

STANDING OPERATING PROCEDURES
OF THE VIRGINIA ARMY NATIONAL GUARD ASSOCIATION

REVISED: 28 OCTOBER 2006

ARTICLE I

DUTIES AND POWERS OF OFFICERS

Section 1. President. In addition to the duties and powers prescribed in the Bylaws, the President is charged to appoint all Standing and Special Committees and name the Chairman thereof. He shall be an ex-officio member of all committees; be responsible for the location and operation of the Headquarters Office of the Association, subject to the approval of the Executive Council; supervise the arrangements for the annual conference and special conferences; and he shall have authority to approve incidental expenses, each not to exceed \$500.00, as may be necessary. He shall make an annual report to the Association at the Annual Conference.

Section 2. President-Elect. In addition to the duties and powers prescribed in the Bylaws, the President-Elect shall serve as the President of the Association for the unexpired term in case of death, resignation or removal from office of the President. The President-Elect shall oversee the operation of committees as selected by the President.

Section 3. Vice President-Army. In addition to the duties and powers prescribed in the Bylaws, the Vice-President shall perform duties as delegated by the President. The Vice President-Army shall oversee the operations of committees as selected by the President.

Section 4. Vice President-Air. In addition to the duties and powers prescribed in the Bylaws, the Vice President-Air shall perform duties as delegated by the President. The Vice-President-Air shall oversee the operations of committees as selected by the President.

Section 5. In the event the President-Elect resigns, is removed from office, or cannot serve the entire term of his office for any reason, the Executive Council shall by majority vote, elect either the Vice President-Army or Vice President-Air to fill the unexpired term of President-Elect and perform the duties of the President-Elect, as prescribed in the Article VI, Section 1 of the Bylaws. At the next Annual Conference of the Association following such vacancy that has been filled as described above, the Association membership shall elect a President-Elect. In the case, as described above, where the President-Elect was not elected by a vote of the membership of the Association at an Annual or Special Conference, the President-Elect may succeed himself for that term one-term only.

Section 6. Immediate Past President. Upon the installation of the new President of the Association, his predecessor shall automatically become the Immediate Past President and shall be a member of the Executive Council.

Section 7. Secretary. The Secretary is appointed by the President and is approved by a majority vote of the Executive Council at a duly convened meeting of the Executive Council. The Secretary is appointed for a one year and may be reappointed for unlimited number of terms, subject to approval as described above. The Secretary shall act as secretary to the Executive Council to include taking, printing, and distributing minutes of the Executive Council meetings, and the Business Session of the Annual Conference and any special conferences of the Association and shall assist the Executive Council and perform other duties as assigned by the President. The Secretary shall be a voting member of the Executive Council if he is an Active, Retired, Life or Associate Member of the Association.

Section 8. Treasurer. The Treasurer is appointed by the President and approved by a majority vote of the Executive Council at a duly convened meeting of the Executive Council. The Treasurer is appointed for a term of one year, and may be reappointed for an unlimited number of terms, subject to approval as described above. The Treasurer shall be a voting member of the Executive Council if he is an Active, Retired, Life or Associate Member of the Association. The Treasurer shall receive and serve as custodian for all funds of any nature whatsoever due the Association and such contributions as may be made to its Funds budgeted for annual operations, to include funds to support the annual conference shall be placed in a National or Commonwealth of Virginia chartered banking institution insured by FDIC or equivalent as designated by the Executive Council. Moneys earmarked for savings and investments will be invested in the name of the Association in institutions registered by appropriate regulatory agencies, i.e. National Association of Securities Dealers, the Securities Division, State Corporations Commission for the Commonwealth of Virginia. The Treasurer will invest Association funds through any mix of the following, but will not be limited to: Mutual Funds or Bond Funds, Individual Stocks and Bonds, and other Financial Vehicles approved by the Executive council. The Finance Committee shall develop investment strategies and provide such to the Treasurer as specific guidance for the investment of Association funds. The Treasurer shall make an annual report of the finances of the Association to the Annual Conference.

Section 9. Executive Director. The Executive Director shall be appointed by the President and elected by a majority vote of the Executive Council at a duly convened meeting of the Executive Council. The Executive Director shall be a voting member of the Executive Council if he is an Active, Retired, Life or Associate Member of the Association. If he is not a voting member of the Executive Council, he will attend all meetings without the privilege of voting. The Executive Director, if compensated, will be bound by contract between the Association and himself, which is approved by the Executive Council and executed by the President and the Executive Director. Said contract shall enumerate specific guidelines and remuneration if not covered already in the SOP. The contract may be revised and extended from time to time upon mutual approval of the Executive Council and the Executive Director. The Executive Director is assigned the following duties:

- a. Publish and distribute a newsletter of the Association not less frequently than quarterly
- b. Act as corresponding secretary of the Association.
- c. Maintain the historical records of the Association.
- d. Maintain current membership lists.
- e. Maintain all official files and documents of the Association and necessary supplies and equipment incidental to performance of all duties.
- f. Perform other duties as may be established by the Executive Council and/or the President.

Section 10. Company Grade. The Company Grade Representative shall oversee the operations of the company grade committee.

ARTICLE II

DUTIES AND POWERS OF THE EXECUTIVE COUNCIL

Section 1. The Executive Council shall have full power and authority to establish general policies of the Association.

Section 2. It shall control funds, financial obligations and property, consistent with the purpose of the Association under its Constitution and Bylaws. Financial commitments, arrangements or contracts as shall be made for and on behalf of the Association by the Executive Council shall be binding as the act and deed of the Association.

Section 3. The Executive Council may, if and when it deems it is advisable, order an audit of the books and finances of the Association by a certified public accountant in addition to the annual audit required by Article I, Section 8 hereof.

Section 4. The Executive Council shall have the authority to call a Special Conference of the Association by a majority vote of the Council.

Section 5. The Executive Council shall have authority to designate the time and place of the next Annual Conference when not fixed. In the event the time and place fixed by the Annual Conference is for any reason canceled, the Executive Council shall then fix the time and place for such next Annual Conference.

Section 6. If a vacancy occurs in the representative membership of the Executive Council, the vacancy shall be filled by a majority vote of the officers of the command or groupment of commands and notification will be forwarded to the President and attested to by the senior command.

Section 7. If during the term of a representative council member, the council member's command or groupment is inactivated or loses its federal recognition or identity, the affected member's term will terminate upon the effective date that the command or groupment is inactivated or changed.

Section 8. If during the time period between Annual Conferences a command or groupment is authorized additional officers to the extent that an additional Executive Council representative is authorized according to Articles IV and VI of the Bylaws, and Article VI of the SOP, a vacancy will be declared to exist.

Section 9. If during the time period between annual conferences a command or groupment is authorized fewer officers than those authorized at the time of the election of the council representative, a runoff election between the affected council members will be conducted by the officers of the affected command or groupment and notification will be forwarded to the President and attested to by the senior commander.

Section 10. If a representative council member resigns or transfers to a unit not within the command or groupment for which he was elected to represent, a vacancy will be declared to exist.

Section 11. A vacancy in any office of the Association other than President shall be filled by a majority vote of the Executive Council, and such successor in office shall serve out the unexpired portion of the term. A vacancy in the office of President is automatically filled by the President-Elect.

Section 12. The Executive Council shall meet at the call of the President or upon written demand of four members thereof. The Executive Director shall notify each member of the Executive Council at least ten days before each meeting.

Section 13. Subject to the powers reserved to the membership and to the duties and powers granted to officers and committees by the Bylaws, the Executive Council has authority over all contracts thereon, including among other things, the Guard in Review, financial activities of the Association, and interface with Virginia National Guard Ventures, Inc. and the insurance and benefit programs it administers to the extent of the Association's vested ownership rights in Virginia National Guard Ventures, Inc.

ARTICLE III

COMMITTEES

Section 1. Standing Committees. The President shall appoint all Standing Committees not later than the first Executive Council meeting following each Annual Conference. The conformation, powers and duties of the Standing Committees shall be as prescribed in the Bylaws, augmented as follows:

a. Finance. Shall consist of not less than four members of the Association, as follows: the President-Elect who shall be Chairman, the Treasurer, a Past President, and the Executive Director (non-voting). At the first meeting of the Executive Council

after each annual conference, or at such other time as directed by the President, the Finance Committee shall present to the Executive Council for approval, a proposed budget for the financial activities of the Association during the ensuing budget year, which shall correspond to the term of office of the Officers of the Association. The proposed budget should include provisions for the allocation of Association funds to include but not to be limited to the following:

- (1) Awards and medals
- (2) Publicity
- (3) Postage and Stationery
- (4) Bonding and Audit Expenses
- (5) Annual Conference Expenses
- (6) Executive Council Travel and Administrative Expenses
- (7) Executive Director Expenses
- (8) President's Discretionary Funds

The Finance Committee is tasked with developing investment strategies for the association to be published and presented to the Executive Council on an annual basis. This annual report will be presented to the Executive Council at the first meeting of the elected president and approved by majority vote of the Executive Council. The report will identify the "mix" of investment vehicles and percentages of association savings allocated to short, intermediate and long range investment goals. The Finance Committee will identify specific financial vehicles by name in this report, and the amounts to be invested. The treasurer is tasked with the execution of this guidance to include all processes by which specified amounts are invested. Quarterly update reports will be presented as part of the Finance Committee's report to the Executive Council. The Finance Committee shall perform such other activities as may be directed by the President.

b. Legislative. The Committee shall:

(1) Prepare, request the introduction of, and support legislation required to implement the objectives of the Association.

(2) Provide Congressional and General Assembly Committees and Members of the Congress and The General Assembly with information regarding national security and the Army and Air National Guard of Virginia and the Army and Air National Guard of the United States.

(3) Monitor and oppose legislation detrimental to the purpose and position of the Association.

(4) Develop and recommend to the Executive Council the legislative policy of the Association.

(5) Provide an annual legislative agenda to the Executive Council, as required by the President, and

(6) Render an annual report to the Association.

c. Membership. The Committee shall submit a membership report to the annual conference and/or such other reports at any time as may be requested by the President

d. Resolutions. In order to be considered on the floor of the Annual Conference, a resolution must be submitted to the President at least 60 days prior to the conference date. Emergency resolutions may be introduced after this date provided that an Elected Officer of the Association endorses the resolution and two-thirds of those present at any regular or called Executive Council meeting approve the resolution.

e. Bylaws and Standing Operating Procedures. Shall determine recommended changes to the Bylaws and review its recommendations with the Executive Council prior to publication to the membership. The Executive Director shall send a copy of all recommended changes to all members of the Association 30 days prior to the date of the Annual Conference at which such recommended changes will be considered.

f. Publicity and Public Relations. Shall request and submit to the media appropriate information about any noteworthy Association programs or achievements. The Committee will work closely with the Arrangements Committee so that the annual conference is well publicized.

g. Scholarship. Shall be composed of no less than three members of the Association appointed by the President and approved by the Council. The Committee shall:

(1) Consider and make awards of scholarships pursuant to policies and budgets adopted and approved by the Executive Council.

(2) Award the top nominee the CW4 William C. Singletary Scholarship.

(3) Report such awards at the annual conference.

h. Arrangements. Shall make all arrangements for the Annual and Special Conferences as prescribed by the President. The Arrangements Committee shall follow the guidelines as prescribed by the President and work with the Executive Director to ensure all prescribed requirements of the Bylaws and SOP are met for these conferences.

i. Awards.

(1) Shall receive for consideration citations of activities and accomplishments of persons recommended by members of the Association to receive awards, certificates,

medals, or other appropriate recognition. This Committee will also make recommendations to the Executive Council of those individuals or organizations that, in the judgment of the Council shall receive awards, certificates, medals or other special awards or recognition deemed appropriate in the sole discretion of the Council.

(2) The committee will be comprised of not less than five members of the Association with a minimum of two Past Presidents, the Executive Director and other members as may be deemed necessary.

(3) The following awards will be given to recognize service to the Association or the Virginia National Guard, and they rank in the order shown below:

- (a) Distinguished Service Award
- (b) Meritorious Service Award
- (c) Virginia National Guard Association Commendation
- (d) Captain Harry Q. Rose Award
- (e) James E. Hurt Award

(4) Description of each and the criteria for presentation are as follows:

(a) Distinguished Service Award (DSA)

(1) Service rendered to the Association or to the Virginia National Guard, Army or Air, that is considered statewide in effect.

(2) The magnitude of the service warrants the highest honor the Association can bestow.

(3) Anyone can be nominated for the DSA

(b) Meritorious Service Award (MSA)

(1) Service rendered to the Association or the Virginia National Guard, Army or Air, that is recognized as significant but not the same magnitude as the DSA.

(2) Anyone may be nominated for the MSA.

(c) Virginia National Guard Association Commendation

(1) Service rendered to the Virginia National Guard.

(2) Service rendered faithfully over a period of time or deserving of special recognition for a single act of service.

(d) The Captain Harry Q. Rose Award will be presented annually as the Outstanding Leadership Award of the Virginia National Guard OCS Class. The recipient will receive Life membership in the Association at the next Annual Conference, and he/she and spouse will be the guest of the Association at the next Annual Conference.

(e) The James E. Hurt Award will be presented at the Annual Conference of the Virginia National Guard Association to the Command or Groupment of Commands as defined in the Association SOP that has contributed significantly to the goals and objectives of the Association.

The following criteria are established as the minimum requirements to be selected:

(1) Command must have 100% membership in the Virginia National Guard Association.

(2) Primary and Alternate Executive Council member of the command must be elected by caucus of the command at the Annual Conference and upon change/transfer of individual

(3) Primary or Alternate Executive Council member of the command must attend 100% of Executive Council meetings throughout the year.

(4) Command selected must have the highest percentage of attendance at the Association's Annual Conference.

j. Credentials and Rules. The Committee shall:

(1) Subject to an appeal to the Annual or Special Conference concerned, rule on the credentials of each delegate to an Annual or Special Conference of the Association;

(2) Cause each member of the voting body of an Annual or Special Conference of the Association to be provided with appropriate identification; and

(3) Render a report to each Annual or Special Conference of the Association consisting of:

(a) A list of the members of the voting body;

(b) A list of the ex-officio members of the conference concerned; and

(c) A recommendation concerning any special rules to be adopted by the conference concerned.

k. Audit. The Audit Committee shall meet as required to:

(1) Select an independent, outside, professional auditor.

(2) Establish and approve the scope of the Auditor's engagement for the purpose of auditing the financial records of the Association.

(3) Coordinate the audit with all persons having custody of the financial records and accounts of the funds of the Association.

(4) Review on receipt the auditor's report and submit same to the Executive Council; and

(5) Submit an audit report of all accounts of the Association to the annual conference.

l. Company Grade. Shall consist of three company grade members of the Association, one of who shall be a member of the Executive Council. Shall:

(1) Develop and conduct Association programs to meet the needs of company grade officers.

(2) Coordinate with other committees as necessary, to increase company grade participation in the following:

(a) Membership in the Association and in the National Guard Association of the United States.

(b) Attendance at state and national conferences.

(c) Participation in Association activities and committees.

m. Family Support. (Not an Active Committee at this time) Shall consist of three members of the Association, one of who shall be a member of the Executive Council. This committee shall:

(1) Initiate family support programs designed to benefit all Association members.

(2) Plan and conduct Association activities that involve family participation; and

(3) Improve communication with Association members about family benefits derived from membership in the Virginia National Guard.

n. Retired and Associate. Shall consist of three retired members of the Association, who shall be members of the Executive Council. This committee shall:

(1) As directed by the Executive Council, develop and conduct Association activities that involve retiree and associate participation; and

(2) Improve communication with Retired and Associate members of the Association.

ARTICLE IV

FISCAL YEAR AND MEMBERSHIP

Section 1. Fiscal Year. The fiscal year of the Association shall commence on 1 January and end on 31 December of the same year.

Section 2. Membership Card. A membership card shall be issued to each member.

ARTICLE V

ORDER OF BUSINESS

Section 1. Required Agenda Items. The order of business of the Annual Conference will include, but not be limited to, the following:

- a. Report of the President showing activities of the Executive Council and the Association since last conference.
- b. Treasurer's Report
- c. Committee Reports
- d. Report of the Nominating Committee
- e. Election of Officers

Section 2. Additional Agenda Items. In addition, the President may consider the following agenda items in order of business of any annual conference:

- a. Call of the meeting to order.
- b. Approval of any unapproved minutes of prior meeting.
- c. Announcement of conference appointments.
- d. Report of the Adjutant General of Virginia.
- e. Unfinished Business.
- f. New Business.
- g. Recess for caucus by command or groupment of commands as set out in Article VI of the SOP for election of representatives to the Executive Council.
- h. Presentation of new Executive Council to membership of the Association

Section 3. Robert's Rules of Order. Robert's Rules of Order except as herein modified shall govern the order of business. The President of the Association shall be responsible for arranging the order of business and program for each conference.

ARTICLE VI

EXECUTIVE COUNCIL REPRESENTATION

Section 1. Commands and Groupments. Members on the Executive Council of the Association, in addition to the Officers of the Association as provided in Article V of the Constitution, shall include representatives from the following categories of groupments or equivalents. Groupments include all assigned or attached companies or detachments.

a. Subject to annual re-evaluation, Category One Representatives shall represent the following commands or groupment of commands:

- (1) Virginia Air National Guard
- (2) 329th Regional Support Group
- (3) 116th Brigade Combat Team
- (4) 29th Division Special Troops Battalion
- (5) 276th Engineer Battalion
- (6) 1st Battalion, 116th Infantry
- (7) 529th Combat Sustainment Support Battalion
- (8) 1st Battalion, 111th Field Artillery
- (9) 183rd Regiment (Regional Training Institute)
- (10) ARNG Maneuver Training Center-Fort Pickett

b. Subject to annual re-evaluation, Category Two Representatives shall represent the following commands or groupment of commands:

- (1) Joint Force Headquarters -Virginia
- (2) HQ 29th Infantry Division
- (3) 2nd Battalion, 224th Aviation
- (4) 116th Brigade Troops Battalion
- (5) 3rd Battalion, 116th Infantry
- (6) 2nd Squadron, 183rd Cavalry
- (7) 429th Brigade Support Battalion
- (8) 1030th Transportation Battalion
- (9) 91st Troop Command
- (10) Retired and Associate Members

Such representatives and alternates that are required to be elected shall be elected by a majority vote of the active members of their respective commands or groupment of commands that are present and voting at the Annual Conference of the Association. Each such election shall be conducted by the ranking officer present from each command or groupment of commands, and such officer shall then immediately report to

the President of the Association the name of the selected representative member(s) and alternate(s), and their respective terms.

Section 2. Formula.

Representative(s)

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|--|---|
| a. Less Than 53 Authorized Commissioned and Warrant Officers | 1 |
| b. 53 to 87 Authorized Commissioned and Warrant Officers | 2 |
| c. 88 to 122 Authorized Commissioned and Warrant Officers | 3 |
| d. 123 or More Authorized Commissioned and Warrant Officers | 4 |
| e. Retired and Associate Members | 3 |

ARTICLE VII

AMENDMENTS

This SOP may be amended by a majority vote of Executive Council, provided there is a quorum present. Proposed amendments to the SOP shall be submitted in writing to the President of the Association at least 30 days prior to the date of the Executive Council meeting. The proposed amendments are to be considered in order that said amendments may be reviewed by the Constitution and Bylaws Committee and disseminated to the Executive Council members.