

**By-Laws
of the
DragonLady Association, Inc.**

1. Bylaws

1.1 The Bylaws are the rules by which the DragonLady Association, Inc. (hereafter referred to as “the Association”) will operate. The Bylaws prescribe how meetings are to be held, the powers and duties of the Board of Directors, the duties of the officers of the Corporation and provisions relative to the makeup of the Association's budget.

2. Membership Meetings

2.1 Membership meetings shall be held at times determined by the Board of Directors, and during reunions held approximately every 24 months, for the purpose of electing directors and transacting business.

2.2 A quorum at the membership meeting shall consist of those members in good standing attending the membership meeting at the reunion.

2.3 The President or his designate shall chair the meeting. The order of business at Membership meetings as far as practical shall be:

- A. Proof of notice of the meeting
- B. Reading and disposal of any unapproved minutes
- C. Reports by officers
- D. Reports by committees
- E. Election of Directors
- F. Unfinished business
- G. New Business
- H. Adjournment

3. Directors

3.1 Membership: The affairs of the Association shall be managed by an elected Board of Directors (Directors) of not less than nine or more than eleven members in good standing. The 1RS Commander and 99RS Commander may nominate one volunteer active duty personnel for election/appointment to the Board.

3.2 Election of Directors shall be held at Membership meetings conducted during the Association reunions.

3.3 The term of each Director shall extend until the next reunion's Membership meeting.

3.4 Meetings of the Board: The newly elected Board shall meet immediately following the Membership meeting at which they were elected. The Board will elect from its members, the Executive Officers, per Bylaw 5.1 and conduct other business that may come before the Board. The results of the election of officers shall be announced at the reunion banquet.

3.4.1 Meetings of the Board may be held at such time and place as shall be determined by a majority of the Directors. Notice of such meetings shall be given to each Director at least 30 days prior to the date selected for the meeting.

3.4.2 Special meetings of the Board may be called by the President at the request of 1/3 of the Directors with the same notice stated in Bylaw 3.4.1.

3.4.3 A quorum of a meeting of the Directors consists of a simple majority of the elected Board members.

3.4.4 The presiding officer at Board meetings shall be the President. In the absence of the President, the Vice President shall preside.

3.5 The Board of Directors will publish a web page and newsletters as appropriate.

4. The Powers and Duties of the Association:

4.1 The powers and duties of the Association existing under the Articles of Incorporation and these Bylaws shall be exercised exclusively by the Board of Directors.

5. Officers:

5.1 The Executive Officers of the Association shall be the President, Vice President, Treasurer and Secretary; all of whom shall be Directors. The Board of Directors from time to time shall elect such other officers and designate their powers and duties as the Board shall find to be required to manage the affairs of the Association.

5.2 The President shall have all of the powers and duties usually vested in the office of President of an association, including, but not limited to the power to appoint committees from time to time as he/she shall deem appropriate to assist in the conduct of affairs of the Association.

5.3 In the absence of the President, the Vice President shall exercise the powers and perform the duties of the President. The Vice President shall assist the President generally and exercise such other powers and perform such duties as shall be prescribed by the Directors.

5.4 The Secretary shall serve notice of all meetings, keep minutes of all proceedings of the Board and Membership meetings, serve such notices as required by the Bylaws, and keep the records of the Association, except those of the Treasurer.

5.5 The Treasurer shall have custody of all property of the Association including funds, securities and evidence of indebtedness. He/she will keep accurate records of the members in good standing and will keep the books of the Association in accordance with good accounting practices. He/she will perform all other duties incident to the office of Treasurer.

6. Amendments:

6.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.

6.2 An amendment to these Bylaws may be proposed by any Association member in good standing. The Board will determine by the majority vote of the entire Board whether to submit the proposed amendment to the Association. If presented to the membership, the proposed amendment will be adopted upon a majority vote of the Membership in good standing present at the Membership meeting.

7. Financing:

7.1 The Association will raise funds through various activities. These may include, but are not limited to: group reunions, community event participation, sale of memorabilia, donations, and membership dues.

7.1.1 All methods or events aimed at fundraising must be approved by the President

7.1.2 The Association maintains full rights of decision about how any owned funds will be spent or donated.

8. General Provisions:

8.1 The Association operates on Beale AFB only with the consent of the installation commander.

8.1.1 Operation is contingent on compliance with the requirements and conditions of all applicable Air Force regulations.

8.1.2 All amendments to these by-laws are subject to final review by the installation commander.

8.2 The members are jointly and severally liable for the obligations of the Association. Every member acknowledges understanding of this liability in writing via the official membership application form.