

NAVY SEABEE VETERANS of AMERICA, Inc.



**ARTICLES OF INCORPORATION
CONSTITUTION
BYLAWS
STANDING RULES
Amended August 2022
Colorado Springs, Co.**

Constitution, Bylaws and Standing Rules Committee

David J. BUCHANAN, Chair

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NAVY SEABEE VETERANS OF AMERICA, INC.
NATIONAL HEADQUARTERS STANDING RULES
AMENDED 2022

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STANDING RULES

RULE 1: ARTICLES OF INCORPORATION (Islands and Departments)

All Islands and Departments as affiliated Units of the Navy Seabee Veterans of America, Inc. are directed and charged with the responsibility of filing Articles of Incorporation, or registering as an affiliate of a foreign corporation of the State of Illinois as Not for Profit Veterans Organization, when such is permissible for their respective Units, with the Secretary of State of their respective State.

A copy of said Articles, all amendments thereto, accepted affiliated status, and names of the Registered Agents and addresses shall be placed on file with the National Headquarters of the Navy Seabee Veterans of America, Inc.

The Registered Agent and address of the National Headquarters shall be in accordance with the Articles of Incorporation Act, State of Illinois, being continuously maintained in the State of Illinois, and any change of same for any reason shall be by recommendation of the National Executive Committee and approval of the National Convention.

However, in emergencies, the National Executive Committee shall, between Conventions, approve said change.

The Registered Agent shall be designated as an appointed Officer and that he/she shall serve continuously until he/she resigns, is unable to act, or is removed by action of the National Convention for failure to perform his/her duties.

RULE 2: ORGANIZATION, Districts

The Organization of Districts of the National Headquarters, in compliance with the By-Laws, Article IV, Section 1-A, shall be as follows:

North-East District:

Maine, New Hampshire, Vermont, Massachusetts, Connecticut, Rhode Island, New Jersey, Delaware, Maryland, New York, Pennsylvania, and the District of Columbia.

South-East District:

West Virginia, Virginia, North Carolina, South Carolina, Georgia, and Florida.

North-Central District:

Ohio, Indiana, Illinois, Michigan, Wisconsin, Iowa, Minnesota, North Dakota, South Dakota, and Nebraska.

South-Central District:

Kansas, Missouri, Oklahoma, Arkansas, Texas, Louisiana, Mississippi, Alabama, Tennessee, and Kentucky.

North-West District:

Washington, Oregon, Idaho, Montana, Wyoming, and Alaska.

South-West District:

California, Nevada, Utah, Colorado, Arizona, New Mexico, and Hawaii.

RULE 3: AWARDS, RIBBONS, AND TROPHIES

The National Executive Committee shall be empowered to authorize and present distinctive service awards to individuals, groups, and Units.

These awards to be in recognition of meritorious service to the Community, State, Country, or to the Navy Seabee Veterans of America, Inc., its affiliate Units, and Auxiliary.

A. NATIONAL HEADQUARTERS INCREASE IN MEMBERSHIP RIBBONS,

Name and Presentation

Membership Ribbons

One (1) known as the “Department Percentage Increase in Membership Ribbon”

One (1) known as the “Department Numerical Increase in Membership Ribbon”

One (1) known as the “Island not within a Department Percentage Increase in Membership Ribbon,”

One (1) known as the “Island not within a Department Numerical Increase in Membership Ribbon,”

One (1) of each shall be presented annually at the National Convention by the National Commander, to the Department(s) and Islands not within a Department of the Navy Seabee Veterans of America, Inc. making the respective greatest percentage and numerical increases in membership for the immediate past fiscal year (July 1 through June 30).

Department and Island not within a Department Eligibility

All Departments, and Islands **not** within a Department, shall be considered eligible for contention for and awarding of the respective ribbons provided the Department (and Islands within the Department) and Islands not within a Department meet the minimum requirements

as specified in Article IV, Section 5, 6, and 7 of the By-Laws, and the Department and Islands not within a Department were operating under a Charter of the Navy Seabee Veterans of America, Inc., for one (1) full fiscal year prior to the National Convention.

If there is no Department or Island not within a Department meeting the requirement for the awards, the award shall be placed in the custody of the National Secretary until the following year or until a Department or Island not within a Department becomes entitled to the award.

Tabulation Inclusions New Members,
Renewals of members,
Reinstated Members,
Life Members

Members transferring membership prior to 1 July of the fiscal year shall be included in the tabulation of respective increases within the respective Departments or Islands not within a Department.

Tabulation Exclusions

Associate and Honorary memberships, as defined in the By-Laws, Article III, Section 3 and 4, shall be excluded in the tabulation of increases in membership for these trophies.

B. NATIONAL COMMANDER’S TROPHY

A trophy known as the “National Commander’s Trophy” shall be awarded at the National Convention to the Seabee Battalion or Unit attending the National Convention with the greatest number of Navy Seabee Veterans of America, Inc., members, **and non-members**, (no wives/husbands and/or guests shall be counted), from their respective Battalion or Unit in attendance and registered for the National Convention and Reunion.

Registration shall be verified by payment of the Convention and Reunion registration fee through the National Convention and Reunion Committee as specified in Standing Rule 6, Section H.

The “National Commanders Trophy” plaque type trophy with the Navy Seabee Veterans of America, Inc. emblem and appropriate engraving shall be the official trophy.

RULE 4: BY-LAWS

By-Laws as changed and adopted in Convention shall be forwarded to the Chair of the Constitution and By-Laws Committee upon adjournment of the Convention.

The Constitution and By-Laws Committee Chair shall produce or cause to have produced, copies of the By-Laws as amended and/or adopted and posted on the NSVA web site

RULE 5: NATIONAL CONVENTION AND NATIONAL CONVENTION COMMITTEE

The designation of “Navy Seabee Veterans of America, Inc. National Convention and Reunion” shall be used in lieu of NSVA National Convention in publicizing the National Convention of the Organization. The obligations and responsibilities of the National Convention Committee in part, shall be as follows:

- A. To maintain a communication network with the principal officers of the Navy Seabee Veterans of America, Inc., to assure a clear and positive progress report of the activities and functions of the Convention and Reunion.
- B. Ascertain that adequate rooms for the NSVA and Auxiliary are available for:
 - 1. **Pre-Convention** National Executive Committee meeting.
 - 2. **Formal Convention Opening and Joint Session.**
 - 3. **NSVA Convention business session(s).**
 - 4. **Auxiliary Convention business session(s).**
 - 5. **Post-Convention National Executive Committee** meeting.
- C. Assure dissemination of all pertinent information such as registration, activities, available accommodations, cost, etc. relative to the National Convention and Reunion to all affiliate Units of the Navy Seabee Veterans of America, Inc., and its entire Active and Life Membership, and, when possible, to prospective members.
- D. Provide for the National Commander and National Secretary adequate **complimentary** accommodations at the National Convention Headquarters Hotel with sufficient administrative work area for the duration of the Convention and one (1) day prior to the Convention.

- E. The National Convention and Reunion registration fee collectible by the National Convention Committee which shall be in an amount not to exceed twenty dollars (\$20.00).
- F. From the registration fee (\$2.50) shall be set aside in the National Treasury that is paid by NSVA Auxiliary Members registered at the Convention shall be disbursed to the Auxiliary Treasury.
- G. Assure that the record of registration of attendance of Navy Seabee Veterans of America, Inc. Members, delegates, Auxiliary, and guests, being name, address, NSVA Unit, and Battalion Unit of affiliation, and other pertinent information, shall be a matter of record and placed on file with the National Secretary.
- H. Assure that the record of attendee's shall be included as an addendum to the minutes of the National Convention as specified in Standing Rule 9, "Minutes, Convention and Executive Committee Meetings."

RULE 6: NATIONAL CONVENTION, RULES OF

The Convention order of business shall be as follows:

- A. Formal Opening**
- B. Roll Call of Officers:**
 - Elected Officers
 - Appointed Officers
 - Department National Executive Committee persons
 - Chairpersons of Committees, Standing and Special
- C. Roll Call of Departments**
- D. Roll Call of Islands not within Departments**
- E. Remaining appointment of Committees**
- F. Commanders Report**
- G. Rules Committee Report**
- H. Credentials Committee Report**
- I. Approval of Minutes of Previous Conventions**
- J. Reading of Minutes of National Executive Committee Meeting**
(Approval required for concurrence of National Executive Committee action.)
- K. Report of Remaining Officers**
 - 1. Past National Commanders
 - 2. National Secretary
 - 3. National Treasurer
 - 4. National Vice Commander
 - 5. National District Commanders
 - 6. Department National Executive Committee persons
 - 7. National Trustees
 - 8. National Chaplain
 - 9. National Counselors
 - 10. National Service Officer
 - 11. National Historian
 - 12. National Parliamentarian
 - 13. Standing Committees
 - 1. Budget/ finance
 - 2. Constitution and By-Laws
 - 3. Convention Committee
 - 4. Internet

- 5. Life Membership
- 6. Membership (2011 djb)
- 7. Publications
- 8. Publicity
- 9. Resolutions
- 10. Ship's Store (2021djb)
- 14. **Registered Agent**
- 15. **National Master-At-Arms/Mistress-At-Arm**
- L. **Reception and Reference of Communication**
- M. **Report of Remaining Committees**, except Nominating Committee
- N. **Report of Nominating Committee**
- O. **Unfinished Business**
- P. **New Business**
- Q. **Nominations of Officers for the coming year**
- R. **Election and Installation of Officers**

Rules of Order Governing the Convention.

Duties and responsibility of the National Parliamentarian during the Convention.

- A. When a member wishes to speak, they shall rise, address the presiding officer, state their name, and state the Island, Department, Island At Large, Unit, or Battalion they represent. They shall confine their remarks to the question before the Convention body at the present time only.
- B. No member shall speak twice upon the same question, except for explanation when clarification is necessary, nor longer than five (5) minutes without a vote of the assembly, such vote to be taken without debate.
- C. Speeches placing candidates in nomination for any office shall be limited to two (2) Minutes. Speeches seconding nominations shall be limited to two (2) minutes.
- D. Only delegates who have registered, paid the delegate fee, and who have become accredited by the Credentials Committee shall make motions, seconds to motions, and vote on all motions and amendments thereto.
- E. Alternate delegates and visitors who are members shall have all the privileges of delegates except the power to vote.
- F. Alternate delegates shall vote only when the accredited delegate is temporarily absent, and the alternate has been verified by the spokesperson or Chairperson of a respective Unit delegation to the Credentials Committee and the National Secretary.
- G. Voting on all issues and election of Officers shall be under Unit Rule as defined in the By-Laws, Article V, Section 7. Departments and/or Islands not affiliated with a Department may ask for a reasonable period of time to caucus before voting on any issue or elective office to be determined by their vote.
- H. When, as a result of a Unit Caucus, the voting desire is other than a Unit Vote (split vote), a duly authorized delegate shall request the polling of the individual

delegates of the Department or Island not affiliated with a Department and said polling shall be held only in open session of the Convention. Votes of polled delegates will be made a matter of record in the meeting minutes of the Convention.

RULE 7: FINANCIAL

A. Effective with the 2005-2006 Fiscal Year, the annual membership per-capita tax (to the National Headquarters) as defined in Article X, Section 2, of the By-Laws, shall be **Fifteen Dollars (\$15.00)** per member.

Calculated quarterly, this schedule is only for new members for their first year of membership. Members joining between:

MONTHS	AMOUNT TO NATIONAL
July and September	\$15.00
October and December	\$11.75
January an March	\$7.50
April and June	\$3.25

Effective January 1, 2009, the NSVA has adopted a new **3-year membership option**. The reduced dues fee is to be \$50.00 for 3 years with \$37.50 going to National.

There is **NO** pro-rated allowance for this schedule.

- B. One Dollar and Fifty Cents (\$1.50) of the National Per-Capita tax of each member shall be allowed to a drawing fund for the expenses and general reimbursement for the Office of the National Secretary, which the National Treasurer, with the approval of the National Commander, is authorized to pay to the National Secretary any amount that, through payment of membership per-capita has accumulated as of each November, February, May, and August of that fiscal year.
- C. The Life Membership Committee shall draw from the interest earned from the Life Membership fund, (amount to be determined yearly), to be disbursed in the following amounts:

60%	National Headquarters
10%	Department of affiliation
30%	Island of affiliation Battalion, or Unit At Large

Distributions to Departments and Islands will be prorated based on the number of Life Members. (11DJB)

Said amounts shall be paid annually during the lifetime of said Life Member no later than the second quarter of the fiscal year.

- E. To providing expense allowance deemed essential for the promotion of the Navy SVA, the respective Offices of National Commander, National Vice Commander, the Six (6) National District Commanders, and the National Publicity Committee shall be reimbursed, with itemized, receipted amounts of expenses as allowed, not to exceed the yearly amount as herein listed for the respective Officers:
1. National Commander:
The National Commander shall have a drawing fund for approved, The National Commander shall have a drawing fund for approved, receipted, out of pocket expenses to his Office.
This drawing Fund will be established yearly by the National Budget/Finance Committee with the approval of the National Executive Committee. The drawings from this fund shall not exceed the budgeted amount without prior approval of the National Executive Committee.
 2. Nat'l. Vice Commander at Large:
The National Vice Commander shall have a drawing fund for approved, receipted, out of pocket expenses to their Office.
This drawing Fund will be established yearly by the National Budget/ Financial Committee with the approval of the National Executive Committee. The drawings from this fund shall not exceed the budgeted amount without prior approval of the National Executive Committee.
 3. Nat'l. District Commanders:
The National District Commander's shall have a drawing fund for approved, receipted, out of pocket expenses to their Office.
This drawing Fund will be established yearly by the Budget/ Financial Committee with the approval of the National Executive Committee. The drawings from this fund shall not exceed the budgeted amount without prior approval of the National Executive Committee.
- F. The Charter fee of a Department, as defined in Article IV, Section 3, and Section 4, shall be in an amount of Ten Dollars (**\$10.00**) payable to the National Headquarters.
- G. The National Organization shall maintain and fund the Navy Seabee Veterans of America, Inc., website making links available to all Islands.
All funds generated will be handled through the National Treasurer.
- H. For the purpose of providing for the out-of-pocket expenses of the National Treasurer, a Drawing Fund shall be established that will allow reimbursement, with itemized, receipted amounts, of expenses as allowed.

This drawing Fund will be established yearly by the National Budget Committee with the approval of the National Executive Committee. The drawings from this fund shall not exceed the budgeted amount without prior approval of the National Executive Committee.

- I. For the purpose of providing support to the National Publicity Committee, a Drawing Fund shall be established that will allow reimbursement, with itemized, receipted amounts of expenses as allowed.

This drawing Fund will be established yearly by the National Budget Committee with the approval of the National Executive Committee. The drawings from this fund shall not exceed the budgeted amount without prior approval of the National Executive Committee.

- J. For the purpose of providing support to the National **Ship's Store** Committee, a Drawing Fund shall be established that will allow reimbursement, with itemized, receipted amounts of expenses as allowed.

This drawing Fund will be established yearly by the National Budget Committee with the approval of the National Executive Committee. The drawings from this fund shall not exceed the budgeted amount without prior approval of the National Executive Committee.

RULE 8: MINUTES, CONVENTION AND EXECUTIVE COMMITTEE MEETINGS

- A. The report of the National Executive Committee and National Convention, as submitted by the National Secretary, shall be made up and distributed within Thirty (30) days after such meetings or Convention on the NSVA website.

Minutes of the above-mentioned meeting and Convention shall be duplicated as submitted by the National Secretary, so as not to alter or change the procedures or actions taken during these meetings or Convention.

- B. It shall be the duty of the National Secretary to have the Convention minutes reproduced and distributed.

The Minutes will be made available through e-mail to all National Officers and Commanders and Secretaries of the Departments and Islands who have email capabilities by the National Secretary.

For those Officers who do not have an e-mail address, a copy of the Minutes will only be mailed to them if they request a copy in writing or by phone. (06ED)

- C. The record of registration of Members, Auxiliary, and guests at the National Convention and Reunion as specified in Standing Rule 6-G, "National Convention and National Convention Committee" shall be attached as an addendum to the National Convention Minutes.

RULE 9: PUBLICATION(S), IN GENERAL

- A. All publications, news sheets, flyers, and Social Media etc. of the Navy SVA shall be of good quality and material.
- Articles, editing, and advertising contained therein shall meet the approval of the National Executive Committee.
- B. The National Executive Committee shall be empowered and directed to suspend, when it deems necessary, the printing and distribution of any publication within the NSVA that shall in its contents and quality in whole or part be detrimental to the best interest of the Organization and not meeting the standards as set forth, pending final action of the National Convention.

RULE 10: PUBLICATION, NATIONAL HEADQUARTERS

- A. The National Publication known as the **“CAN DO,”** shall be published, when possible, with a minimum of four (4) editions annually, being the “Official” publication of the National Headquarters and being governed by the provisions of the By-Laws and Standing Rules.
- The cost shall be borne by monetary contributions, solicitation of advertisement space, and operating revenue received by the National Headquarters as specified in Standing Rule 8, “Financial.”
- B. The National Publication staff shall accept full responsibility for the editing, printing and mailing of the National Publication and shall sign a contract setting forth the status of the Publication between the publication staff and the National Headquarters.
- C. All members may submit articles of interest for publication.
- Members may also purchase space for advertisements as approved by the National Executive Committee and the Publication staff.
- D. The National Publication shall be posted on the NSVA.org website.
- E. The National Publication shall be mailed to widows/widowers of Members, the address of record.
- The receiving widow or widower is obligated to inform NSVA of a change of address by sending a notice to their Island Secretary of record who will notify the National Headquarters.

RULE 11: MEMORIALS

Section 1

- A. The Seabee Memorial Scholarship Association (**SMSA**) shall be recognized as an official project and most worthy endeavor of the Navy Seabee Veterans of America, Inc., because it meets, in part, the Organizational goals and Objectives as prescribed in the Articles of Incorporation, the Illinois Not-For-Profit law and NSVA By-Laws.
- B. Members shall be encouraged, by their voluntary contributions and efforts, to assist in this endeavor by the creation of perpetual scholarships in the name of the Navy Seabee Veterans of America, Inc.,
- C. To ascertain that the memorial contributions are processed and credited to the donor and/or the Navy Seabee Veterans of America, Inc., all donations should be made payable to the SMSA Fund, with NSVA and name of deceased or honoree in the memo line of the check or money order, and mailed to the Office of the National Secretary, for forwarding to the Seabee Memorial Scholarship Association Committee for forwarding with formal presentation as applicable.
- D. Acknowledgment of all memorials will be made by the Navy Seabee Veterans of America, Inc., and the Memorial Scholarship Association Committee (SMSA).
- E. On behalf of the National Headquarters, donations shall be made to the SMSA in memory of a deceased Past National Commander. The amount to be donated shall not exceed One Hundred Dollars (**\$100.00**) each.

SECTION 2

The CEC/Seabee Historical Foundation shall be recognized as an official project and most worthy endeavor of the Navy Seabee Veterans of America, Inc., in meeting, in part, the Organizational goals and Objectives as prescribed in the Articles of Incorporation, Not-For Profit, and as further noted in the By-Laws.

SECTION 3

SEABEE Monument in every National Cemetery program shall be recognized as an official project and most worthy endeavor of the Navy Seabee Veterans of

America, Inc., in meeting, in part, the Organizational goals and Objectives as prescribed in the Articles of Incorporation, Not-For Profit, and noted in the By-Laws.

Members shall be encouraged, by their voluntary contributions and efforts, to assist in this endeavor to further increase the awareness of the many contributions of the SEABEES.^{2022djb}

RULE 12: ROSTER OF MEMBERSHIP, MAILING, AND USE OF

No mailing list, roster, names, addresses of any past, present, or prospective Member of the Navy Seabee Veterans of America, Inc., shall be given to any individual, firm, or organization for any purpose except official business of the Navy Seabee Veterans of America, Inc., Department, or Island.

Violation of this Rule shall be considered as just cause for action against any Member, Associate, Department, and/or Island, and subject to the provisions of Article XI, "Discipline" of the By-Laws.

Any person, firm, or Corporation using the name of the Navy Seabee Veterans of America, Inc., or any member thereof for other than official business of the Navy Seabee Veterans of America, Inc., is subject to civil action through the courts for appropriate relief.

RULE 13: TAX FORMS, FILING OF

The principal Officers of National Headquarters, Departments, and Islands of the Navy Seabee Veterans of America, Inc., are directed and charged with the responsibility of filing with the Internal Revenue Service (IRS), U.S. Treasury Department, the Internal Revenue Form 990 Information Code (1954) Section 501(c)(4) (also known as the e-postcard via the internet) which is applicable under the Navy Seabee Veterans of America, Inc., Organization original group ruling exempt letter dated 4 January 1951.

A copy of this form as filed, by the affiliate Department and/or Island or a letter of certification from the principal Officers of the Department and/or Island, that the forms have been executed shall be placed on file with the National Headquarters each accounting year in accordance with IRS Regulations.

ALL 990n forms are to be filed by Departments Officers and Islands Officers only, in accordance with IRS Regulations, and not by the staff of the "parent" corporation.

Affiliate Departments and/or Islands failing to file a proper and timely IRS e-postcard as applicable may be considered inactive in status and upon recommendation of the Board of Directors and Counselors have their Charter suspended temporarily.

RULE 14: RESOLUTIONS

Islands, Departments, and individuals desiring to offer resolutions for the Navy Seabee Veterans of America, Inc., to be considered shall conform to the following rules for their proposed resolution to be placed on the agenda.

- A. All proposed resolutions must be in the hands of the National Secretary at least **thirty (30) Days prior** to the mid-year National Executive Committee meeting.

Proposed resolutions received with **less than thirty (30) days** from the Executive Committee Meeting may be held over for the following mid-year meeting.

- B. At thirty (30) calendar days prior to the date of the mid-year meeting, the National Secretary shall give each resolution an identifying number, this number shall be composed of an alphabetical letter followed by a dash and a two (2) digit number. (Example: A-2022, B-2022, C-2022, etc.)

Immediately upon completion of the numbering of those proposed resolutions for that year, the National Secretary shall make and mail copies to all members of the Resolutions Committee and the National Commander.

- C. The Chair of the Resolutions Committee shall, upon receipt of his copies, immediately review the proposed resolutions and, with input from the Resolutions Committee members, if necessary, reword them to make them grammatically correct and in proper form.

If it has been determined that this is a **substitution**, the Chairperson shall place a **small “c” after the number**, and return it to the National Secretary, who will **forward** to the members of the National Executive Committee, prior to the mid-year meeting.

- D. The Resolutions Committee shall **meet the evening immediately prior to the National Executive Committee** meeting to determine their recommendations to the National Executive Committee.

Any Resolution Committee member unable to attend is urged to submit in writing a notice of approval or disapproval of the proposed resolutions.

RULE 15: AMENDMENTS TO STANDING RULES

Standing Rules may be adopted, suspended, amended, or rescinded at a National Convention without previous notice by a majority vote.