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Squadrons



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UNITED STATES POWER SQUADRONS®

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BYLAWS of USPS DISTRICT 28



As amended through Annual Conference 2021
by the District 28 Rules Committee
Based on District Model Bylaws 2020 and input from
H. Jay Stevens, District Bylaws Consultant, USPS Rules
Committee

Date of Approval
26 November, 2021

CERTIFICATION

USPS DISTRICT 28

The accompanying bylaws (or amendments thereto) were adopted by the Conference of this District on
(Date): 14 November, 2021

Adriaan Veldhuis
Signature of Chairman, District Rules Committee

November 15, 2021
Date

I certify that the members were notified in accordance with the district's bylaws, that a quorum was present, and that at least two-thirds of those voting voted in favor of all amendments reflected in these bylaws.

Br D Bean CDR Date signed: 24 Nov 2021
Signature of District Secretary (or Commander)

CDR BARRY D BEAN, JN
Rank, name and grade of Secretary (or Commander)

APPROVAL

Approved by the USPS National Committee on Rules on November 26, 2021
(This is the Effective Date)

H Jay Stevens
Signature USPS National Committee on Rules Representative

RC H Jay Stevens, SN
Rank, Name and Grade of USPS National Committee on Rules, Representative

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These bylaws adapted from Model bylaws for Districts edition of September 2019 Revision 1

ARTICLE 1

District Organization

Section 1.1 This district shall be known as United States Power Squadrons, District 28. The District Conference, at any regular or special meeting, and in accordance with the requirements of the Bylaws of the United States Power Squadrons, may adopt a d/b/a name for doing business, provided that any state requirements for registration of a d/b/a are met.

Section 1.2 The district shall be composed of the chartered squadrons assigned it by the Governing Board of United States Power Squadrons. It shall be governed by a District Conference functioning as the governing body, all in accordance with the policy and authority of the United States Power Squadrons.

Word and Term Meaning

Section 1.3 As used herein, and unless the context clearly indicates otherwise, the term:

1.3.1 *USPS* means United States Power Squadrons.

1.3.2 *Governing Board* refers to and means the Governing Board of USPS.

1.3.3 *National* refers to and means the national organization and officers of USPS.

1.3.4 *Conference, district, squadron, division, officers, committees, aides, members, and subjects treated generally*, refer to and mean those of this district.

1.3.5 *Policy and authority* of USPS refers to and means the bylaws of USPS, the policies adopted by the USPS Governing Board or the Board of Directors. The current USPS Operations Manual often includes or refers to these bylaws and policies for ease of member reference. If there is a difference between the National bylaws or USPS policy and the Operations Manual, the bylaws or policy always take precedence.

Section 1.4 District 28, as a unit of the United States Power Squadrons, under the laws of North Carolina, is a non-profit per 501(c)(3) of the Internal Revenue Code. The district is therefore exempt from federal income tax under section 501(c)(3) of Title 26 of the United States Code.

Section 1.5 Any word denoting gender used in these bylaws shall apply equally to either gender as the context may require.

ARTICLE 2

Officers and Committees

General Provisions

Section 2.1 All officers and committee members, elected or appointed, shall be subject to the following general provisions:

2.1.1 All elected officers, elected committee members and all committee chairmen, elected or appointed, shall be voting members of squadrons in the district and at least 18 years of age. All appointed officers and committee members shall be members of squadrons in the district.

2.1.2 All bridge officers shall have been awarded at least one advanced grade and at least one merit mark. This requirement may be waived by the national executive officer for good cause in accordance with USPS Bylaws Section 6.8.

Except as otherwise provided in these bylaws, all officers, committee members, and appointees shall: (1) be elected or appointed annually; (2) serve for one year or until their successors are elected, appointed or, if applicable, installed; and (3) begin their term of office upon election, appointment, or installation; and (4) affirm a willingness to serve.

2.1.3 No member shall be nominated for or hold more than one district flag office simultaneously, except that the district offices of secretary and treasurer may be held by the same person. A member may hold elected flag offices at other levels of USPS if there does not seem to be a conflict of interest.

2.1.4 Committees whose members have staggered terms shall have members elected or appointed initially for terms to meet such qualifications. One of the members whose term next expires shall be considered for appointment as chairman except for the general committees, which shall elect their own chairmen.

2.1.5 A vacancy occurring in any elective office shall be filled by the Conference for the unexpired term and a vacancy occurring in any appointive office shall be filled by appointment by the commander. Persons selected to fill vacancies in the offices of educational officer and assistant educational officer must have their qualifications approved as provided in 6.3 herein.

2.1.6 In addition to the specific duties set forth herein, all district officers shall be expected to perform such other duties relating to their office as may be prescribed by the policy and authority of USPS.

2.1.7 In all instances relating to rank, grade, appointment, duties, and procedures, the policy and authority of USPS shall prevail.

2.1.8 Upon leaving office, officers shall turn over to their successors all significant records, reports, communications and documents in their possession that pertain to the affairs of the district.

2.1.9 No individual shall be eligible for election to the office of commander for more than two consecutive terms of one year each.

Elected Officers

Section 2.2 The **commander**, the ranking officer, shall:

2.2.1 Preside at all meetings of the Conference. Represent the district at meetings and functions of USPS.

2.2.2 Visit each squadron at least once a year. If unable to make such visitations in person, designate a representative to do so, preferably one of the district lieutenant commanders or a past district commander.

2.2.3 Call meetings of the Conference as provided herein.

2.2.4 Be, ex-officio, a member of all committees except the Nominating, Rules, and Financial Review Committees.

2.2.5 Appoint all appointive officers and the chairmen and members of the appointive committees who have one year terms. Appointments for those with multi-year terms shall be made by the Conference.

2.2.6 Evaluate in coordination with the National Executive Officer requests from squadrons of the district for a temporary waiver to its bylaws to conduct its affairs under such organizational and operational structure as deemed appropriate. Monitor said squadron and its activities and report to the National Executive Officer.

Section 2.3 The **executive officer** shall:

2.3.1 Assist the commander.

2.3.2 Have general supervision of the Executive Department as directed by the commander, or the Conference.

2.3.3 Be, ex-officio, a member of all committees of the Executive Department.

2.3.4 Be the liaison between the district and the squadron commanders and receive their reports.

2.3.5 In the temporary absence or incapacity of the commander, perform the duties and exercise the powers of the commander.

Section 2.4 The **educational officer** shall:

2.4.1 Assist the commander.

2.4.2 Have general supervision of the Educational Department and coordinate the squadrons' educational programs as directed by the commander, or the Conference.

2.4.3 Advise the squadron nominating committees with respect to candidates for squadron educational officer and assistant educational officer and approve such nominations if the national educational officer has delegated such authority.

2.4.4 Be, ex-officio, a member of all committees of the Educational Department.

Section 2.5 The **administrative officer** shall:

2.5.1 Assist the commander.

2.5.2 Have general supervision of the Administrative Department as directed by the commander, or the Conference.

2.5.3 Be, ex-officio, a member of all committees of the Administrative Department.

2.5.4 In the temporary absence or incapacity of the executive officer, perform the duties and exercise the powers of the executive officer.

Section 2.6 The **secretary** shall:

- 2.6.1** Assist the commander.
- 2.6.2** Keep a record of the proceedings of the Conference and conduct the correspondence of these bodies.
- 2.6.3** Have custody of the official copy of the bylaws, which shall be kept corrected to date and send promptly to the designated member of the Committee on Rules duplicate copies of bylaws amendments adopted by the Conference.
- 2.6.4** Maintain and file all documents, records, reports and communications, in either hard copy or electronic format, connected with the business of the district.
- 2.6.5** Make a report at each meeting of the Conference and as directed by the commander.
- 2.6.6** Send a copy of all Conference minutes to each member of the Planning Committee and past district commanders who are active members of squadrons of the district.
- 2.6.7** Report to USPS HQ the names of all officers and committee chairmen on the OD1 when requested. In the event of an interim election or appointment, report to Headquarters such changes within 10 days of the election or appointment.
- 2.6.8** Send notices for meetings of the Conference as required by 5.6 herein.
- 2.6.9** Be, ex-officio, a member of all committees assigned to the Secretary's Department.
- 2.6.10** The district offices of secretary and treasurer may be held by the same person.
- 2.6.11** Maintain a list of past district commanders who are eligible to vote, and a list of delegates who are eligible to vote at the conference, prior to the event.
- 2.6.12** Establish a quorum for each conference.

Section 2.7 The **treasurer** shall:

- 2.7.1** Assist the commander.
- 2.7.2** Collect and hold, in the name of the district, all funds belonging to the district.
- 2.7.3** Pay all bills contracted by the district, which have been provided for in the budget adopted by the Conference.
- 2.7.4** Maintain an inventory of district property and awards.
- 2.7.5** Make a written report of the district financial condition at each meeting of the Conference, and as may be directed by the commander.
- 2.7.6** Send to each squadron a notice of the per-member annual assessment levied against it by the Conference. The squadron will collect the district assessment from each new member and submit it to the District within 10 days of processing the new member application.

2.7.7 Prepare and file in a timely manner all required federal, state and local tax and information returns, following the instructions and recommendations of the national treasurer.

2.7.8 Be, ex-officio, a member of all committees assigned to the Treasurer's Department.

Elected Assistants

Section 2.8 The Conference may authorize election of an assistant educational officer, an assistant administrative officer, an assistant secretary, and/or an assistant treasurer. These assistants when authorized, shall be elected, and serve with the rank of district first lieutenant. Any such officers shall assist their principals and, in the temporary absence or incapacity of their principal, act in the principals' stead.

General Committees

Section 2.9 The following general committees shall be elected by the Conference and shall report directly to the Conference the results of their assigned duties and responsibilities.

2.9.1 The **Nominating Committee** shall consist of the squadron commanders. The members shall elect a chairman and a secretary from their midst. The annual rotation shall assure that each squadron in the district will be represented to propose candidates to replace squadron members finishing their term.

The Nominating Committee shall select and nominate an eligible candidate for each elective office, and members of the Rules, and Financial Review Committees. The nominating report shall be mailed first class or hand delivered [or sent via e-mail] to the district secretary not fewer than 45 days prior to the date of the Annual Conference. The chairman of the Nominating Committee shall call a meeting of the committee for the purpose of establishing a slate of officers for the ensuing year.

Notice of the meeting shall be mailed or published at least twenty days prior to the meeting. Additional meetings may be held provided members receive notice at least five days prior to the meeting. Vacancies in the Nominating Committee for any cause shall be filled at by the squadrons. If the office of the Nominating Committee chairman should be vacated, the secretary of the Nominating Committee shall assume the duties of the chairman until a chairman is elected at the next meeting of the Nominating Committee. A quorum shall consist of fifty percent of the members. The members of the Nominating Committee shall meet immediately after their election to elect a chairman and secretary.

2.9.2 The **Rules Committee** shall consist of a chairman and two other members, one of whom shall be elected each year for a term of three years. This committee shall: (1) be responsible for adherence to the USPS Bylaws, USPS policy, and these bylaws; (2) remain familiar with the latest Model Bylaws for Districts of USPS and prepare necessary recommendations for district bylaws to maintain consistency with the policy and authority of USPS; and (3) prepare wording for amendments to the district bylaws and district resolutions to the Governing Board on a motion of a committee member or as may be directed by the Conference.

2.9.3 The **Financial Review Committee** shall consist of a chairman and two other members, one of whom shall be elected each year for a term of three years. This committee shall examine all records of the treasurer annually and submit a report of its findings to the Annual Conference. An additional financial review shall be performed should a different person assume the office of treasurer prior to the end of the fiscal year. The committee shall conduct special financial reviews for good cause when

requested by the commander or Conference.

Appointed Committees

Section 2.10 The following committees and their members shall be appointed by the commander or the Conference and shall report to the Conference or their respective department heads as required or directed. Every appointee shall hold office at the pleasure of the appointing authority but not beyond the term of office of that person or body except to complete an assignment with the approval of the Conference.

Standing Committees (Reporting to the Conference)

2.10.1 The **Planning Committee** shall consist of a chairman and two other members, one of whom shall be elected each year for a term of three years. Members shall include past district commanders, past district lieutenant commanders, and members-at-large of District 28 who serve staggered terms of three years each. Members serving in any elective district office or on any elective committee shall not be eligible to serve on the Planning Committee.

2.10.1.1 Appointment of new committee members shall be as follows:

The District commander shall appoint the most immediate past district commander, willing to serve. One past district commander or past district lieutenant commander shall be selected by a consensus of all active past district commanders for appointment by the district commander. Terms commence upon appointment and expire at the end of the next Annual Conference. Should an immediate past district commander decline the appointment, the district commander shall appoint an eligible past district commander to fill the vacancy and serve as chairman.

Vacancies, due to unexpired terms of office, shall be filled immediately by district commander appointment. Appointments made under this condition, shall be for the unexpired term only. If less than a year, the appointee is eligible to be appointed for an additional three year term immediately succeeding his partial term appointment.

2.10.1.2 The committee shall be empowered to make recommendations in response to queries referred to it by the Conference and to make recommendations on its own initiative of proposed changes of any kind for the good of the district. The committee shall update and reissue the Policy and Procedures Manual annually and report on proceedings of the committee at each Conference meeting or, as requested by the commander or Conference.

2.10.2 The **Budget and Finance Committee** shall consist of three members, the commander, executive officer and treasurer (chairman). Policy concerning general reserves and operating funds shall be determined by this committee as directed by the Conference. This committee is responsible for preparing an Annual Operating Budget for the following fiscal year (Annual Conference to Annual Conference). The Annual Operating Budget shall be approved at the Annual Conference. In the event of a change in the assessment rate, the rate shall be approved at the Annual Conference one year prior to the Annual Conference where it is intended to become effective.

Key Appointed Committees (Reporting to Commander or Department Chairmen)

2.10.3 The **Membership Committee** shall be composed of three members appointed annually by the commander upon recommendations of the administrative officer. This committee shall be familiar with the policies and procedures outlined in the current edition of the USPS Membership Manual and shall coordinate membership activities within the district.

2.10.4 The **Member Involvement Committee** shall be composed of three members appointed annually by the commander upon recommendations of the administrative officer. This committee shall work closely with other district committees to encourage participation in district activities by members of district squadrons and, as requested, provide to the squadrons suggestions for programs to increase member participation in squadron activities by providing guidance to the squadron membership committees.

2.10.5 The **Law Committee** shall consist of the law officer as chairman and where possible, an assistant law officer from each additional state, if any, served by the district. All may be attorneys licensed to practice in their respective states, appointed by the commander. This committee shall perform such duties as may be assigned it by the commander, or the Conference which concern the affairs of the district, its squadrons, and its USPS affiliations.

Other Committees (Appointed by the Commander)

2.10.6 The commander may appoint a **Personnel Committee** who shall maintain a current inventory of district members' interests and skills for use as a source of qualified candidates for specific duties.

2.10.7 The commander may appoint a **USPS Educational Fund Representative** who shall keep members informed of the progress of the fund and encourage gifts and memorials to the fund. The representative should have an aide in each squadron.

2.10.8 The commander may appoint a **Marketing Committee** who shall make recommendations to the Conference of ways to market USPS.

2.10.9 Other **special committees** may be appointed by the commander with the concurrence of the Conference. They shall perform such duties and shall make such reports as are required by their objectives. Any special committee is discharged after their final report.

Other Appointed Officers

Section 2.11 The **editor** and an associate editor of the district's publication shall be appointed by the commander upon recommendation of the secretary. The editor shall perform such duties as may be required for preparing, editing and distributing district publications.

Section 2.12 The commander may appoint a **property officer** who shall have physical custody of all district property which is not procured for resale to members and who shall maintain a current listing of such property showing location, date procured, and condition. A copy of the listing shall be supplied to the treasurer before each Conference or upon request.

Section 2.13 The commander may appoint a **chaplain**, a **flag lieutenant**, a **parliamentarian**, and such other **aides** or **lieutenants** as deemed necessary, to perform such duties as the commander, or the Conference may assign.

ARTICLE 3 [Reserved]

ARTICLE 4

The Conference

Section 4.1 The **Conference** shall be composed of the elected bridge officers including assistant bridge officers, the immediate past district commander or the most recent past district commander willing to serve, the chairmen of the general committees, the squadron commanders, the past district commanders who are active members of district squadrons, and the delegates, which persons shall be the voting members of the Conference.

Section 4.2 The **Squadron Delegates** appointed to the conference by the squadron commanders.

4.2.1 Delegates shall be selected by each squadron commander from that squadron's voting members on the basis of one delegate for each 25 members in good standing, or major fraction thereof, with a minimum of two delegates per squadron.

The number of delegates is based on the members of a squadron according to USPS records as of the end of the second calendar month preceding regular or special meetings of a district Conference.

4.2.2 During the first year of a new squadron, the number of its delegates to the Conference shall be based upon the number of its charter members, with a minimum of two delegates.

4.2.3 Prior to each meeting of the Conference, each squadron commander shall submit in writing to the district secretary a list of the squadron's delegates entitled to vote at such meeting. If a delegate is disqualified or is unable to attend, the squadron commander may appoint a substitute and notify the district secretary prior to the convening of the meeting.

Section 4.3 The Conference shall:

4.3.1 Elect annually, at its annual meeting, elective officers as provided herein and members of the general committees.

4.3.2 Adopt annually a detailed budget, including the assessment to be levied against squadrons.

4.3.3 Have authority to establish committees and make appointments thereto or delegate the authority to the commander.

4.3.4 Consider and act upon reports, resolutions, and recommendations from the Conference, officers and committees (and division officers, if any) and conduct other necessary business.

4.3.5 Adopt and forward appropriate recommendations and resolutions, which have been adopted by a two-thirds vote of the District Conference, via the office of the national Executive Officer for final decision by the Governing Board. A subsequent District Conference may, by a two-thirds majority of those voting, move to withdraw a resolution still pending before the Governing Board, a department committee or officer of the USPS.

4.3.6 Adopt amendments to these bylaws.

4.3.7 Establish and promulgate district rules and regulations consistent with the policy and authority of USPS and these bylaws. Such rules and regulations shall be binding upon all officers and squadrons of the district.

ARTICLE 5

Meetings, Notices, Voting and Quorums

Section 5.1 There shall be at least one regular meeting of the Conference in each calendar year, to be known as the Annual Conference. This meeting shall be scheduled in accordance with the policy and authority of USPS and care shall be taken that dates not conflict with national events.

Section 5.2 The Conference shall fix the number of its regular meetings provided, however, that there shall be at least one.

Section 5.3 The Annual meeting of the Conference shall be held at places, on dates, and at times selected and fixed by the commander. Notice thereof shall be sent by the secretary to members of the Conference, Planning Committee and the past district commanders in good standing, not less than 30 days prior to each meeting. For the Annual Conference meeting, each squadron commander shall notify each delegate representing his squadron.

Section 5.4 Special meetings of the Conference may be called by: (1) the commander or (2) a petition supported by a two-thirds vote of the Executive Committees of at least two squadrons of the district and such petition shall be sent to the district commander and set forth the reason for calling the meeting.

The commander shall select the date, time and place of such special meetings. In the case of a special meeting called by petition, the date shall be within 30 days of receipt of the petition. The commander shall direct the secretary to issue in writing the call for, and notice of, the special meeting, the call stating the reason(s) for the meeting and the agenda to be acted upon.

5.4.1 The business of any special meeting shall be limited to action upon the agenda items contained in the meeting notice.

Section 5.5 Regular or Special meetings of the Conference may be conducted by electronic means, as defined by the currently available technology that allows simultaneous communications such as tele-Conference or video-Conference, provided that all other applicable sections of Article 5 and the District 28 Rules for Electronic Meetings as defined by the Policies and Procedures are adhered to.

Section 5.6 Notice of any district meeting shall be sent by the secretary to members of the Conference not less than 30 days prior to the date of a regular meeting and not less than 15 days prior to the date of a special meeting. For meetings of the Conference: (1) notice shall also be sent to each past district commander of the district; (2) the squadron commanders shall notify their respective delegates; and (3) notice of the Annual Conference shall include a list of members nominated by the Nominating Committee for election to positions within the district. Publication of notices in a regular district publication, duly and timely circulated, shall fulfill the foregoing requirements.

5.6.1 Electronic communication may be used for notices provided the recipient has agreed to accept electronic messages in lieu of physical mail and the message is transmitted to the member's last e-mail address of record on or before the applicable deadline for providing notice. Providing an e-mail address shall constitute agreement to receive notices electronically. Electronic transmission of an official district publication containing such notice shall be deemed to comply with this

requirement provided it is transmitted in its entirety.

5.6.2 Meetings of the District Conference may, when necessary, be conducted by electronic means, as defined by the currently available technology, provided that all other applicable sections of Article 5 are adhered to. Such meetings shall be announced to all involved members well in advance of the published start date and planned end date. Provision shall be provided for any member who wishes to monitor the proceedings, and comment to the meeting any questions or concerns as if they were meeting in person. However, non-members of the Conference may not vote on any question.

5.6.3 As soon as practicable after the conclusion of any electronic meeting of the District Conference, the Secretary shall enter into the minutes of the meeting the results of discussions held and the final votes on any decisions approved. These minutes shall be presented and ratified by the Conference members at its next non-electronic meeting.

Section 5.7 At any meeting of the Conference, 25 percent of the members of the Conference shall constitute a quorum. At any meeting of a committee of more than two members, a quorum shall be a majority of its members.

Section 5.8 Voting at district meetings shall be as follows:

5.8.1 Each voting member shall have one vote on each question even if holding multiple positions each of which would otherwise qualify a vote.

5.8.2 Voting at a meeting of the Conference shall be by members of the Conference only.

5.8.3 In the absence of a squadron commander, the squadron executive officer or administrative officer may act for the commander in the order indicated, except that if the executive officer and the administrative officer are both absent, the squadron commander may appoint a member of the commander's squadron to act for the commander. Such appointment shall be in writing or by e-mail and submitted to the district secretary at or prior to the meeting. In the absence of an officer for whom there is an elected assistant; the assistant may act for the principal.

5.8.4 Voting shall be by voice unless a division is demanded by a person duly qualified to vote, in which event votes shall be cast by rising. Upon a motion supported by a majority of the members present and voting, a ballot or roll call vote shall be taken. The presiding officer may require voting be by ballot if circumstances warrant.

5.8.5 Voting at an election shall be as provided in 6.5 herein.

5.8.6 Proxy or cumulative voting is prohibited.

Section 5.9 At any meeting of the Conference any voting member may have the floor when recognized by the presiding officer, who may limit the time thereof.

Section 5.10 Any member of the Conference shall have the prerogative of offering a resolution or motion for consideration by the Conference.

Section 5.11 Should any meeting of the Conference be adjourned to reconvene more than 24 hours later than the time set for the original meeting, or to a different location, then there shall be issued a notice for such adjourned Conference as provided in 5.6 herein. Such notice shall set forth the items to be included on the adjourned Conference agenda. No action at such adjourned Conference shall be valid unless a quorum is present.

ARTICLE 6

Nominations and Elections

Section 6.1 Candidates for elective offices to be voted on at the Annual Conference, shall be nominated by the Nominating Committee or by written petition signed by at least a total of 10 voting members in good standing from each of at least three squadrons. Such petition shall be sent by first class mail or delivered to the secretary at least 15 days before the date of the election. At least 10 days before the date of the election, the secretary shall forward the names of those nominated by petition to each member of the Conference, planning committee and each past district commander of the district. Squadron commanders shall notify delegates representing their squadrons. Electronic notification shall be considered effective provided the conditions of Section 5.6.1 are met.

Section 6.2 If vacancies exist in the properly formulated slate of nominees at the time of any election, they shall be filled by nominations from the floor or be left vacant.

Section 6.3 Prior to nomination for the office of educational officer or assistant educational officer, the candidate's qualifications for such office must have the approval of the national educational officer or designee.

Section 6.4 No person shall be eligible for nomination without signifying willingness and ability to serve if elected.

Section 6.5 At any election, each member of the Conference present and in good standing shall have one vote for each office to be filled. Voting shall be in the following manner:

6.5.1 Proxy or cumulative voting is prohibited.

6.5.2 Election to an uncontested office may be effected by a supported motion and a ballot cast and recorded by the secretary.

6.5.3 Election to a contested office shall be effected by ballot, unsigned and cast in person. Such elections shall be determined by a judge of election and not fewer than three tellers, all of whom shall be appointed by the commander. The ballots shall be delivered to the judge of election and opened and inspected by the tellers, and the final results shall be tabulated and announced to the members before the close of the meeting. The presiding officer declares the results.

6.5.4 The presiding officer shall vote only to create or decide a tie, or to cast a ballot.

6.5.5 Polls shall remain open for no more than one hour after the election is initiated as an order of business, unless closed earlier by a two-thirds affirmative vote.

Section 6.6 In the event the commander, the executive officer, or the administrative officer is determined, by self-declaration or by two-thirds vote of the Conference, to be incapable of performing the duties of office because of illness or otherwise, the Conference may assign the duties and powers of such office to a past district commander agreeable to serve. Such assumption of duties by a past commander shall last only until the earliest of: (1) the next Annual Conference; (2) the officer rescinds the self-declaration of incapability; (3) the Conference rescinds its declaration of incapability; or (4) the next meeting of the Conference at least 50 days after the declaration of incapability at which meeting the Conference shall decide whether the period of incapability should be extended or the office should be declared vacant. Should the Conference recommend the

office be declared vacant, such recommendation shall be made in time for a report of the Nominating Committee to be included in the notice of the meeting of the Conference. If the Conference by a two-thirds vote concurs, an election shall be held to fill such vacancy. Candidates for such office shall be nominated according to the provisions of 6.1 above.

ARTICLE 7

Order of Business and Rules of Order

Section 7.1 Unless otherwise provided, the order of business at any regular or special meeting of the Conference shall be the same as that of USPS.

Section 7.2 Orderly parliamentary procedure shall govern at all meetings.

7.2.1 All questions of procedure not otherwise covered herein or by the policy and authority of USPS shall be answered in accordance with the most current edition of Robert's Rules of Order Newly Revised by the chairman of the Rules Committee or his designee. However if the chairman of the Rules Committee and his designee are both absent, the presiding officer shall designate the parliamentarian. The person serving as parliamentarian shall be identified at the outset of the meeting. All questions of interpretation of these bylaws shall be answered under the authority of the chairman of the Rules Committee or designee.

ARTICLE 8

Finances

Section 8.1 The fiscal (business) year of the district shall be for 12 consecutive months beginning on 1 February and ending on the last day of January.

Section 8.2 The budget year of the district shall be from the end of the Annual Conference to the end of the Annual Conference the following year.

Section 8.3 Any person collecting funds for any activity of the district shall be prepared at all times to make a full and complete accounting of same to the Conference.

Section 8.4 No person shall contract any bills in the name of the district unless previously authorized by the Conference, or by the adopted budget.

Section 8.5 Whenever an account is closed or an authorized function is completed, the responsible person shall promptly prepare and submit a full and complete report to the treasurer. Any excess funds shall be immediately turned over to the treasurer.

Section 8.6 No person shall take advantage of USPS membership status in order to achieve personal gain or remuneration which would otherwise be unavailable.

ARTICLE 9

Amendments

Section 9.1 These bylaws may be amended by a two-thirds vote of Conference members present and

voting at any regular or special meeting of the Conference provided any proposed amendments are stated in full in the notice of the meeting as required by 5.6 herein.

Section 9.2 When any amendment is properly before the Conference it may, before final action thereon, be changed by a majority vote provided the amendment is germane to the subject covered by the amendment as proposed.

Section 9.3 Amendments shall become effective on the date of formal approval by the USPS Committee on Rules. Notice of such approval shall be provided to the district Conference by the district secretary.

Section 9.4 Members shall be apprised of intended bylaw action in the Call to Conference, and Notice of Meeting, with the full text of the changes contained in an accompanying document to all members. A copy of the document shall be made available on the district website or by request from the District Secretary.

ARTICLE 10

Distribution of Assets after Termination

Section 10.1 No individual member of USPS shall have any interest in or title to the assets of USPS, the assets of the district, or the assets of any squadron of the district. Such assets shall be devoted exclusively to the purposes of USPS, the district, and the squadrons of the district.

10.2.1 In the event of dissolution, or revocation of the district's authority to function as such, all assets then belonging to the district shall be assigned to the squadrons which were a part thereof; said assets shall be prorated as to the then current membership. If there are no squadrons, district assets shall be assigned to USPS or to an institution which qualifies for tax exemption under Section 501 (c)(3) of the Internal Revenue Code of 1986, as from time to time amended, and any regulations promulgated there under or such other section of the code by which USPS is exempt. The recipient of such assignment shall be selected by the Conference or other comparable body of the district. In the absence of such selection, the selection shall be made by the USPS Board of Directors.

10.2.2 Should the squadrons of this district, upon termination of the district's authority to function as such, be assigned to one or more other districts, the assets belonging to this district shall then be divided among such other districts, prorated as to the membership of the squadrons assigned to such districts.

ARTICLE 11 [Reserved]

ARTICLE 12

Miscellaneous

Section 12.1 Life members shall have all the privileges of regular members except they shall be exempt from further payment of the district assessment.