Education and Liturgy Subcommittee: The subcommittee shall

- 290 i. create and develop the educational content for the annual education and
291 membership meeting, and identify the speakers and presenters, for approval
292 of the planning committee chairman and the NCVACC Executive Board,
293 and
294 ii. Create and develop the liturgy celebrated during the AEMM for approval of
295 the planning committee chairman, and the NCVACC Executive Board.
- 296 b) Site and Services Subcommittee. The subcommittee shall develop all plans
297 relating to the identifying, scheduling, and contracting of the site and the services
298 the site will provide for the annual education and membership meeting, and will
299 submit these recommendations for approval of the planning committee
300 chairman, and the NCVACC Executive Board.
- 301 c) Registration and Hospitality Subcommittee. The subcommittee shall be
302 responsible for creating and maintaining a list of attendees, and for receiving
303 attendees and assigning their rooms.

304 Section 2. Special Committees. Special committees may be created as necessary by the NCVACC
305 Executive Board.

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ARTICLE IX

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ELECTRONIC MEETINGS AND COMMUNICATIONS

309 Section 1. Meetings. The NCVACC Executive Board and all committees and subcommittees shall be
310 authorized to meet via electronic communications media so long as all the members shall
311 simultaneously hear each other and be able to participate during the meeting.

312 Section 2. Communications. Unless members indicate otherwise to the NCVACC Executive Board,
313 all communication required in these bylaws may be sent electronically, including meeting notices,
314 provided that the electronic system used provides confirmation that the communication was
315 received. All references in these bylaws to mail may be sent using this method.

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ARTICLE X

ADMINISTRATIVE OPERATIONS

Section 1. Headquarters. The NCVACC shall continuously maintain a registered office.

Section 2. Registered Agent. The NCVACC shall continuously maintain a registered agent whose business is identical with such registered office.

Section 3. Fiscal Year. The fiscal year shall be from January 1 through December 31.

ARTICLE XI

INDEMNIFICATION

Any officer, employee, or agent of NCVACC who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceedings, shall be indemnified for all expenses and liabilities actually and reasonably incurred in connection therewith to the extent permitted by applicable law of the jurisdiction in which NCVACC is incorporated.

ARTICLE XII

PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the proceedings of NCVACC in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules of order that NCVACC may adopt, and any statutes applicable to this organization that do not authorize the provisions of these bylaws to take precedence.

ARTICLE XIII

AMENDMENT AND REVISION

Section 1. Amendment. The bylaws may be amended at any annual education and membership meeting by a two-thirds vote, provided that the amendment has been submitted to the bylaws committee no later than April 1 together with identification of proposer(s) and any recommendations for action. The proposed amendment will be mailed to the membership with the call to meeting of the annual education and membership meeting.

346 Section 2. Revision. These bylaws may be revised only upon authorization by the membership at the
347 annual education and membership meeting.

348 A. Preparation of Revision. Preparing and presenting an authorized revision shall be the duty of
349 the bylaws committee.

350 B. Notice of Proposed Revision. The proposed revision shall be mailed to the members no
351 later than three months prior to the start of the annual education and membership meeting.

352 C. No Amendment to Existing Bylaws. If a revision is authorized there shall be no other
353 amendments proposed to the existing bylaws.