

BYLAWS, WAR (Worldwide Army Rangers, Inc.) 01 Jan 04

ARTICLE I – POWERS

Section 1. The Association shall have the power to do all legal things necessary to carry on and accomplish the purposes for which it is organized, including the following powers:

A. To enter into, make, and perform contracts of every kind and description provided that FIRST a majority vote of approval is made upon a duly constituted vote by the Ranger Members *voting*; which may include all US Army LRPs, LRRPs, and LRSUs. *[Henceforth, be it understood that Ranger(s) shall include US LRPs, LRRPs, & LRSUs in all cases except when noted otherwise.]*

B. To borrow money for any of the purposes of the Association provided that FIRST a majority vote of approval by the Ranger Members *voting* is made upon a duly constituted vote.

C. To purchase, lease, acquire, hold, encumber, and dispose of real and personal property provided that FIRST a majority vote of approval by the Ranger Members *voting* is made upon a duly constituted vote.

D. To have all other powers enumerated by Georgia law provided that FIRST a majority vote of approval by the Ranger Members *voting* is made upon a duly constituted meeting or vote.

Section 2. The President/Chief Executive Officer (CEO) shall appoint, after approval by the National Office (Nat'l O), three (3) Ranger Members who shall be authorized to endorse all checks made/drawn against Nat'l O, WAR, accounts. The Treasurer is one of the three appointees and all shall be bonded. The appointments and bonding shall be recorded in the minutes. While investments as desired are allowed, there shall be only two Nat'l O, WAR , banking accounts - one cash-on-hand and one for membership dues.

A. One WAR Bank Account shall contain funds received mostly from memberships. Once each calendar year the interest from the membership account may be transferred into the cash-on-hand account. Once it exceeds five thousand dollars (\$5,000.00), up to fifty per cent (50%) of the membership account may be used or invested by the Nat'l O after approval by the Ranger Members is made upon a duly called vote.

B. One War Bank Account shall be the cash-on-hand/operating account which will contain funds received except the dues for memberships. Upon the cash-on-hand account exceeding three thousand dollars (\$3,000.00), fifty per cent (50%) of it may be transferred into the membership account by direction of the Nat'l O after a majority vote of approval. Such vote shall be recorded in the minutes.

Section 3. The Executive Council (EC) is hereby limited to expend, or to make a commitment to expend, not more than

five hundred dollars (\$500.00) or not more than twenty-five per cent of cash-on-hand, which ever is least. The Nat'l O is hereby limited to expend, or to make commitment to expend, not more than two thousand dollars (\$2,000.00) or not more than fifty percent (50%) of cash-on-hand, whichever is least, per item or action. Any individual item or single action which exceeds the \$2,000/50% limit must first be approved by a majority of the Ranger Members voting during a duly called vote.

ARTICLE II - INCORPORATION

This Association shall be incorporated and organized as a Non-profit corporation, without capital stock, under the laws of the State of Georgia. This Association shall be tax exempt as a Fraternal Organization per IRS Code 501(c)(10), or such other current, applicable IRS Code.

ARTICLE III - MEMBERSHIP

Section 1. Categories of membership shall be Ranger Members and Associate Members. All shall be referred to as Rangers. Those guilty, per WAR, of: lying, a felony, acts of moral turpitude, or of being a brigand is not eligible to join or to remain a member of WAR, nor are those from hostile nations/*sects*.

ART III, cont'd:

Section 2.

Ranger Members shall consist of Life and Annual members. All Ranger Members qualify for all privileges, including the privileges to vote and to hold elected office, so long as they are "Active" members in good standing. Rangers who fought fifty years ago shall be offered special Life memberships.

A. Ranger members are those who have:

- (1). Been awarded a Ranger tab by official orders of an Army or of a sovereign nation, OR:
- (2). Served honorably in a duly recognized Army Ranger or Ranger-type unit for at least one year or have

been awarded the Combat Infantryman's or Combat Medic's Badge or a similar Combat Badge while in a Ranger or a Ranger-type unit. OR:

- (3). Served honorably in a duly recognized Army, Army Reserve, or National Guard LRP, LRRP or LRSU unit or a similar unit to include "test/provisional" units for at least one year or have been awarded the Combat Infantryman's or Combat Medic's Badge or a similar badge while in

such a unit.

NOTE 1: The above described units do include: Alamo & Alaska/Eskimo Scouts, Korean War 8,000-series units, 29th ID's WW II Ranger Bn, Merrill's Marauders, BDQ units, 1st Special Service Force, Commandos, SAS Ptl Tm Mbrs, SOG/Long Range SF Ptl Tm Mbrs, Delta Force Long Range Ptl Tm Mbrs, SEAL patrol members, US Marine Force Recon Ptl Mbrs, and the like.

All shall, upon request, provide proof of Ranger or Ranger-type service, Combat Badges earned, and awards for valor to the satisfaction of the Membership Committee or the EC, WAR.

NOTE 2: Specifically, the following organizations, units, and schools are not included: OSS; CIA; Snipers; SOG non-Long Range Ptl Mbrs of Special Forces (Green Berets); non-patrol members of Force Recon, Delta Force, SEALs & SAS; airborne units (maroon berets); Air Assault units; Combat Control units; Pathfinders; conventional units nicknamed "Rangers"; conventional Reconnaissance units (Black Berets); Jungle Operations graduates & units; Mountain & Cold Weather graduates & units; Recondo School graduates; Raider School graduates; and the like of such units and graduates.

B. Ranger Life Members are those found qualified by WAR and are in good standing by having paid the appropriate dues for a Life membership.

C. Rangers who served in Ranger, Ranger-type, and LRP/LRS units during a War or a War-type Action that ended fifty years ago shall be "grand-fathered in" as Life Members upon paying one Annual dues.

D. Ranger Annual members are those found qualified by WAR and are in good standing by having paid the appropriate dues for one, three, or five years. Dues being due and payable before and during the Annual Meeting (A WAR) and then one year or three or five years from the "acceptance A WAR". Memberships not renewed within thirty (30) days of the "renewal A WAR" shall be lapsed/inactive.

Section 3. Associate Members shall consist of Annual, Life, Spousal/Widow, ***Heirs***, and Honorary members.

A. Each Associate member shall have shown support of the ideals, principles, purposes, and objectives of Army Rangers and this Association to the satisfaction of the Membership Committee or the EC, WAR. Spouses are accepted ipso facto as Associate members in the same category as is their husband. Widows, whose husband died as an active member, retain their membership at no further cost until she requests otherwise or upon her demise. All Associate members qualify for all privileges, except voting so long as they are members in good standing. They shall have the privilege to vote only when appointed to serve in an office "with voting privileges". Associate members are not allowed to run for, hold, nor serve in an elected office.

B. Associate Annual Members are those who have paid the dues for one, three, or five years and have been found qualified by WAR but do not qualify for a Ranger Membership in this Association.

C. Associate Life Members are those who have paid the dues for a Life Membership and have been found qualified by WAR but do not qualify for a Ranger Membership in this Association.

D. Heirs are Associate members, unless the heir is also a Ranger member of WAR, who have been

ART III, Sect 3, D, cont'd:

appointed by a Ranger member to carry on his legacy by being an active member in WAR. Each Ranger member may appoint one heir. Heirs may be Annual or LIFE members regardless of which is the sponsor. Heirs enjoy all rights and privileges and incur all obligations of other Annual or Life Associate members. Heirs are encouraged to accompany his or her sponsor to all Ranger and other public events. The main purposes of an heir are: to record the sponsor's history, acquire and take pictures of the sponsor, record his experiences and favorite stories about him as Ranger, to pass these on to proper history agencies for perpetual keeping, and to represent him in Ranger and public events after his demise. Each heir is authorized to appoint, at their choosing, one to replace him or her. The WAR number of an heir will be the same as his or her sponsor with an "A" added as a suffix.

E. Associate Honorary Members are those nominated for same by a Ranger Member in good standing as recognition that the nominee has accomplished a task or has made a civic, political, or military contribution of such extraordinary magnitude or in such an exemplary manner that the performance proves the nominee to be of Ranger caliber. Honorary Membership is for life unless resigned or terminated per these Bylaws. No person who could qualify as a Ranger Member may be an Honorary member. The Membership Committee with conformation by the Nat'l Office, WAR, is the approval authority.

F. Spousal/Widow Members have the same WAR # as their husband. Widows receive the "Frag Order".

Section 4. A member shall be considered to be in good standing when his or her dues are paid in full, he or she is living, and the member has not resigned nor been terminated per these Bylaws.

Section 5. Membership Dues (do not include a subscription to official publication, "Frag Order").

A. Annual dues are \$10.00 = one year, \$25.00 = three years, and \$40.00 = five years.

B. Life dues are: \$125.00 (four or less payments in one year accepted for Life dues). Rangers "grand-fathered in" shall pay, one time, one annual due (currently \$10.00) for a Life Membership.

C. Members, except Honorary and spouses, shall be required to pay dues to join.

D. Annual Members shall be required to keep dues current to remain in good standing.

E. The Ranger Members, during an A WAR, may revise the rates of dues from time to time. Revisions shall be recorded in the minutes and published in at least one and in every issue of the "Frag Order" for one year before their date of change. Life dues, when payment is begun before the change date, will toll at the rate begun. Once paid in full, Life memberships are current for the lifetime of the member unless the membership is terminated.

Section 6. Membership Year and Fiscal Year.

A. Annual memberships are from one A WAR of acceptance through the next or for three or five A WARs (as applicable) later and shall be renewed before or during one, three, or five (as applicable) A WARs later. Annual dues paid less than one-hundred-eighty (180) days before an A WAR are not considered as accepted until the second A WAR after payment in full. Annual dues paid one-hundred-eighty (180) days or more before an A WAR are considered as having

been accepted during the past A WAR.

B. The fiscal year of this Association is 01 January through 31 December each calendar year. It has no effect on a membership year (from the end of one A WAR through the end of the next).

Section 7. Privileges of Members

A. Any person may attend (this may not include the right to vote), when reasonable, any meeting of or within this Association and/or of the Nat'l O, except that portion of a meeting which may be closed because of bona fide personal or sensitive consideration. Non-members, even though not allowed to vote, are encouraged, upon being offered the floor, to voice opinions, suggestions, advice, or recommendations. Notice to the members of regularly scheduled meetings of the EC and the Nat'l O shall be provided to the membership in the Association's official newsletter, the "Frag Order", which is offered via paid

ART III, Sect 7, A, cont'd:

subscription only. Notice of special meetings of the EC and the Nat'l Office shall be provided to members when practical, but lack of notice shall not limit in any way the carrying on of EC and Nat'l O business. "DRAFT" Minutes of each duly constituted meeting and vote, except those portions of Minutes of a meeting which may be closed because of bona fide personal or sensitive consideration, will be published in the first issue of the "Frag Order" after the meeting or the voting.

B. A Ranger Member is entitled to one vote per question and per elected office of the Nat'l Office and of his Ptl.

C. A Ranger member is eligible to hold office and appointments at any level, but may hold only one elected office per level at one time. Other than logic and reason, there are no restrictions on the number of appointments which may be held at one time. Rangers, Candidates, and Officers are not required to reside within the boundaries of the element in which they belong or hold an office.

D. Associate members may be appointed to serve in special capacities either with or without vote, as mutually deemed appropriate by the CEO (upon approval by the Nat'l O) or by the Patrol Leader (upon approval by the members of his Patrol).

E. Each member in good standing shall be sent the "Annual Report", which will contain the "State of The Association", the Financial Review, the budget, and the Ballot Packet.

F. Each member is eligible to receive, for a nominal fee, a current copy of the Association's Constitution, Bylaws, and the Articles of Incorporation. Members shall be notified via the "Frag Order" of all proposed amendments to the Constitution and Bylaws (C&BI). Once approved, the final version of changes and amendments will be published in the "Frag Order".

Section 8. All members, except Honorary and Spouse, must make a written application to this association to join. Honorary members must be nominated per Article III, Section 3. C, above. As in all cases, upon receiving the appropriate dues and proof of eligibility, to the satisfaction of the Membership Committee and/or the EC, membership will be granted. When misleading info. or wrongdoing is discovered, dues will not be refunded.

Section 9. Termination of Membership.

A. A member may resign his membership by writing the President, WAR, and tendering his resignation. No unused dues or portions thereof shall be refunded except in extenuating and/or mitigating circumstances and the decision of the Nat'l O will be final in such matter.

B. Members may be involuntarily terminated, suspended, or expelled from this Association only for cause. Such termination, expulsion, or suspension, shall require two-thirds (2/3) vote of the active members of the Nat'l O or by a majority of the members voting during a legal A WAR or Spec WAR.

(1). Members considered for involuntary termination shall be given at least a thirty (30) day notice of the intended action and the reasons therefor. The member being considered for termination must reply to the CEO within those thirty (30) days stating his request for the type hearing, if any, he desires. When the reply is not received by the CEO within the thirty (30) days, the announced action becomes final on the thirtieth (30th) day.

(2). A member being considered for termination shall be given, when requested, the opportunity to be heard orally or in writing by the duly convened Nat'l O, A WAR, or Spec WAR as requested. That membership is placed in "HOLD" until final disposition. The Nat'l O will establish a reasonable, to all parties concerned, time, date, and place for the hearing which will use 5 US Code Annotated # 556, among other legal documents, as a guide.

(3). Date of termination, suspension, or expulsion, through a hearing shall be the date the vote was taken upon the end of the hearing,

(4). Upon completing a vote for involuntary termination of a member, the President, WAR, or the acting President of the forum participating in the vote, shall assure that the member is officially notified of the findings, conclusion, and final disposition of this case. Such official notices shall be sent by accountable

ART III, Sect 9, B, (4),
cont'd:

US Postal Mail
to the member's last known address and signed by the President or the Secretary regardless of the member's actual notice of the results of the hearing.

C. Even though once terminated, upon meeting all qualifications, an ex-member may re-submit an application to rejoin this Association and when found deserving and fully qualified shall be re-admitted, upon payment of appropriate dues as required by a new member.

Section 10. At a nominal cost, WAR membership rosters may be made available to any WAR member for private, non-commercial use, and may be used during WAR elections and other contested WAR matters. Any member may have, by their written request to the EC, their postal address, email address, and/or telephone number excluded from a roster that is to be distributed.

ARTICLE IV - GOVERNMENT

Section 1. Authority, Control and
Responsibilities.

A. Ranger Members, by
majority vote in a duly called and convened meeting or election, have controlling power and final authority in all matters pertaining to WAR. Ranger and Associate Members are obligated to meet when and where convenient to most with as many other Rangers, both non-members and

members of WAR, as can be motivated to rendezvous informally for fellowship and an enjoyable time. Only two things are important in rendezvousing and they should be consistent: the place and the time. While meeting monthly is recommended, meeting at least once in six months is paramount even if most or some have to travel a considerable distance. Even if only two or three meet, do it and do it the same hour(s) on the same day of the month at the same place each time you meet. Spread the word and encourage kindred warriors of all eras and all Ranger-type units, from anywhere in the world, to join in the fellowship. Each member of WAR shall be a member in a Patrol. In locations where Army Rangers are dispersed all, including Associates, will be assigned to a Patrol. When the member has no preference and if there is a local Patrol to which he does not qualify to join, that member will be assigned to the Patrol of the state or country in which is his mailing address. In any case, a person shall be listed as a member of only one Patrol at any given time.

B. Sub-elements of Patrols are not required. They may be of any size and organization. They may choose a distinctive uniform, elect and appoint officers as desired, and choose their name. In all cases sub-elements function as part of and directly under the Patrol Leader/President (PL) or the Ptl Headquarters.

C. There are two types of Patrols (*or another title of choice*), Recon and Combat. Recon Patrols are encouraged to add members and sub-elements from where and however desired so as to obtain the right for their Patrol Leader (PL) to represent it in the Nat'l Office.

(1). Recon Patrols (Recons) may vary in numbers and sub-elements.. Two Ranger Members may form a Recon and there is no limit to the number of members in a Recon. Regardless of the number of members and elements in a patrol, it remains a Recon until it elects to have the PL also serve as a Director in the Nat'l Office.

(2). Combat (Cmbt) Patrols (*or another title of choice*). ***Existing Ranger Associations who join or form an Alliance with WAR, regardless of size or title, shall function and have all rights and privileges described for Cmbt Ptls except their members pay membership dues only to them, not to WAR. Their members become LIFE Ranger or Associate members of WAR for as long as the member is a member in good standing of the Existing Association. All other Cmbt Ptls (those which began as Recon Ptls) shall have, initially,"*** at least ten per cent (10%) of the total Ranger Members in WAR as active members in that Patrol and they shall vote to have their PL serve as a Director in the Nat'l Office (their members shall pay dues to WAR as prescribed in these Bylaws, or as changed). There shall be at least a Patrol Leader (PL) and an Assistant Patrol Leader (APL) elected in Patrols that choose to have their PL also serve as a Director in the Nat'l Office. The organization of a 10% Cmbt Ptl shall be submitted for approval during the first A WAR in which the PL joins the Nat'l Office. When it has more

ART IV, Sect 1, C, (2),

cont'd:

than twenty percent (20%) of the WAR members, it should then consider splitting into two Combat Patrols.

(3). A Patrol, ***regardless of title***, may be era, area, MOS, class, school, or unit unique or any combination thereof . There are no physical boundaries to a Patrol/unit and more than one Patrol/unit may exist in the same town or same county. The name of the Patrol, and the title, are chosen by the members and there are no restrictions on what or why a Patrol is so named or so titled. The Patrol/unit is organized as decided by the members. A patrol may have subordinate

elements such as Bases, Rally Points, Attack Element, Battalions, Companies, Platoons, etc., in any number desired and in any part of the world.

(4) Existing associations that choose to join WAR, or choose to form some form of alliance with WAR, do incur an obligation to help defray the financial costs of maintaining the administrative office in that their members pay no dues to WAR. Once each year the Nat'l O. will decide what costs are to be charged against the administrative office. The Nat'l O. will then publish what they determine to be the cost per member of WAR to maintain the office. Cmbt Ptls and others then can use that figure to derive at the amount they choose to donate each year to WAR to assist in defraying those costs. No one will be billed or dunned and no "fair share" of donations will established. Those Rangers and Ptls who are financially able are expected "to shoulder their share of the task" as they deem most appropriate and no questions will be asked.

D. The National Office (Nat'l O), WAR, consists of the Executive Council, the Governors, the Ex officio Officers, and the Appointed Officers.

(1). The National Office (Nat'l O) is responsible for following the WAR C&BI and implementing the will of the Ranger Members as expressed during duly called and convened meetings and elections. The Nat'l O is required to provide timely, sound advice and guidance to the Ranger Members to enhance camaraderie among all Rangers and to insure the best image of Army Rangers is presented to the public.

(2). The Executive Council (EC), WAR, consists of the President (CEO), Vice President (VP), and the Secretary/-Treasurer (S/T). The EC is responsible for supervising and leading those who accomplish the day-to-day chores and actions in operating this Association in a manner consistent with Army Ranger excellence. They represent all members of the WAR, in its entirety, in all matters that come before the EC and the Nat'l O. Only Ranger members who have served in a US Army LRRP/LRSU, US Army Ranger unit, or who are US graduates of the USAIS Ranger Course may serve as elected (voting) officers in the EC.

(3). The Governors (Gvnrs) consist of each Command-Sergeant-Major of every US Army Ranger Battalion and every higher US Army Ranger unit e.g.: the Ranger Training Bde and the 75th Ranger Regt. and one representative, Ranger Memorial Foundation. Gvnrs serve at their convenience and desire. They provide advice and guidance on how the WAR can best serve and support the active duty Rangers and the Ranger community. They are the most critical link in networking with members of their units and in motivating active duty Rangers to be active in the wholesome recreation offered by WAR members in the local area. They are Honorary Members who serve with no vote in the Nat'l O.

(4). The Ex officio Officers (EO) consist of three delegates from each existing Ranger Assoc. that has joined or formed an Alliance with War AND the Patrol Leaders of other WAR Combat Patrols. They represent the members of their Patrol in all matters that come before the Nat'l O.

(5). The Appointed Officers (AO) consist of those members approved by the Nat'l O and appointed by the CEO to the EC or the Nat'l O. This includes Chairpersons of elements and activities as listed in Art. V, below. They represent members in their element or activity in matters that come before the Nat'l O.

(6). The Nat'l O is in fact also the Board of Directors (BOD) and the terms are interchangeable. Those serving in the Nat'l O shall be referred to as Directors. Each Director, who has voting power, shall have one vote, proxy votes accepted, in matters officially addressed during a duly called and convened meeting of the Nat'l O. The vote of the majority of those voting at a meeting in which a quorum is present shall be the act of the BOD. four (4) voting members of the Nat'l O

being present establishes a quorum. Proxy votes do not count in establishing a quorum for business of the Nat'l O/BOD.

Section 2. Succession to vacancies

A. Vacancies occurring in the EC shall be filled by appointment by the remaining Directors of the Nat'l O.

Art IV, Sect 2, A, Cont'd. They shall appoint a Ranger member who is in good standing. The newly appointed Director shall serve until the next election. Then, the elected officer shall serve the un-expired term, if any exists, of the original office holder. There is no line of succession, only a replacement, in the EC and in the Nat'l O.

B. Newly assigned CSMs of US Army Ranger units shall be paid a personal visit by a member of the EC, or by a representative of the CEO, and shall be invited to participate as a Governor in any manner the CSM wishes and desires. This also applies to the President, Ranger Memorial. In any case, a Governor's importance to WAR shall be recognized and support by WAR to his unit shall not suffer even if he abstains to join or to serve in WAR.

C. When a EO office is vacated, the APL or an "Alternate Delegate" serves the remaining term of his predecessor and the Patrol then elects or selects another APL or another "Alternate Delegate" .

D. When a AO office is vacated another member is appointed per these Bylaws.

E. Vacancies shall be filled within thirty (30) days.

Section 3. Policies and Requirements

A. The WAR logo/letterhead shall consist of, at least, a black "Ranger Scroll" with red trim and the black & gold "Ranger Tab" superimposed in the center of the scroll. The words "WAR" and "Inc." shall be printed in the left and right swirls. The logo shall consist of only three colors. A temporary logo shall be selected by the EC. The members shall, by mail vote, select the final version. The logo/letterhead shall be ***Copy Righted by WAR***.

B. The EC is allowed to spend or commit to spend not more than \$500.00 or 25% of the cash-on-hand, which ever is the least, on any one item, action, or activity.

C. The Nat'l Office is allowed to spend or commit to spend not more than \$2,000.00 or 50% of the cash-on-hand, which ever is the least, on any one item, action, or activity.

D. "Accepted financial procedures" will be followed in all financial actions and matters. A "Financial Review" by three Rangers who are appointed by the CEO, approved by the EC, will be conducted each calendar year in time for the report to be made to the forthcoming or ongoing A WAR. An occasional audit is allowed.

E. Funds may be allocated by the Nat'l O to any Patrol, ***or title of choice***, to fund a single, special activity upon request and justification by the President/CEO. Ideally, the ***requesting organization*** will provide a portion of the funds for such an activity.

F. Combat Patrols, ***or a title of choice***, may be incorporated separate from WAR and may maintain separate financial accounts from the WAR accounts. All Patrols, ***or title of choice***, are encouraged to accept donations for individual and specific ***association*** activities. Associations may donate funds to the WAR. Such donations shall be deposited into the WAR cash-on-hand

account and will then become intermingled with the operating funds for use as the Nat'l O so chooses, with priority of allocating them back to *the donating association* for another event or activity if so requested.

G. In any instance not covered in these Bylaws, "Robert's Rules Of Order, Revised", "accepted financial practices", and the "U. S. C. A." will be used as a guide and followed when reasonable.

H. Business and coordination may be conducted using face-to-face meetings, mail, fax, telephone, email, etc. as long as the principles outlined in the documents listed in paragraph G, above, are closely followed and are in no way violated. Correctness, justice, fairness, and clarity over-rule conciseness, convenience, expediency, and simplicity in all cases when Rangers deal with others.

I. The official WAR publication shall be the "Frag Order". This newsletter/magazine shall be published on a set and announced schedule at least three times a calendar year. Once each year it will publish, not in the same issue: 1. The approved budget, WAR, for the coming year and the draft Minutes of the last A

WAR or Spec WAR; 2. The WAR C&BIs with Amendments, and 3. It will report the Best Ranger competition and the Ranger Hall of Fame actions. Additionally, it will publish: The names of all the Honor

ART IV, Sect 3, I,
cont'd:

and Distinguished Graduates of the Ranger Course, LRSUL, & RIP; The names of Ranger leaders and cadre who have earned special recognition; and Minutes of all Nat'l O meetings. The Editor, as the budget

allows, shall be responsible for the appearance, layout, and quality of the "Frag Order". There shall be space in each issue allocated to "Letters To the Editor" with the decision by the Editor being final as to what is printed. In no case or circumstance shall the Editor or WAR be held liable for content of "Letters" and articles by others than the Editor and the CEO.

J. The depository for all records, documents, correspondence, files, rosters of members, etc. shall be the Nat'l O office or building or, in the absence of one, the office or home of the S/T or of the Executive Secretary per the approval of the Nat'l O. All such papers, records, files, etc. are the sole property of WAR and shall not be kept or stored by any individual except by approval of the Nat'l O.

Section 4. Resignations and Removal, *Officers and Members*

A. *An officer may resign and a member may terminate his or her membership* at anytime for any reason by delivering a written notice via hand, postal mail, or electrical devices to the CEO. A resignation is effective upon receipt by the CEO unless the notice specifies a future effective date.

B. An elected officer can be removed from office *and memberships in WAR can be revoked, suspended or terminated, unfavorably, only with cause by one or more Ranger members presenting a charge to the EC and requesting removal of the officer or an unfavorable*

revocation, suspension, or termination of membership. Upon the EC receiving the written charge(s), all authority of the accused as an officer in WAR is suspended, totally, and the membership of a member is suspended until further notice from the National Office. All such actions shall be finally approved by a majority of the members voting through an E-mail or postal ballot vote.

(1). Using "Line of Duty Determination", "Report of Survey", "Art. 32 Investigations", and the "U. S. C. A." and the like, as guides, the Nat'l O **has the authority** to remove an elected officer **or revoke, suspend, or terminate a membership when found guilty by a preponderance of the evidence of any charge about the violation of these Bylaws** by a majority vote of two-thirds (66.6%) of those voting during a duly called and convened hearing/Board. Proxy, electronic, and mail votes are not allowed in such hearings. The final authority in such action **is a majority of the members voting through an E-mail or postal ballot vote.**

(2). Using those documents and procedures listed above as guides, the Ranger Members can remove an elected officer **or revoke, suspend, or terminate a membership** when found guilty by a preponderance of the evidence, as charged, by a majority vote of two-thirds of those voting during a duly called and convened A WAR or Spec WAR. Proxy, electronic, and mail votes are not allowed. **The final authority in such action is a majority of the members voting through an E-mail or postal ballot vote.**

C. An appointed officer can be removed from office with or without cause by a two-thirds vote of the EC. The Nat'l Office is the approving authority in such a case. The Ranger Members voting during a duly called and convened Spec WAR or A WAR are the final authority in such matter.

Section 5. Committees and Appointed Officers.

A. Committees are appointed by the EC and approved by the Nat'l O. They are dissolved upon completion of their task(s) and purpose(s) or at the time specified when appointed. In every case the Chairperson, or when the Chairperson refuses to or is unable to, the CEO, WAR, will publish a "Review" of the activities for the past year, or when dissolved, which may include problems encountered, findings, conclusions, recommendations and the like. While one person may be called a committee, it is recommended that at least two are appointed to each committee. The CEO either appoints the Chairperson or directs the committee to select a chairperson.

B. Required committees (to be appointed or re-appointed within 30 days of the A WAR). The Committee

ART IV, Sect 5, B,
cont'd:

have one vote in the Nat'l O in all matters presented during their tenure.

(1). Finance & Budget Committee. Reports to and works directly with the CEO.

(2). Activities & Awards Committee. Reports to and works directly with the VP.

(3). Membership Committee. Reports to and works directly with the S/T.

(4). Election Committee includes: Nomination/Ballot Team, Certifying Team, and Tally Team.

C. Optional Committees and offices (to be appointed or hired when and as needed). Per the

chairperson shall

CEO, when the EC appoints, the person may or may not have a vote in the Nat'l O.

(1). Executive Secretary. When a Ranger member, War, he has a vote in any committee he serves in *except in the EC and in the Nat'l O.*

(2). Store/Purser/Quartermaster Committee.

(3). Fund Raising/Awards Committee

D. Officers such as Chaplain, Historian, Parliamentarian, a Special Task Officer, etc. may be appointed and usually have no vote in the Nat'l O.

ARTICLE V - OFFICERS

Section 1. Primary Duties of Officers.

A. The Pres/Chief Executive Officer (CEO) of the Association represents the Association and is authorized to act on behalf of the Association within the limits of these Bylaws and the laws of the State of Georgia. *Only us citizens may serve as the Pres/CEO.*

(1). The CEO guides the implementation of the desires of the membership as expressed in legal elections and duly called meetings of the Association.

(2). The CEO is key in maintaining friendly, working relationships with other organizations and associations. During A WAR, Spec WAR and Nat'l O meetings he is the presiding officer and, as such, he renders timely reports as to the State-of-the-Association.

(3) The CEO appoints the Corporate Agent, with the approval of the Board of Directors. The CEO assures that Georgia Secretary of State, Business Information and Services Division, is informed of the Association's current Corporate Agent and Business address and any change thereof.

B. The Vice President (VP) will assume the responsibilities of the CEO at all meetings in the absence of the CEO. He will assist the CEO in all responsibilities as requested and is a key assistant to the CEO. He is responsible for supervising the drafting of the Association's Budget in a correct and timely manner. *Only US citizens may serve as the VP.*

C. The Secretary/Treasurer (S/T) will assume the responsibilities of the President in all meetings in the absence of the CEO and the Vice President. The Secretary also has signatory authority to commit the Association to contracts within the limits of these Bylaws and the laws of the State of Georgia. He is specifically responsible to oversee the records, minutes, correspondence, Financial Report, and business of WAR. The S/T shall be one of the Rangers who shall have check signature authority within the limits of these Bylaws, and the laws of GA. *Only US citizens may serve as the Sec/Treas*

D. For further information on duties of officers, committees, and boards, see ARTICLES IX and X, ROBERT'S RULES OF ORDER, REVISED.

Section 2. Terms of office.

A. Nat'l O elected officers' (the EC) term of office is for three A WARs, based upon one A WAR per calendar year.

B. Governors (Gvnrs) term of office is for as long as they are CSMs of a US Army Ranger command or a member of the Ranger Memorial Foundation.

C. Ex-officio Officers' (EO) term of office is for three A WARs based upon one a WAR per calendar year.

D. Appointed officers' (AO) term of office is through the next A WAR or until the task(s) or purpose(s) for which appointed are completed. AOs may be re-appointed as often as deemed appropriate.

ART V, Sect 2, cont'd:

E. The initial term of office for the first Pres/CEO shall be through the next A WAR (three thereafter).

F. The initial term of office for the first VP shall be through two (2) A WARs (three thereafter).

ARTICLE VI - MEETINGS

Section 1. Annual Meeting of WAR (A WAR) and Special Meetings of WAR (Spec WAR).

A. One meeting per calendar year is required by law. This annual meeting shall be known as the "A WAR" and will be the principal gathering for conduct of WAR business, enjoyment, and of camaraderie for any and all Army Rangers, worldwide. The A WAR shall be held during the Ranger Hall of Fame Induction Ceremony or during another significant Ranger event held at Ft Benning, GA, the Mecca of Army Rangers. Exact dates to be published in the "Frag Order" as soon as the dates for the selected event are known. The planned/future coinciding Ft Benning event may be approved or reconfirmed at each A WAR by a majority vote of the members voting. During the A WAR, the CEO and the S/T shall report on the activities and the financial condition of the Association. The members shall consider and act upon such other matters as may be raised consistent with the notice requirements of these Bylaws and GA Laws and Statutes of Non Profit Corporations.

B. One or more other meetings may be held each year and they shall be known as Spec WAR. The main purpose for Spec WARs usually is fellowship, camaraderie, and fun. One Spec WAR may be held during the Best Ranger Competition near or at Fort Benning during the Spring. Other Spec WARs may be held at any time and place as desired by the WAR membership.

C. The Nat'l O shall meet at least twice each calendar year at a place, time, using a method designated by the CEO, and as agreeable to the majority of the BOD.

D. The President/Chairman in all cases and forums, except elections, votes only to break a tie.

Section 2. Committees must meet within sixty (60) days of being established, and shall continue to meet as often as is necessary. The meetings may be by teleconference, email, etc. At the end of the year (during the A WAR) or upon dissolution, each committee renders a report as required by these Bylaws..

Section 3. Quorums. In no case shall proxy votes be used to constitute a quorum in any forum.

A. Ten (10) Ranger members shall constitute a quorum for business during an A WAR and a Spec WAR

..

B. Four (4) members of the Nat'l O/BOD shall constitute a quorum for business of the Nat'l O/BOD.

C. Twenty-five per cent (25%) of a committee shall constitute a quorum for business.

Section 4. Proxy Votes.

A. Proxy voting is allowed only during an A WAR, Spec WAR, and a Nat'l Office meeting and shall be

valid by only a written proxy. The member holding the proxy shall present it to the Secretary before or during the meeting but before the vote on the question(s) to which the proxy pertains. No Council, Committee, etc. may accept proxies.

B. There is no limit to the number of valid proxies a voting member in good standing may hold and vote. The proxy may be general and thus shall pertain to any and all business OR the proxy may be specific and thus pertain to only the question(s) or subject(s) that it specifically states.

C. Proxies may be hand-carried, mailed, faxed, or emailed to the person who will make use of it, and can be in any form so long as they are from and held by a voting member in good standing.

Section 5. Notice.

A. Written postal mail or "Frag Order" notice shall be provided to all Association members of a description of business, issues, and items to be considered at a WAR or at a Spec WAR with the date, time, and place of the meetings stated. This notice shall occur not earlier than seventy-five (75) days before the meeting nor

ART VI, Sect 5, A, cont'd:

less than forty-five (45) days, regardless of the media used to make the notice.

B. All meetings shall be tape recorded or videoed and then transcribed in a timely manner. The tapes of the recordings shall be labeled, filed, and kept for at least three years.

ARTICLE VII - NOMINATIONS AND ELECTIONS

Section 1. Nominations.

A. A Nominating Committee shall be appointed by the CEO and an announcement soliciting candidates for offices from the Ranger members shall be made in the "Frag Order" at least one-hundred-eighty (180) days prior to the election date.

(1). The CEO shall appoint a Chairman of and the National Nominating Committee not later than one-hundred-eighty (180) days prior to the election day/date. The Committee prepares a nomination slate and the ballot, with "Instructions" for the Association's next election.

(2). The Nominating Committee shall request names of candidates for each elective office that is open for election. It will assure that all recommended candidates are Ranger members in good standing and who understand and are willing to accept the responsibilities of the office. Ranger members, in addition to the ones recommended by the Nominating committee, may have their names placed on the ballot. Once the ballot is completed with clear and complete instructions, it is presented it to the EC at least ninety (90) days before the election date.

(3). Upon the Nominating Committee completing its job, per the CEO, it automatically dissolves.

B. In addition to the slate of candidates on the ballot, ample space will be provided so members may write-in their choice for an office.

Section 2. Elections.

- A. The "Election Day/Date" of WAR is the last day of the month before the A WAR.
- B. Only one vote per office is allowed. All proper "write-in" votes shall be tallied and reported.
- C. To insure the voting is secret and proper, the CEO shall appoint two separate and distinct teams. One is the "Certifying Team (CT)" which includes the S/T and one other person. The other is the "Tally Team (TT)" which usually consists of three Rangers. The CT receives all ballots before the TT sees them. The ballots are delivered to the CT inside of an UNMARKED and SEALED envelope which is inside of another envelope. The outside envelope (a SAE) is addressed to the CT with the senders/voters name, his WAR identifying number, and his address plainly shown in the upper left corner of the envelope. Upon the CT receiving the SAE, they check to insure the sender is a Ranger member in good standing. If he is, they open that envelope, extract the "unmarked" and sealed envelope which contains the completed ballot, adds his name to a list, and the CT then delivers the unmarked and sealed envelope to the TT. The CT retains lists of "Qualified" and "Not Qualified" voters until the election is completed. In private, the TT opens the unmarked envelope and tallies the vote(s), including the valid "write-in(s)".
- D. Ballots shall be sent with the date of mailing being between forty-five (45) and seventy-five (75) days before the election date to each voting member who is in good standing. Ballots may be sent by either postal mail or contained in the "Frag Order", included may be a statement by each candidate of up to 250 words.
- E. No endorsement by any other person may be included with the ballot, except that those candidates recommended by the Nominating Committee may be identified. Any person may endorse a candidate in separate mail not paid for by the Association.
- F. To insure the vote is secret each voter is sent two envelopes. One is UNMARKED, the other is a SAE addressed to the Certifying Team. After completing his ballot/voting, the voter places the completed ballot in the unmarked envelope and seals it.. He then places the unmarked and sealed envelope in the SAE, insures his name, War ID number, and address are clearly shown in the upper left corner of the SAE. He

ART VII, Sect 2, F, cont'd:

then places a stamp on it and mails the envelope to the CT.

- G. Completed ballots must be returned to the CT by 2400 hours ET the last day of the month of the election (which is the election date/day). Upon certification of the final results of the election, and during the A WAR, the results and all tallies shall be made public.
- H. In the case where no candidate receives a majority of the votes, the two candidates receiving the most votes will be voted on in secret ballot by those Ranger members attending the A WAR. If this vote is a tie, and neither candidate will concede, a toss of a coin will determine the winner (usually, the elder candidate decides & states which candidate tosses, the other "calls it" in the air).
- I. Patrol, **or title of choice**, elections are accomplished when and where the **association** decides, using "Robert's Rules of Order, Revised" as their guide. Delegates serve at the pleasure of their Combat Patrol

or at the pleasure of their association.

ARTICLE VIII - AMENDMENTS

The Ranger members of this Association may make, amend, and repeal the Constitution and Bylaws (C&BI) of this Association by:

1. A US Postal Mail vote sent to all active Ranger members, with proper notice, proper time duration, and fair discussion of issues, by a majority of those voting; OR
2. By a majority vote of the members present at the A WAR or any Spec WAR properly called and convened after proper notice of the purpose is given thereof.

ARTICLE IX - DISSOLUTION

Upon dissolution of this Association (WAR), its assets shall be distributed to one or more organizations included in 501(c)(19), IRS Code, or the corresponding section of any future IRS Code, or they may be distributed to the federal government for veterans' assistance. Any such assets not so disposed of shall be disposed of by the appropriate county court in which the principal office of WAR is then located, exclusively to such exempt veterans' organization(s) or to the state government for veterans' assistance, as the county court shall determine.