

Extracts of VNGA BYLAWS:

**BYLAWS**  
**OF THE VIRGINIA NATIONAL GUARD ASSOCIATION**  
**As Amended: 26 April 2008**

**ARTICLE III**  
**Officers**

**Section 1. The officers of the Association and their general functions shall be:**

g. Executive Director.

- (1) **DUTIES:** The Executive Director is responsible for handling the day-to-day operations of the Virginia National Guard Association, and other duties assigned by the current President, and responsibilities stated in the contract and SOP. The Executive Director will be a voting member of the Executive Council (see Eligibility below).
- (2) **CONTRACT:** Upon appointment the Executive Director shall execute a contract with the Executive Council, which will specify the term of his/her appointment and duties. The normal contract for the Executive Director will be for a term of Three Years. The contract will be signed by both the current President and the Executive Director. A copy of the contract will be maintained in the VNGA files and available to Executive Council members upon request.
- (3) **APPOINTMENT/REMOVAL PROCEDURE:**
  - (a) The Executive Director shall be appointed or removed by a majority vote of the Executive Council at a duly convened meeting of the Executive Council. Neither the appointment nor the removal can be voted on at an Emergency Council Meeting.
  - (b) In the event of a change of Executive Director (resignation, removal, etc) the current President will appoint a nomination committee to review resumes and interview interested candidates; and provide a prioritized Order of Merit List of all candidates considered to the Executive council at the next duly convened Executive Council Meeting following the “cut-off” date for applications. The nomination committee will consist, at a minimum of three persons to include the most recent Past President available who will also be the Chairperson, one Company Grade Officer, and one former Executive Director if available (if not available another Past President). All members of the committee must be current Executive Council representatives of VNGA. The President will ensure the “vacancy of Executive Director” requesting interested candidates to apply, is posted on the VNGA Web Site for a period of not less than sixty (60) days prior to the established “cut-off date” for applications. The announcement will include a job description, eligibility criteria, and “cut-off” date for applications to be received by the Nominating Committee. The Nominating Committee is encouraged to solicit applications for the vacant position.
- (4) **ELIGIBILITY:** The Executive Director must meet the criteria to be a voting member of VNGA (Virginia National Guard Association) and NGAUS (National Guard Association of the United States). The Executive Director must maintain current membership in both VNGA and NGAUS.
- (5) **PERFORMANCE EVALUATION:** Each year the President will complete an annual performance evaluation of the Executive Director NLT one month following the anniversary date of the contract execution for the current Executive Director. The evaluation will be provided to the Executive Council for review at the next duly convened Executive Council Meeting. The format of the performance evaluation shall be described in the SOP and made an attachment to both the current contract and the SOP. The “out-going” president will provide comments for the Performance Evaluation to the incoming President NLT 30 days following the expiration of his/her term as President.

*[See members eligible to hold office and vote in the following extract from the Bylaw of VNGA - Article II – all other classes of membership are ineligible to hold office or vote]*

**ARTICLE II**  
**Membership**

**Section 1.** The membership of the Association shall be composed of the following:

a. Active. All active commissioned officers and warrant officers of the Army National Guard or the Air National Guard of the Commonwealth of Virginia shall be eligible for Active membership. All active commissioned officers and warrant officers of the Army National Guard and the Air National Guard of the Commonwealth of Virginia shall be Active members of the Association upon payment of dues, as herein set forth. Any Active member whose dues for the preceding fiscal year remain unpaid at the opening of the annual conference shall be deemed in arrears and shall be suspended from membership until his arrears are paid; provided, however, that he shall not be required to pay more than two years dues to receive reinstatement. Any member whose qualifications for membership change from those for Active member to those for a Retired or an Associate member during the fiscal year shall automatically become a Retired or an Associate member for the balance of that fiscal year.

b. Retired. All commissioned officers and warrant officers of the Army and Air Force National Guard of the Commonwealth of Virginia who have attained an approved retirement shall be eligible for membership in the Association. Any Retired member of the Association shall be eligible to hold any office of the Association.

c. Associate. All former commissioned officers and warrant officers of the Army and Air National Guard of the Commonwealth of Virginia, whose separation was under honorable conditions, and officers/warrant officers of the Virginia Defense Force, that meet the veteran criteria, as defined under 501(c)19, and are currently actively serving/participating in monthly drills and annual field training exercises shall be eligible for Associate membership. A member of the Association who is an Associate member, by virtue of not having retired (as described above), shall be eligible to hold any office except that of the President or President-Elect.

d. Life. There shall be two classes of membership entitled to hold Life membership in the Association. Full Life membership may be granted to any Active member of the Association upon payment of the dues established for such a membership. A Retired or Associate Life membership may be granted to any person eligible for Retired or Associate membership upon payment of one half of the amount of the dues established for a full Life membership. A Life member who is a Retired Life member by virtue of having retired (or having completed 20 years of service and eligible to receive retiree pay, even though not in pay status) shall be eligible to hold any office. A Life member who is an Associate Life member by virtue of not having retired (as described above), shall be eligible to hold any office except that of President or President-Elect.

*Extract of VNGA SOP:*

**STANDING OPERATING PROCEDURES**  
**OF THE VIRGINIA ARMY NATIONAL GUARD ASSOCIATION**  
**REVISED: 28 OCTOBER 2006**

**ARTICLE I**  
**DUTIES AND POWERS OF OFFICERS**

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.