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1. COMPOSITION OF THE BOARD OF GOVERNORS

Article VIII, Section 1 of the Chapter's By Laws states in part, "The governing body of the chapter is the Board of Governors. The Board of Governors shall consist of not more than fifty-six members consisting of fifty members elected from the membership plus the President, Vice President, Past President, Secretary, Treasurer and Parliamentarian/Sergeant-at-Arms. The Chapter's Board of Governors will be assisted through the voluntary participation of the Commanding General and Command Sergeants Major, or their specified designees, from each Fort Hood-based major command unit."

The purpose of this policy is to prescribe the composition of the fifty-six members elected to the Board of Governors from the membership.

The Central Texas – Fort Hood Chapter of the Association of the United States Army works in a region defined in its By Laws and approved by the AUSA national

organization. That being the case, it is important that a sufficient number of Governors, be elected to represent the major communities within the region so that the Chapter can maintain its regional nature.

The following minimum number of Governors shall be elected from these communities:

- Killeen - 8
- Copperas Cove - 5
- Harker Heights - 5
- Belton - 5
- Temple - 5
- Salado - 2
- Lampasas – 3

For purposes of determining community representation either place of residence or place of employment may be considered by the Nominating Committee.

The remainder of the Governors will be elected at large.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

2. EX OFFICIO POSITION DESIGNATION

Article VII. Section 5 of the Chapter’s By Laws reads in part, “The Executive Committee will also include Ex Officio positions authorized by the Board of Governors by adoption of a policy specifying the positions. Ex Officio members may or may not come from the Board of Governors and will be appointed by the Chapter President in consultation with other elected officers. Ex Officio members must be a member of the Chapter and will not vote at meetings of the Executive Committee.”

The following Ex Officio positions are authorized:

- AUSA Region President – to be filled by the incumbent of the office.
- AUSA State President – to be filled by the incumbent of the office.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

3. OFFICER SUCCESSION

Article X. Section 1. of the By Laws states, “Officers will serve a one year term of office to commence on July 1 of the year elected. Each officer may serve one addition term of office provided they are nominated and elected to do so at the end of their first term.”

All elected officers of the Chapter will, as a qualification of their nomination, be members of the Board of Governors or will have served previously as a member of the Board of Governors..

Candidates for the office of Chapter President shall have an established, multi-year record of successful leadership in chapter activities and have the time, resources and energy to meet the requirement of the office. Provided that the Chapter President has rendered good service to the Chapter, it will be the practice of the Nominating Committee to nominate the Chapter President to serve a second one year term. The justification for not nominating an incumbent Chapter President can be found in Article XI of the By Laws.

If the current Chapter President does not continue in office and there is a currently serving Vice President who is willing and able to serve as Chapter President, the Vice President should be nominated to become the Chapter President for the next chapter year.

The practice of the Chapter should be to ask experienced officers to serve the Chapter in different capacities in preparation for the Chapter Presidency.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

4. GOVERNOR, OFFICER & APPOINTEE ORIENTATION

Each year, new governors and officers will be elected and new appointments will be appointed to serve the Chapter.

Every new governor, officer, Standing Committee chair and Ex Officio appointee member shall participate in an orientation program outlining their respective duties prior to assuming those duties.

Every new governor, officer, Standing Committee chair and Ex Officio appointee will be given an orientation manual containing:

- Chapter By Laws;
- Policy Manual;
- Annual Program of Work;
- Annual Budget;
- Most recent financial review;
- Job Description; and, a
- Roster of and contact information for each Governor and Officer.

It is the responsibility of the Chapter President and the Executive Committee to conduct the orientation.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

5. PAYMENT TO MEMBERS

No member or members of the Central Texas – Fort Hood Chapter of United States Army shall receive a salary.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

6. RECORD RETENTION

The Chapter's written records should be kept as follows.

Three years

- General correspondence
- Bank reconciliations
- Duplicate bank deposit receipts
- Financial review working papers
- Petty cash vouchers
- Minutes of Ad Hoc Committees

Seven years

- Bank statements
- Contracts and leases
- Expense reports
- General journals
- Accounts payable and receivable ledgers
- Invoice records
- Minutes of Standing Committees

Permanently

- Minutes of Board of Governors and Executive Committee meetings.
- Financial reviews of independent public accountants
- Legal correspondence
- Year end financial statements
- Licenses and permits
- Any document pertaining to the determination of tax liability

APPROVED BY THE BOARD OF GOVERNORS

President

Date

7. REQUESTS FOR INFORMATION

The Central Texas – Fort Hood Chapter of AUSA is not subject to the Texas Open Records Act.

Members of the Board of Governors and Officers will have access to any of the Chapter's records. Requests for information will be made to the Chapter President.

Request from anyone other than a Governor or Officer must be in writing and clearly state the information being requested. The Chapter President, acting in concert with the Executive Committee, will decide when and how to respond. The Chapter has no obligation to provide information to a non-member. The decision to provide or not provide the information will be made on a case by case basis. In some cases, when the decision is made to provide information, due to the expense incurred, the President, acting in concert with the Executive Committee, may charge a fee to recover its cost.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

8. VOTING

The quorums required to conduct the chapter's business are specified in Article VII of the chapter's By Laws.

The discussion of issues on which to vote is an important part of casting an informed vote. The preferred method for casting votes is in person and during a scheduled Board of Governors, Executive Committee, Committee or Special meeting after participants have had an adequate opportunity to discuss the issue on which votes will be cast. Voting in person and during scheduled meetings protects the integrity of the voting process and contributes to the transparency of the chapter. Votes in person may be cast by a show of hands or written ballot at the discretion of the chair.

The result of all votes will be recorded in the minutes of the appropriate meeting.

Other methods may be utilized for casting votes so long as the Chapter President or Committee Chair and members agree that adequate discussion has occurred. These guidelines should be followed when votes are cast by mail, fax, telephonically or by email.

1. Every member of the voting group must receive a ballot.
2. Ballots must clearly state the motion on which the vote will be cast and the mover and seconder of the motion.
3. Votes must be limited to yes, no or abstain answers. Qualified answers will be recorded as no votes.

4. A statement must be included on the ballot that states that the voter, by voting, is satisfied that adequate discussion has occurring and that, by voting, they are granting written consent for the vote to occur.
5. A deadline will be set for every vote after which no votes will be accepted.
6. Votes will not be tallied prior to the deadline nor will any discussion of the vote tally occur prior to the deadline.
7. Each individual vote and the result of the vote will be reported by the Secretary to the voting group. This information will be recorded in the minutes of the next physical meeting of the group and retained in chapter records.
8. The quorum for any vote to be cast by mail, fax, telephonically or email shall be one half of the membership of the group plus one additional member of the group

APPROVED BY THE BOARD OF GOVERNORS

President

Name

9. WEBSITE POLICY

The Central Texas - Fort Hood Chapter of AUSA respects the privacy of its members and of those who visit the Chapter website. Subject to the provisions of applicable laws, any information submitted to the Chapter will not be used in any manner for which consent has not been received. While the Chapter does analyze its website logs to monitor the flow of traffic and make improvement to the site's content, its website logs are not personally identifiable. No attempt to link information on the logs to individual visitors to the Chapter's website is made.

The Chapter website may contain links to other affiliated websites. Unless otherwise explicitly stated, the Chapter is not responsible for the privacy practices or the content of other website including their use of information.

Members, and those who visit our website, should understand and agree that perfect security does not exist anywhere including on the Internet.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

10. COMMITTEES

Committees, and the volunteers who serve on them, are the Chapter's most valuable assets. Volunteers' time is the Chapter's scarcest resource. Every effort must be made to produce efficient group decision-making, project execution and policy implementation.

The Chapter President will serve as an ex officio member of all committees where not presiding.

There are two types of committees in our Chapter.

Standing Committees are those identified in this policy. Standing Committees focus on on-going issues and are permanent in nature unless changed by a vote of the Board of Governors. Standing Committee Chairs are members of the Board of Governors and of the Executive Committee. They are appointed by and report to the Chapter President. Standing Committees, as a matter of general practice, have regularly scheduled meetings.

Ad Hoc Committees are appointed as needed for special assignments. Ad Hoc Committee Chairs may be a member of the Board of Governors or a member of the Chapter. Ad Hoc Committee Chairs are appointed by and report to the President, an Officer or a Standing Committee Chair. Ad Hoc Committees meet as needed.

Standing and Ad Hoc Committee Chairs will select members of their committees in consultation with the Chapter President, Officers and, where applicable, Standing Committee Chairs. Committee members must be members of the Chapter.

It is the responsibility of Standing and Ad Hoc Committee Chairs to produce an agenda for each meeting. It is the responsibility of Standing and Ad Hoc Committee Chairs to provide the Chapter Secretary with a set of minutes for each meeting.

Funding for committees will be included in the annual budgeting process of the Chapter. Funding requests should come from the committee to the Chapter Treasurer where the request will be considered by the Executive Committee.

By adoption of this policy, the following Standing Committees are approved:

- Executive
 - Chaired by the Chapter President.
 - Conducts the chapter's business day to day.
- Membership

- Chair appointed by the Chapter President.
 - Serves existing member in all classifications.
 - Recruits new members in all classifications.
- Financial Review Committee
 - Chaired by the Chapter Vice President.
 - Initiates, supervises and reports on the annual, independent financial review as required in the By Laws.
 - Reconciles the financial statements, as provided by the Treasurer, on a monthly basis.
- Meetings
 - Chaired by the Chapter Vice President.
 - Assisted by the Parliamentarian/Sergeant-at-Arms.
 - Makes all meeting arrangements for the General Membership, Board of Governors and Executive Committee.
 - Makes all arrangements for the chapter's participation in the Annual National Conference.
- Past President's Council
 - Chaired by the immediate past president.
 - Collects and reports the views of the past presidents to the Executive Committee.
- Chapter Activity
 - Chair appointed by the Chapter President.
 - Includes all activities to award scholarships to military family members at the chapter's annual scholarship banquet including: fundraising; selecting recipients; and, organizing and conducting the banquet.
 - Scholarship Subcommittee
 - Includes all activities to raise funds for the chapter's general fund including the annual golf tournament, raffles, ticket sales, etc.
 - Fundraising Subcommittee
 - Golf Tournament Subcommittee
- Soldier Support
 - Chair appointed by the Chapter President.
 - Includes all activities to support Soldiers and their families, not included in another committee, including the chapter's Wounded Warrior, Adopt a Unit and ROTC programs.
- Public Relations
 - Chair appointed by the Chapter President.
 - Assist the President with speakers for General Membership Meetings
 - Work with Public Affairs Offices and the media to publicize chapter activities.
 - Produce and maintain the chapter's website
 - Website Subcommittee
 - Produce a chapter newsletter.
 - Newsletter Subcommittee
- 11/5
 - Chaired by the Chapter President.

- Includes those activities required to administer restricted funds contributed for use in assisting those impacted by the events of 11/5 on Fort Hood.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

11. DISASTER MANAGEMENT

The Chapter Disaster Survival Notebook houses critical documents for the organization. One copy is kept by the Chapter President, one copy is kept by the Chapter Secretary and another is kept in the Chapter's safety deposit box. Documents contained in the notebook are those required to get the organization up and running after a disaster.

A list of contents in the Chapter Disaster Survival Notebook follows:

- Current Roster of Governors, Officers and Committees
- List of Members
- By Laws
- Policy Manual
- Current Budget and Financial Statement
- Most recent Annual Program of Work
- Most recent Annual Budget
- Documentation from AUSA National.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

12. FINANCIAL TRANSPARENCY

Financial Audit, Review or Compilation

The Fort Hood – Central Texas Chapter of AUSA should undergo an annual financial review to protect volunteer leaders.

The Chapter's By Laws state in Article XIII. Financial Transparency, SECTION 2: "The Chapter's financial records shall be reviewed annually by an independent accounting firm who specializes in such reviews. The result of the review will be made available to the

Board of Governors. The Board of Governors will adopt a policy to specify the type of review required by circumstance.”

There are three levels of financial review. Costs vary. For that reason, the type of review may vary from year to year. A full audit will occur at least every five years or when a new Treasurer takes office..

AUDIT

Examination of an organization’s accounting books and records by an independent certified public accountant for the purpose of expressing an AUDIT OPINION. The auditor must follow a relatively rigid set of guidelines, generally accepted auditing standards (GAAS), and will examine source documents to substantiate their legitimacy.

FINANCIAL REVIEW

Performing inquiry and analytical procedures that provide the accountant with a reasonable basis for expressing limited assurance that there are no material modifications that should be made to the financial statements in order for them to be in conformity with generally accepted accounting principles (GAAP)

COMPILATION

Information represented in the form of financial statement information is the representation of management without undertaking to express any assurance on the statements. It is a cursory review of an organization’s financial operations.

The selection of the type of review and the independent accounting firm will be made by the Executive Committee (Board of Governors???) after considering the recommendation of the Audit Committee. All decisions will be reflected in the minutes of the meeting where the actions were taken. The Vice President will chair the Financial Review Committee who will insure that the approved financial review will occur. The President, in consultation with the Vice President, will appoint members of the Financial Review Committee.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

13. Investments

The Central Texas – Fort Hood Chapter of AUSA will only purchase certificates of deposit with excess funds from the Chapter accounts. The Chapter Treasurer will find the best rate for certificates of deposit from Chapter member financial institutions. Investment of reserve funds in other activities will be at the discretion of the Board of Governors.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

14. Liquor Service

Liquor will be served at some membership events sponsored or organized by the Central Texas – Fort Hood Chapter of AUSA. On those occasions, these procedures will be followed:

- Service will be supervised by trained, licensed servers.
- There will be a starting and ending time posted for each event.
- If drinks are given away free of charge, a ticket system will be used to limit consumption.
- Food will be available.
- Transportation will be available.

Adequate Liquor Liability Insurance will be purchased and maintained at all times.

ADOPTED BY THE BOARD OF GOVERNORS

President

Date

15. MAJOR COMMAND UNIT DESIGNATION

Article VIII. Section 2 of the Chapter's By Laws states, in part:
"The chapter's Board of Governors will be assisted through the voluntary participation of two military members from each Fort Hood-based major command units. Major command units will be defined by the Board of Governors acting in concert with the Fort Hood Installation Commander. The Board of Governors will record the major units in a board policy to be adopted or revised as needed."

The following Fort Hood-based units are declared major command units:

- III Corps
- 1st Cavalry Division
- 1st Army Division West
- Operational Test Command
- Darnall Army Medical Center
- 13th Sustainment Command
- 3rd Armored Cavalry Regiment
- 1st Medical Brigade
- 41st Fires Brigade
- 85th Civil Affairs Brigade
- 36th Engineering Brigade
- 69th Air Defense Artillery Brigade
- Warrior Transition Brigade
- 4th Combat Aviation Brigade
- 48th Chemical Brigade
- 89th Military Police Brigade
- 21st Cavalry Brigade (Air Combat)
- 407th Army Field Support Brigade
- 504th Battlefield Surveillance BDE
- 47th Signal Battalion
- 57th Expeditionary Signal Battalion
- 62nd Expeditionary Signal Battalion
- 901st Contingency Contracting BN
- NCO Academy

APPROVED BY THE BOARD OF GOVERNORS

President

Date

16. ANTITRUST

Introduction

The Central Texas – Fort Hood Chapter of AUSA is a not-for-profit organization. The Chapter may not play any role in the competitive decisions of its members, nor in any way restrict competition among members or potential members. The Chapter serves as a forum for a free and open discussion of diverse opinions without in any way attempting to encourage or sanction any particular business practice.

The Board of Governors recognizes the possibility that the Chapter and its activities could be viewed by some as an opportunity for anti-competitive conduct. Therefore, this statement supports the policy of competition served by the antitrust laws and serves to communicate the Chapter's uncompromising policy to comply strictly in all respects with those laws.

While recognizing the importance of the principle of competition served by the antitrust laws, the Chapter also recognizes the severity of the potential penalties that might be imposed on not only the Chapter but its members as well in the event that certain conduct is found to violate the antitrust laws. Given the severity of those penalties, the Board of Governors intends to take all necessary and proper measures to ensure that violations of the antitrust laws do not occur.

Policy

To ensure that Chapter and its members comply with antitrust laws, the following principles will be observed:

- The Chapter or any committee, or activity of the Chapter shall not be used for the purpose of bringing about or attempting to bring about any understanding or agreement, written or oral, formal or informal, expressed or implied, among two or more members or other competitors with regard to prices or terms and conditions of contracts for services or products. Therefore, discussions and exchanges of information about such topics will not be permitted at Chapter meetings or other activities.
- There will be no discussions discouraging or withholding patronage or services from, or encouraging exclusive dealing with any supplier or purchaser or group of suppliers or purchasers of products or services, any actual or potential competitor or group of actual potential competitors, or any private or governmental entity.
- There will be no discussions about allocating or dividing geographic or service markets or customers.
- There will be no discussions about restricting, limiting, prohibiting, or sanctioning advertising or solicitation that is not false, misleading, or deceptive.
- There will be no discussions about discouraging entry into or competition in any segment of the marketplace.

- Certain activities of the Chapter and its members are deemed protected from antitrust laws under the First Amendment right to petition government. The antitrust exemption for these activities, referred to as the Noerr-Pennington Doctrine, protects ethical and proper actions or discussions by members designed to influence: 1) legislation at the national, state, or local level; 2) regulatory or policy-making activities (as opposed to commercial activities) of a governmental body; or 3) decisions of judicial bodies. However, the exemption does not protect actions designed to cover up anticompetitive conduct.
- Speakers at committees, educational meetings, or other business meetings of the Chapter must comply with the chamber’s antitrust policy in the preparation and the presentation of their remarks.
- Meetings will follow a written agenda. Minutes will be prepared after the meeting to provide a concise summary of important matters discussed and actions taken or conclusions reached.

At informal discussions at the site of any Chapter meeting all participants are expected to observe the same standards of personal conduct as are required of the Chapter in its compliance.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

17. MINUTES

The purpose of taking minutes is to protect the Chapter and the people who participate in the meeting. The minutes are not intended to be a record of discussions, nor serve as a newsletter for the Chapter.

The purpose of minutes is to provide a record of the actions taken and evidence that the actions were taken in accordance with proper procedures. If no action is taken, no minutes (other than a record that the meeting occurred) are necessary.

The minutes should contain a record of what was done at the meeting, Other than motions made and votes cast, minutes will not record what was said by members. Their purpose is to reflect matters such as motions made, points of order, appeals and decisions reached. Minutes are not to document discussion or the absence of action. They should be kept as brief as possible, and should only reflect action taken at the meeting.

These guidelines will help volunteers take minutes that will protect the Chapter and its volunteers.

- Minutes should be kept for all official meetings, including committee meetings.
- Minutes should be a record of what was considered and accomplished at a meeting, not a record of conversations, reports and work assignments. They should not include sidebar conversations, if they occur.
- Minutes should indicate the place, date and time of the meeting and the names of all participants at the meeting, including persons arriving late or leaving early.
- The ultimate legal importance of meeting minutes can be substantial if antitrust, tax, advocacy or other legal issues are raised in litigation or some other context. A statement should be included in the minutes about distribution of financial reports and approval or corrections to prior minutes, if that occurred.
- From time to time, minutes may contain self-serving statements to protect the organization, for example, “An antitrust avoidance statement was read and distributed to the attendees.” This is to the advantage of the organization.
- Drafts of minutes, notes and audio or video recordings will NOT be retained once the minutes are approved. Committee chairs must be sure they are discarded.
- Minutes will be distributed to the Board of Board of Governors, Executive Committee or Standing Committee prior to or at their next meeting.
- The Secretary will keep minutes of all meetings in a permanent file for future reference.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

18. News Media Coverage

The Central Texas – Fort Hood Chapter of AUSA is not subject to the Texas Open Meetings Law. The agenda will not be posted for the public in advance. Copies of the agenda will be made available to members of the Board of Governors and all committees as part of their meeting packets.

Members of the media will not be invited to Executive Committee, Board of Governor or committee meetings without the approval of the Chapter President.

Media attendance at chapter events, when approved by the Chapter President, will be supervised by the Chapter Sergeant-at-Arms.

Requests for information from the media will be responded to by the Chapter President.

The Chapter President will work with the Chapter Secretary to draft news releases when necessary. After approval by the Chapter President, the news release will be forward to all media outlets.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

19. PURCHASING

Purchases of products or services will be open to any interested bidder but Chapter members will have preference.

A bid from a non-chapter member must be at least 5% lower than the lowest chapter member bid to be considered when an equivalent product or service is also available from a chapter member.

When products or services are not available from our a chapter member a non- chapter member will be considered.

Bids will be considered on a best value basis. Considerations will include, but not be limited to: price, quality of work, past performance, location of business and chapter membership involvement.

APPROVED BY THE BOARD OF GOVERNORS

President

Date

20. UNCLEARED CHECKS

All checks that have not cleared one year from the date of issue, will be voided and the funds will be credited back into the same category from which they came.

APPROVED BY THE BOARD OF GOVERNORS

President

Date