

THE FILIPINO VETERANS GROUP INCORPORATED

BYLAWS

The Filipino Veterans Group Incorporated shall be referred to as the FILVETERANS GROUP INC. The group shall be registered in the state of Nevada as a non-stock, non-profit corporation. The official address of the group shall be the residence of the Secretary.

ARTICLE 1: OBJECTIVE

Section 1: The specific objectives of the group are:

- a. To promote lasting friendship among Filipino veterans who served in the U.S. Armed Forces.
- b. To promote the cultural, social and civic well-being of its veteran members and families.
- c. To enhance members' knowledge in veteran affairs.
- d. To provide assistance to fellow veterans in distress of within our means to assist.
- e. To protect veteran benefits and advocate for veterans' rights.

ARTICLE 2: MEMBERSHIP

Section 1: Definition

- a. Regular members
Any Filipino veteran honorably discharged from any branch of the U.S. Armed Forces who is willing to subscribe to and abide by the by-laws and commit to support its programs and activities is eligible for membership. Active duty personnel are qualified for membership and may serve as a board member.
- b. Associate members
Veterans, active duty members and reserves who reside outside of the state of Nevada and paid their membership fees. Associate members could not vote and be voted upon in any elected post but could be appointed as members or chairmen of special committees if able to serve.
- c. Honorary members
Granting of honorary membership must have a unanimous approval of the members present during an official meeting. Honorary members are non-paying members and could not vote or voted upon in any elected position of the group, however, they could be appointed as members or chairmen of special committees if able to serve.
- d. Membership is restricted to individuals only. Companies, corporations, etc. cannot be enrolled as members of the FIL VETERANS GROUP INC. However, a veteran with no Filipino affinity may be enrolled when recommended and sponsored by a regular member.

- e. With the exception of the voting privilege, membership privileges of the individual enrolled as a member of the FIL VETERANS GROUP INC. extend to the members of his or her immediate family.

ARTICLE 3: DUES

Section I. Membership dues for regular membership shall be set at \$25.00 life time membership. Amendments to this due will only apply to new members after the amendment is approved by two-thirds majority votes of members present during the regular meeting.

ARTICLE 4: OFFICERS

Section 1. All officers shall be elected from the general membership according to the procedures set forth in Article 11 of the Bylaws.

Section 2. General responsibilities of FIL VETERANS GROUP INC. officers are to:

- a. Conduct day-to-day FIL VETERANS GROUP INC. business,
- b. Preserve the assets of the FIL VETERANS GROUP INC.

Section 3. Specific duties of FIL VETERANS GROUP INC. officers are as follows:

- a. The President shall:
 - 1. Serve as the chief executive officer of the FIL VETERANS GROUP INC.
 - 2. Responsible for the general conduct of the FIL VETERANS GROUP INC.
 - 3. Conduct all Board of Directors meetings and other special meetings as called by the Board of Directors,
 - 4. Appoint directors as required,
 - 5. Designate committees and appoint committee chairmen as required,
 - 6. Call Executive Committee meetings.

b. The Vice President shall:

1. Serve in place of the President in his absence,
2. Serve as President for the remainder of the President's term if the office of the President is vacated,
3. Serve as the central administrator for managing all activities associated with a FIL VETERANS GROUP INC. office,
4. Manage the activities of the Special Interest Groups to include monitoring their status within the FIL VETERANS GROUP INC. (See Article 5.)

d. The Secretary shall:

1. Maintain records of FIL VETERANS GROUP INC. business,
2. Document decisions made by the Board of Directors,
3. Notify appropriate members of scheduled meetings.

e. The Treasurer shall:

1. Maintain accurate financial records of the FIL VETERANS GROUP INC., records shall include all receipts and disbursements for the FIL VETERANS GROUP INC.,
2. Ensure that an independent audit of the FIL VETERANS GROUP INC., is conducted annually,
3. Reimburse members for general FIL VETERANS GROUP INC. expenses and capital expenditures,
4. Publish an annual financial report of the FIL VETERANS GROUP INC.,
5. Provide financial reports of the FIL VETERANS GROUP INC. to the Board of Directors at least quarterly,
6. Conduct an annual inventory of capital assets.

Section 4. Removal of an officer from his or her elected position can be accomplished by a two-thirds majority vote of the Board of Directors. The officer in question has the right to present a case for consideration and final resolution by the general membership. Notice of these proceedings shall be given at least thirty days in advance.

ARTICLE 5: BOARD OF DIRECTORS

Section 1. General duties and responsibilities of the Board of Directors include:

- a. Establish policy for the FIL VETERANS GROUP INC.,
- b. Approve the FIL VETERANS GROUP INC. budget,
- c. Make public any oral or written communication on behalf of the FIL VETERANS GROUP INC.,
- d. Sponsor meetings in the name of the FIL VETERANS GROUP INC.

Section 2. Specific duties of the Board of Directors include:

- a. Establish the amount of membership dues,
- b. Recognize, approve, and facilitate the formation of new Special Interest Groups,
- c. Confirm the President's appointments of directors and committee chairmen,
- d. Establish new offices for regional Vice- Presidents as required,
- e. Appoint officers to fill unexpired terms of office whenever the office becomes vacant.
- f. Recommend officers for removal from their elected positions.
- g. Remove officers from their elected positions by a two-thirds majority vote of those present and voting.

Section 3. The following guidelines shall apply to Board of Directors meetings:

- a. Regular meetings shall be held monthly or as otherwise determined by the Board,
- b. All members of the Board of Directors will be notified of the time and place of Board meetings at least five working days prior to the meetings unless meetings are scheduled for the same time and place each month,
- c. Special meetings may be held at the request of any four members of the Board. Notification requirements as in Section 3b remain in effect.
- d. Upon majority consent of the Board members, an emergency meeting can be called without advanced notice.

Section 4. If the FIL VETERANS GROUP INC. general membership has not adopted an official position on a FIL VETERANS GROUP INC. matter, any public statement or position held by the Board of Directors shall be clearly labeled as that of the Board alone.

ARTICLE 6: SPECIAL INTEREST GROUPS (SIGs)

Section 1. Special Interest Groups (SIGs) are formed to support the purposes of the FIL VETERANS GROUP INC., in a specific area of interest which has not already been addressed or which needs greater emphasis.

Section 2. Membership in SIGs is open to all members of the FIL VETERANS GROUP INC.,

Section 3. A SIG chairman is chosen from members of the SIG. Specific duties and responsibilities of the SIG chairman include:

- a. Presenting the appropriate documentation to the Board of Directors so that the Board may formally recognize the SIG, (See Section 4 below.)
- b. Attending Board of Directors meetings or sending a representative in his or her place the SIG chairman will present a report of SIG activities at the meeting.
- c. Maintaining an up-to-date roster of active SIG members.

Section 4. A SIG becomes a recognized unit within the FIL VETERANS GROUP INC. when the following takes place:

- a. A meeting is held to discuss the formation of the SIG all interested parties are invited,
- b. The following documentation is presented to the Board of Directors;
 1. A SIG charter which includes;
 - a. An outline of the purposes, interests, and activities of the proposed SIG,
 - b. Identification of the SIG chairman,
 - c. An estimate and analysis of any expenses or anticipated revenue associated with the activities of the SIG,
 2. A description of the SIG for the FIL VETERANS GROUP INC., newsletter, The Board of Directors votes and formally recognizes the SIG.

Section 5. In order for a SIG to maintain its status as a recognized SIG and keep its membership on the Board of Directors, the following is required:

- a. The SIG chairman must submit SIG membership rosters at least annually,
- b. The SIG chairman or a designated representative must attend more than half of the Board of Directors meetings during the course of each year,
- c. The SIG must perform one of the following functions during the course of each year;
 1. Give a presentation at the regional meetings,
 2. Provide an article for the FIL VETERANS GROUP INC. newsletter,
 3. Conduct a training seminar.

ARTICLE 7: DIRECTORS

Section 1. Subject to confirmation by the Board of Directors, the President shall appoint the following directors:

- a. Program Director
- b. Buying Group Director
- c. Education and Training Director
- d. Membership Director
- e. Vendor Relations Director
- f. Editor
- g. Public Domain Software Library Director

Section 2. The President may appoint additional directors for particular tasks subject to the approval of the Board of Directors.

Section 3. Directors serve at the pleasure of the Board of Directors.

Section 4. Duties and responsibilities of the directors shall be defined by the Board of Directors.

ARTICLE 8: COMMITTEES

Section 1. The President shall designate committees for short term projects.

Section 2. Subject to confirmation by the Board of Directors, the President shall appoint committee chairmen.

Section 3. Duties and responsibilities of the committees are defined by the President.

ARTICLE 9: EXECUTIVE COMMITTEE

Section 1. The Executive Committee is composed of all FIL VETERANS GROUP INC., officers.

Section 2. The President may call meetings of the Executive Committee to handle day-to-day FIL VETERANS GROUP INC. business and discuss issues prior to presentation at the Board of Directors meetings.

ARTICLE 10: QUORUM

Section 1. A quorum of the Board of Directors shall consist of the Board members present at the Board meetings.

Section 2. At any general meeting, the general members present shall constitute a quorum.

ARTICLE 11: PARLIAMENTARY CONDUCT

Section 1. Unless otherwise specified, Roberts Rules of Order, Newly Revised, shall govern the procedures of the FIL VETERANS GROUP INC. for all FIL VETERANS GROUP INC. meetings.

ARTICLE 12: ELECTIONS

Section 1. Elections shall be held for FIL VETERANS GROUP INC. officer positions during the month of February. The term of office shall be two (2) years.

Section 2. Elections to office shall be by popular vote.

Section 3. Elections shall be by ballot distributed to all general members.

Section 4. Each member in good standing may cast one vote.

ARTICLE 13: FINANCIAL MANAGEMENT

Section 1. The fiscal year of the FIL VETERANS GROUP INC. shall be the calendar year.

Section 2. All FIL VETERANS GROUP INC. activities that conduct regular financial transactions shall operate within a budget approved by the Board of Directors.

Section 3. All FIL VETERANS GROUP INC. activities that independently manage their finances shall provide the Treasurer the following:

- a. A monthly financial statement,
- b. A proposed budget of anticipated income and expenditures on a quarterly basis.

Section 3. All capital asset purchases exceeding \$50 must be approved, in writing, by at least two FIL VETERANS GROUP INC. officers.

Section 4. General FIL VETERANS GROUP INC. expenses shall be reimbursed by the Treasurer. Receipts for expenses exceeding \$25 must be provided.

Section 5. Profits that accrue to the FIL VETERANS GROUP INC. shall be used in the public interest.

Section 6. A financial statement disclosing the fiscal condition of the FIL VETERANS GROUP INC., shall be published during the first four months of each fiscal year.

ARTICLE 14: AMENDMENTS

Section 1. A general or special meeting shall be called by the Board of Directors for the purpose of amending these Bylaws. An official mail ballot, when authorized and approved by the Board of Directors shall constitute a special meeting for the purpose of amending these Bylaws.

Section 2. All general members may cast one vote on the proposed amendments.

Section 3. These Bylaws shall be amended only by a two-thirds vote of those present and voting at the meeting designated in Section 1 of this Article.

Section 4. Notice of proposed amendments must be published to all general members prior to the meeting designated in Section 1 of this Article.

ARTICLE 15: ORDER OF BUSINESS

Section 1. The regular order of business at every regular meeting of this Group shall be as follows:

- a. Opening Prayer
- b. Pledge of Allegiance
- c. Introduction
- d. Reading of minutes
- e. Treasurer Report
- f. Report of special and standing committees
- g. Unfinished business
- h. New Business
- i. Good for the Group
- j. Closing Prayer
- k. Adjournment

Adopted: Tony Garcia-President

Leo Fortuno-Secretary

Date: 23 January 2014

By Laws updated incorporating amendments:

Rey Lopez- President

Leo Fortuno-Secretary

Date: 1 March 2015

