

USAF

Combat Camera



e-Blast

February 2015

Dear Fellow Member of USAF Combat Camera,

We, the group of eight from the last reunion, are progressing with the agreed upon decision to formalize our group. In order to formalize and establish non-profit status we must have an Articles of Association before we can proceed with securing 503 C (19) status from the IRS. Our next step will be to nominate and vote on our slate of officers. Our previous e-Blast requested nominations/volunteers for officer positions. We will be sending out a voting slate of those folks who have volunteered for positions on the Executive Board. Your votes will help determine our officers for the next two years. **Please VOTE!!**

USAF COMBAT CAMERA ASSOCIATION

ARTICLES OF ASSOCIATION

ARTICLE I

NAME

The name of this organization shall be the USAF Combat Camera Association

ARTICLE II

OBJECTIVES

The objective of this Association is to re-establish and maintain the bonds of camaraderie developed among members of Air Photographic & Charting Service (APCS), Aerospace Audiovisual Service (AAVS) and USAF Combat Camera and thereby preserve the heritage of USAF Combat Camera, as well as provide social, educational and recreational activities for its members.

ARTICLE III

LIMITS

The Association shall be civilian and shall not be used for the dissemination of partisan politics or religion, or for the promotion of the candidacy of any person seeking office or preferment. No funds received by this organization may inure to the benefit of any member or individual. The Association is organized and will function within the United States of America and its possessions. The Association will operate within the limits of the Internal Revenue Code as a Section 501 (c) (19) veteran's organization.

ARTICLE IV

MEMBERSHIP

1. Membership is extended to all military and civilian persons who were or are assigned or attached to USAF Combat Camera, Air Photographic & Charting Service, or Aerospace Audiovisual Service. Members are considered Active Members for as long as they maintain contact and pay the yearly dues of the Association during the past two years.
2. Associate Membership may be extended to those persons related to a Member as defined in paragraph 1 above. Associate Members are considered Active Associate Members for as long as they maintain contact and pay the yearly dues with the Association during the past two years. Spouses of Active Members will be included in the dues paid by the Active Member.
3. Honorary Membership may be awarded to individuals nominated by Active Members or when deemed appropriate by the Executive Board. The Executive Board will be responsible for the awarding of Honorary Memberships. There are no maintaining contact, dues requirements or voting privileges for Honorary Members
4. Members may be denied membership and/or membership renewal for actions deemed inappropriate to members of USAF Combat Camera Association by the Executive Board.

ARTICLE V

ORGANIZATION

A. Executive Board

1. **General Powers.** The Association shall be organized and administered by the Executive Board, which shall consist of five (5) officers: President, First Vice-President, Second Vice-President, Secretary and Treasurer. In addition, the Executive Board shall include four (4) Members-at-Large preferably from the following eras: “Vietnam era”, “Cold War era”, “Global War on Terrorism era”, and “Afghanistan and Iraq” nominated by the membership. The Board shall not exceed nine (9) members. The Board shall exercise all of the powers of the Association except such as are reserved by these Articles to the members.
2. **Terms of Appointment or Election.** The term of all other members of the Executive Board shall be two years or until a successor has been elected and qualified. The President, Second Vice-President, Treasurer, Members-at-Large from the Vietnam era and Global War on Terror era shall be elected in even numbered years while the First Vice-President, Secretary, Members-at-Large from the Cold War era and Afghanistan/Iraq era shall be elected in odd numbered years. The Members-at-Large shall be nominated for two-year terms by the members who represent those eras or by a nominating committee selected by the President. Members of the Board may succeed themselves and newly elected members shall assume office at the conclusion of the Annual Reunion Meeting.
3. **Elections.** At each annual reunion meeting at which a quorum is present, the officers whose terms have expired shall be elected by vote of the active members of the Association present and voting. Each active member shall have the right to cast one vote for each officer to be elected and the candidate who receives the highest number votes shall be elected. The President may appoint a nominations committee to recommend the slate of officers. Nominations may also be made from the floor at the reunion meeting.
4. **Vacancies.** Any vacancy occurring on the Board shall be filled by a majority vote of the remaining members of the Executive Board. Regardless of the original term for which a vacancy has occurred, the officer thus selected shall serve only until the next Annual Reunion Meeting (or until his successor shall have been elected and shall have qualified). If the original term does not expire at that meeting, the officer shall be elected by the members to complete the original officer's term for which the vacancy occurred.

B. Officers and Other Positions: The duties of the officers and other positions are:

1. President. The President shall be the Chief Executive Officer of the Association. He/She will conduct all official business of the Association and supervise the management of the affairs of the Association. He/She shall have full power to enforce the provisions of the Articles of Association. He/She shall appoint, with approval of the Executive Board, all necessary committees and appointed officers, and shall perform such duties as are usually incident to the office.
2. First Vice-President He/She shall perform such duties as may be assigned to him by the President or the executive Board; and in case of the absence or disability of the President shall perform the duties of the President. He/She shall also be the Chairperson of the committee responsible for determining membership dues, fees and other duties as determined by the Executive Board.
3. Second Vice-President. He/She shall performs such duties as may be assigned to him by the President or the Executive Board; and in case of absence or disability of the President and First Vice President shall perform the duties of the President. After suggestions and voting from the membership in attendance at the reunion, He/She shall recommend to the Executive Board the time and place of the next reunion. He/She shall also recommend to the Executive Board one or more names for the position of Reunion Chairman.
4. Secretary. He/She shall record all the proceedings of all official meetings of the Association and the Executive Board, and other matters, which shall be ordered by the President. He/She shall prepare and distribute any and all notices for the Association and the Executive Board meetings, prepare answers to Association correspondence as directed by the President or the Executive Board and distribute copies of minutes of said meetings to all Association officers and to any other designated personnel. He/She shall maintain the membership records, sharing said records with The Treasurer and Newsletter Publisher/Editor in a timely manner. He/She in concert with the Newsletter Publisher/Editor will be in charge of communication between the Association and its members.
5. Treasurer. He/She shall collect and disburse all funds of the Association and be custodian of such funds. Expenditures over \$200.00 must be approved by two members of the Executive Board. The Treasurer or the President will sign all checks. He/She shall keep regular accounts in books belonging to the Association, which shall be open to the inspection of any members of the Executive Board or any member of the Association at an Annual Meeting. He/She shall make reports at each Annual Meeting upon the condition of the treasury and at such times as shall be requested by the President or the Executive Board. He/She shall perform such duties as are usually incident to the office including but not limited to annually filing the appropriate 503c (19) paperwork with the IRS.
6. Historian. He/She shall be appointed by the majority of the Executive Board to serve at the will of the Executive Board. He/She shall maintain the official records, history and related information of the Association. He/She will catalog any combat camera memorabilia, which may be donated to the Association. He/She will, with the approval of the Executive Board, also select an appropriate facility to secure and store said memorabilia. He/She will provide support and assistance to Board-approved displays, shows or presentations. He/She shall meet with the Executive Board at the request of the President.

7. Newsletter Publisher/Editor. He/She shall be appointed by the majority of the Executive Board to serve at the will of the Executive Board. From time to time he/she shall compile, produce, and publish a newsletter informing the membership of current and historical events concerning the USAF Combat Camera Association. After completion he/she will cause it to be emailed to current Association members, survivors of deceased members who have requested copies and other organizations. He/She shall meet with the Executive Board the request of the President.
8. Annual Reunion Chairman. He/she shall be selected by the Executive Board for a one year term He/She shall perform such duties concerning the next reunion as may be assigned to by the Executive Board. He shall be responsible for all details and activities relating to the reunion. He/She shall report directly to the Executive Board and shall obtain its approval of the reunion plans.
9. Members at Large. They shall perform functions as may be directed by the President or the Executive Board.

ARTICLE VI

MEETINGS AND REUNIONS

A. Executive Board Meetings: The Executive Board shall meet at such time and place as shall be designated by the President. The President shall preside at all meetings of the Executive Board. If the President is absent or unable to preside, the First Vice-President (or in his absence - the Second Vice-President) may call the meeting to order and preside during the meeting, or until the attendance of the President. The uses of "Skype", "Go to Meeting" or other Internet meeting programs are acceptable and encouraged if members are unable to attend due to geographical distances.

1. Quorum. Four (4) members shall constitute a quorum of the Executive Board.
2. Powers. In addition to such powers as are specifically conferred upon it by the Articles of Association, the Executive Board shall be responsible for the general management of the affairs of the Association and make such regulations as it deems advisable, not inconsistent with the Articles of Association.

B. Meetings of Members and Reunion

1. Annual Reunion Meeting: The Annual Meeting of the members shall coincide with the Annual Reunion. It shall be held before December of each year on a date and at a place fixed provided in paragraph 7, below. The meeting shall be for the purpose of selecting Board members, considering and approving reports for the previous fiscal year, and transacting such other business as may properly come before the meeting.
2. Special Meetings: Providing that it is for a proper purpose, special meetings may be called by the written request of at least three (3) members of the Executive Board or upon request written signed by at least ten percent (10%) of all members filed with the Secretary, which must state the purpose for the meeting. If for a proper purpose, the Executive Board shall cause a call or notice of such meeting to be given stating such place of meeting, as the Executive Board shall designate. No business shall be transacted at a special meeting other than the purpose for which it was called.

3. Notice of Meetings: Written or printed notice stating the place, day, and hour of the meeting, and, if a special meeting, the purpose thereof shall be given to each member not less than twenty (20) days before the date of such meeting, either personally or by email. Notice by email shall be deemed to be delivered when sent to the email address on the Association records. Notice of email non-delivery shall be noted and member contacted via phone or U.S. mail. Failure of any member to receive notice of any meeting shall not invalidate any action, which may be taken by the members at such meeting so long as the notice was mailed to the email address given on the records of the Association.
4. Quorum: Twenty (20) active members present in person shall constitute a quorum for the transaction of all business of the Association. If less than a quorum is present at any meeting, a majority of those present in person may adjourn the meeting without further notice.
5. Voting: Each active member shall be entitled to only one vote, which cannot be divided, upon each matter submitted to a vote of the members. At all meetings of the members at which a quorum is present all questions shall be decided by a vote of the members voting thereon in person, except as otherwise provided by law or these Articles of Association. Proxy and cumulative voting are prohibited.
6. Conduct of Meetings: The President shall preside at the Annual Reunion Meeting and Special Meetings of the membership. If for any reason the President is absent or unable to preside, the First Vice-President (or in his absence - the Second Vice-President) shall call the Reunion to order and shall preside during the Reunion or until the entrance of the President. The President may make rulings concerning the conduct of meetings and the order of business and shall use Roberts Rules of Order except as they may conflict with these Articles of Association or applicable law. The President may delegate such authority to a parliamentarian.
7. Reunions: The reunion of the association shall be held in conjunction with the Annual Meeting of the Members. The time and place of future reunions shall be determined by the membership vote at the Annual Meeting after presentation of the Executive Board's recommendation. Any member may nominate, at the annual reunion meeting, a site for future reunions. Members, in attendance at the annual reunion meeting, will vote upon the suggested sites.

ARTICLE VII

AMENDMENTS

Any amendments offered to the membership shall be proposed in writing. These Articles of Association may be amended by two-thirds majority vote of those members present and voting at the Annual Reunion Meeting at which a quorum is present.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved upon the recommendation of two-thirds of the Executive Board and a two-thirds majority vote of the members present and voting at a membership meeting for which proper notice of such vote was given. In the event the Association is dissolved, the net assets remaining in the

Association's treasury shall be distributed by the Executive Board to an organization or organizations that qualify as a tax exempt organization under the provision of IRS rules.

CERTIFICATION

The undersigned hereby certifies that he/she is the duly elected, qualified and acting Secretary of the aforesaid Association and that the foregoing Articles of Association are a true and accurate and complete copy of the Articles of Association currently in full force and effect including all lawful amendments thereto adopted by the Members in attendance at the Association's Annual Meeting in San Antonio, TX on October 20, 2015 all pursuant to and in accordance with the Articles of Association of the USAF Combat Camera Association.

DATED: _ _ ____ ,2015

XXXXXX, as Secretary

of the USAF Combat Camera Association