



AIR COMMANDO ASSOCIATION

**THE AIR COMMANDO ASSOCIATION (ACA), INC.
POST OFFICE BOX 7, MARY ESTHER, FLORIDA 32569**

CONSTITUTION AND BYLAWS

December 14, 2023

This edition of the Constitution and Bylaws is current and effective on the date above. Changes have been approved by the Board of Directors by vote on the above date.

Maj Gen Norman J. Brozenick, Jr., USAF, Retired, Chairman
Col Dennis Barnett, USAF, Retired, President/CEO

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CONSTITUTION AND BYLAWS

PREAMBLE

The Air Commandos were born in World War II as the “Carpetbaggers” operating in Europe and the “Chindits” operating in the China, India, and Burma theater. Wise leadership at that time realized the need for, and value of, special units. That need has not declined. “We band ourselves together to support the achievement of such special warfare power as is necessary to fulfill our responsibilities in the Air Commando arena – worldwide.”

ARTICLE I

NAME OF THE ASSOCIATION

The name of the association is “Air Commando Association (ACA), Inc.”

ARTICLE II

OBJECTIVES OF THE ASSOCIATION

The Air Commando Association is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Specifically, the organization serves:

- A. To honor personnel of all ranks who made this nation great by their achievements in Special Operations.
- B. To perpetuate the memory of such persons and record their achievements and contributions by suitable memorials.
- C. To preserve the history of the Air Commando/Special Operations mission and to identify those organizations and individuals deserving recognition, including those individuals elected into the Air Commando Hall of Fame.

D. To foster, promote, and encourage a better appreciation of the origins and growth of the Air Commando, Special Operations units, and the parts they played in economic, political, humanitarian, and military operations worldwide.

E. To receive and maintain funds, and to use and apply income therefrom, and the principal thereof, exclusively for charitable or educational purposes either directly or by contributions to organizations duly authorized to carry on similar activities. No part of such income or principal shall be contributed to any organization whose net earnings or any part thereof contribute to the benefit of any private shareholder or individual, or any substantial part of which is carrying on propaganda or otherwise attempting to influence legislation. The detailed objectives set forth in this document shall at all times be subject to and in the furtherance of the provisions in this paragraph.

F. To cooperate with other recognized organizations which are actively engaged and in similar interests and projects.

G. To engage in any and all activities incidental thereto or necessary, suitable, or proper for the accomplishment of any aforementioned objectives.

H. The Association and its members elected Executive Officers, members of the Board of Directors, and employees, as such shall not, in the name of the ACA, contribute to or otherwise support or assist any political party or candidate for public office.

ARTICLE III

MEMBERSHIP IN THE ASSOCIATION

A. Definitions

1. **Military personnel.** Any member or former member of the United States Armed Forces and members or former members of foreign military organizations recognized by the United States of America as an ally. Former members of military organizations must have separated/retired from their particular service under honorable conditions.

If any question arises concerning the character of separation/retirement of a member or applicant of the Association, the Board of Directors will investigate and decide on the issue.

2. **Air Commando/Special Operations unit.** Any U.S. Air Force (formerly U.S. Army/Air Corps Force) organization that is or was categorized as such by an appropriate U.S. authority.

If any question arises concerning the status of a unit, the Board of Directors will investigate and decide on the issue.

B. There shall be three categories of membership and one special affiliation group: Regular, Honorary, and Associate members and the Air Commando Family Legacy Flight (special affiliation). The members shall be divided among such categories according to their eligibility. Membership shall be on an annual or lifetime basis.

1. **Regular members.** Active duty, retired, or separated military personnel who are or were

assigned to any Air Commando/Special Operations unit. Regular members shall be entitled to vote at annual business meetings and hold office in the Association.

2. Associate members. Such membership will be comprised of reputable persons, not otherwise classed into the above membership categories, who shall apply for such membership and be accepted by the Board or by majority vote of the general membership. Dues shall be the same as for Regular members.

3. Honorary members. Such membership will be awarded at the direction of the Board of Directors to those deserving persons not otherwise eligible for the above membership categories.

4. Special Affiliation: Air Commando Family Legacy Flight. Acknowledging how instrumental our military spouses are to Air Commandos and our ACA members, the Board of Directors desires to maintain a unique relationship with any legally married spouse, regardless of citizenship, who lost a spouse recognized as an Air Commando Association member. The Air Commando Family Legacy Flight affiliates are not members of the ACA, do not have voting privileges, and do not pay dues. Additionally, the ACA will make a concerted effort to connect with Air Commando Gold Star families and offer their inclusion in the Air Commando Family Legacy Flight. ACA Gold Star family members are defined as the father, mother, brother, sister, son, or daughter of an Air Commando (regardless of their membership in the ACA) who died in battle or while deployed for a named operation (e.g. Operation Provide Comfort).

C. Dues. Regular or Associate membership shall be conferred to any person meeting the above qualifications who shall pay membership dues as required by the Association's Constitution and Bylaws. Dues are not required for Honorary and Air Commando Legacy Flight members.

D. Membership in good standing. Any Regular or Associate member who is not in arrears for any dues or other financial obligation to the Association and the Board of Directors has not suspended or expelled for misconduct in his relation to the Association shall be considered a member in good standing. Air Commando Family Legacy Flight and Honorary members fall within the purview of this paragraph except for the payment of dues.

E. Limitation of powers. Associate and Honorary members may serve on committees and as committee chairmen due to their unique qualifications and as deemed necessary by the President and Chief Executive Officer. However, Associate and Honorary members are not entitled to any of the powers and privileges of Regular members. Associate and Honorary members shall be appropriately recognized in such manner as may be determined from time to time by the Board of Directors. Associate and Honorary members shall not be entitled to hold office or vote.

ARTICLE IV

ORGANIZATION

A. The Association shall be organized at the national level with the corporate headquarters located within commuting distance of Hurlburt Field, Florida (Home of the Air Commandos).

B. The ACA Board of Directors consists of an Executive Committee that includes the Chairman, President/CEO (Chief Executive Officer, Vice President, and Treasurer, and a Board of Directors

consisting of a Chairman and no more than ten (10) and not less than seven (7) elected Directors. The Executive Committee is vested with oversight of the day-to-day operations between annual ACA business meetings. Except for the Chairman, Executive Committee members must reside within commuting distance (50-mile radius) of ACA headquarters.

C. Between annual ACA business meetings, the administrative power of the Association shall reside in the Board of Directors acting through the Executive Committee. The Executive Committee shall be subject to such restrictions as the Board of Directors may impose. The Chairman or President/CEO may call Executive Committee Meetings. The Executive Committee may act, without being convened in formal meetings, by correspondence, telephone, or other acceptable means of communication when necessary to conduct day to day business. When the Executive Committee and Board of Directors meet or correspond via other means, the Chairman of the Board will Chair such meetings. If the Chairman is absent, the President/CEO will Chair the meeting. If the Chairman and President/CEO are absent, the Vice President will act as Chair. During all such procedures the Chairman of the meeting will vote only in case of a tie.

ARTICLE V

ORGANIZATION DUES

A. Annual Dues. The amount will be determined at each annual business meeting and recorded in the minutes thereof. Except for Life Membership, the dues are based upon the calendar year and are payable on January 1st.

B. Life Membership. Any Regular or Associate member may convert from annual to life membership upon payment of an amount to be determined at the annual business meeting and recorded in the minutes thereof. Any changes in the Life Membership fee shall have no effect on members already on the rolls as Life Members. Membership dues shall be managed through the Association General Fund.

C. Air Commando Family Legacy Flight and Honorary Members. No dues shall be required of Special Affiliation or Honorary members.

D. Arrears of dues. Members in arrears of payment for two or more years shall automatically forfeit membership in the Association, but such forfeiture shall not prevent such member, in otherwise good standing, from rejoining the Association.

ARTICLE VI

OFFICERS / BOARD OF DIRECTORS

A. The Board of Directors shall be the governing body of the Association, and during intervals between annual Business Meetings shall be responsible through the Executive Committee for the general policies and programs of the Association.

B. The Board of Directors shall consist of a Chairman, President/CEO, Vice President, Treasurer and seven other Directors elected from those candidates qualified to hold office in accordance with the Association's Constitution and Bylaws.

C. Terms of Office.

1. Chairman. The term for the Chairman is two years. No person may be elected to the office of Chairman for more than two consecutive terms (four years).

a. The Executive Committee and the Board of Directors will nominate or confirm the Chairman. New candidates will be vetted through the Executive Committee and presented to the Board of Directors for confirmation.

b. Confirmation shall be at least two-thirds vote cast by all Executive Committee members and Directors.

c. The incumbent Chairman may vote for a succeeding candidate, but not for himself/herself.

2. President/CEO. The term for the President/CEO is two years. No person may be elected to the office of President for more than two consecutive terms (four years).

3. Vice President. The term for Vice President is two years. No person may be elected to the office of Vice President for more than three consecutive terms (six years).

4. Treasurer. The term for Treasurer is three years. No person may be elected to the office of Treasurer for more than three consecutive terms (nine years).

5. Directors. The term for Directors is three years. No person may be elected to the Board of Directors for more than three consecutive terms (nine years).

a. Executive Directors (not to be confused with Executive Committee members) are Directors who previously held the rank of General Officer or the position of Command Chief Master Sergeant. Other Board members may be conferred with the title of Executive Director by a two-thirds vote of the remaining Board when it is the result of some distinctive act, award, or previous senior leader title. Term limits for Executive Directors are the same as those for Directors.

6. Board of Advisors. The term for Advisors is two years. Advisors are nominated by the Executive Committee and approved by the Board of Directors. When mutually agreed, the Board of Directors may approve Advisors to serve multiple terms.

D. Chief Operating Officer/COO. The Chief Operating Officer (COO) must be a former Air Commando and ACA member in good standing, and, ideally for continuity purposes, should be present or past member of the Board of Directors. The COO directs day-to-day administrative duties and oversees office employees. The COO is not an officer of the organization and may be considered an employee position. The COO may provide advice but is not a voting member of the Executive Committee or Board of Directors. The COO term limits are expressed relative to the incumbent President/CEO's term of office. The COO must be nominated by the President/CEO and selected by a majority vote of the Board of Directors. The incoming President may continue or terminate the incumbent COO. When a continuation is desired, the COO must be nominated by the incoming President/CEO and reconfirmed by the Board.

E. Vacancies. The President/CEO with the approval of the Board of Directors will appoint qualified persons to temporarily fill vacancies in any elected or appointed office. Vacancies are ultimately filled through the election process at the next annual ACA business meeting.

1. The President/CEO may appoint an eligible person to fill a vacated Director position until the next annual election when filled through the voting process of Regular members.

2. The President/CEO, with majority approval of the Board of Directors, may fill a vacated COO position by appointing a qualified former Air Commando and ACA member in good standing.

3. In case of a vacancy occurring in the office of the President/CEO, the office will be assumed by the Vice President. The incoming President/CEO's term shall coincide with the expiration date of the Past President/CEO's term.

4. The incoming President/CEO will appoint an incumbent Director to assume the office of the Vice President until the next annual election. Unless elected by Regular members, the appointed Vice President will resume Director duties in accordance with term limits.

ARTICLE VII

NATIONAL CONVENTION

A. The National Convention shall be held annually at a time and place fixed by the Board of Directors. Traditionally, the reunion is held during the month of October, with all activities taking place at, or in the vicinity of Hurlburt Field. Future reunions will be planned to occur at the same general time and place unless otherwise specified by the majority of the voting membership present at the ACA annual business meeting. Whenever possible, the National Convention will fall within the same week as the AFSOC Commando Rally Conference.

B. The annual business meeting will occur during the National Convention. The following applies.

1. The Executive Committee will determine the agenda for the business meeting. As a minimum, the agenda will include strategic concept updates, a review of finances and proposed budget, and decisions requiring approval via Regular member voting to include recommended changes to the Constitution/Bylaws.

2. Voting process. Each Regular member in good standing is entitled to one vote for members in good standing to fill Executive and Director positions via the website, email, or in person at the annual business meeting. Voting by proxy is not permitted. Each Regular member shall also be entitled to one vote on each business meeting issue introduced for a membership decision. Voting by proxy is not permitted.

3. Voting by Officers and Directors. The Association Chairman, President, Vice President, Treasurer, Chief Operating Officer, and all Directors shall be entitled to the same voting rights as Regular members.

4. Rules and Procedures. Except to the extent modified, amended, or supplemented, either by the Regular members at future annual business meetings or by the Board of Directors, the Rules and

Procedures adopted at the annual business meeting shall prevail.

ARTICLE VIII

COMMITTEES

A. ACA committees are the engines that enable the pursuit of designated lines of operation and lines of effort.

1. **Members.** ACA committees include Regular, Associate, or Special Affiliation (Air Commando Family Legacy Flight) members appointed to pursue designated objectives along ACA lines of operation and effort. Except for the Scholarship Committee, each committee shall be chaired by an incumbent member of the Executive Committee, Board of Directors, or Associate Member due to their unique qualifications and as deemed necessary by the President and Chief Executive Officer. All Directors are expected to serve as members of at least one committee.

2. **Key Duties.** Committees meet at least quarterly to help pursue designated objectives and accomplish tasks as specified by the Committee charter. The Committee Chair is responsible for establishing, maintaining, and annually reviewing a charter approved by the President/CEO, leading quarterly committee meetings, and providing quarterly progress reports to the Board of Directors.

3. **Appropriations.** Committee Chairs may request funds to carry out designated operations. The Executive Committee must approve the type and amount of expenditures. No Committee shall have authority to incur any indebtedness or pecuniary obligation for which the Association shall be responsible except to the extent previously authorized by the Executive Committee.

B. **Standing Committees.** The ACA's four standing committees enables continuous pursuit of ACA designated lines of effort and operation.

1. **Executive Committee.** The Executive Committee, consisting of the Chairman, President/CEO, Vice President, and Treasurer, provides guidance regarding the on-going pursuit of designated objectives with particular focus on military, community, and corporate relationships and marketing strategies. The COO attends Executive Committee meetings as an advisory member. The Executive Committee shall be chaired by the Chairman of the Board.

2. **Operations and Communications Committee.** Chaired by the President/CEO, this committee supports the COO in the conduct of daily operations to include internal and external communications and fundraising activities.

3. **Nomination and Governance Committee.** Chaired by the Vice President, this committee seeks eligible candidates and ensures transparent processes to nominate and elect Officers and Directors. The committee also reviews and recommends updates to the Association Constitution and Bylaws.

4. **Finance and Audit Committee.** Chaired by a Director or an Associate member, and augmented by the Board of Advisors, this committee assists in monitoring financial expenditures, developing annual and multi-year budgets, and conducting quarterly reviews of the Treasurer's report. The Association Treasurer is a member of this committee.

C. Special Purpose Committees. The ACA's four special purpose committees are task focused to achieve specific outcomes.

1. Strategic Planning Committee. Chaired by the ACA Chairman or designee, this committee develops, updates, implements, and communicates the Association's strategic concept. The strategic concept articulates and guides pursuit of the Association's vision, mission, strategic directions, desired outcomes, and resourcing priorities.

2. Hall of Fame Committee. All committee members must be members of the ACA Hall of Fame. Chaired by a Director and Hall of Fame Member, this committee conducts all duties required to nominate, select, and recognize qualified candidates for induction into the Air Commando Hall of Fame. It also leads the Hall of Fame induction ceremony activities. The President/CEO's Hall of Fame Committee Guidance, published on the ACA website, specifies member criteria, duties, processes and procedures, and timelines.

3. Scholarship Committee. Chaired by a Director, Regular member, or an Associate member. This committee seeks and collects nominations for the ACA's competitive scholarship programs. The committee evaluates all eligible nomination packages and selects the most deserving student for each scholarship. The committee also ensures an ACA representative attends award events when recipients are unable to be present during the National Convention.

4. Heritage Building Committee. Chaired by an Executive Committee member or a President-approved designee, this committee conducts research to develop requirements, propose site options, recommend an appropriate design, and shape resourcing options for a multi-use heritage facility.

ARTICLE IX

DISCIPLINE

Any member of the Association may be suspended or expelled for misconduct in his or her relation to the Association, for disloyalty to the United States, or upon conviction in a court of competent jurisdiction of a felony. Members may be suspended or expelled only after notice and a proper hearing by the Board of Directors. Any appeal shall be decided by a select four-person Committee, appointed by the President with the approval of the Board of Directors. The President shall preside over the Appeals Committee, and the other four members shall be appointed from the Regular membership except that no other Association elected Officer or member of the Board of Directors shall serve on the Committee. The President shall have no vote on the Committee except in the event the other four members are deadlocked.

ARTICLE X

DUTIES AND RESPONSIBILITIES OF OFFICERS, DIRECTORS, AND APPOINTEES

A. Chairman of the Board. The Chairman will initiate and maintain strategic communications at executive levels, to include U.S. government and military officials, industry executives, and state and local community leaders.

B. President/CEO

1. The President shall exercise the powers and perform the duties assigned by the Constitution and Bylaws and shall be the Chief Executive Officer of the Association. As such, subject to the Constitution and Bylaws, the President/CEO is responsible for the management of its offices. The President/CEO shall have the power to fully enforce the provisions of the Constitution and Bylaws and the will of the membership as voted at the annual business meeting. The President/CEO shall preside over the National Convention. He or she shall be responsible for keeping a record of the proceedings of the Board of Directors, of annual meetings of the Association, and all other matters of which a record is required by the Association. The President/CEO shall appoint all necessary committees and perform other such duties that are usually incident to the office.

2. The President/CEO, with the approval of the Board of Directors, shall have the authority to hire and employ personnel necessary to perform administrative functions required by the office, the Board of Directors, and the Association. The Executive Committee/Board of Directors will appropriate funds in an amount they determine is a proper salary for hired personnel.

3. The President shall have the authority to approve the expenditure of \$2,000 or less without Board approval.

C. Vice President

1. The Vice President shall be charged with the administration of the policies and mandates expressed by Regular members at the annual business meeting, the Board of Directors, and the President/CEO. He or she shall perform such other duties as may be assigned to him by the President. The Vice President shall preside over any Association function that is typically performed by the President when the President is not in attendance.

2. As specified in Article VI, the Vice President shall assume the office of President in the event the office becomes vacant. The term shall expire on the date the Past President's term was due to end.

D. Treasurer

1. The Treasurer shall collect and disburse all funds of the Association and be the custodian of such funds. The Treasurer shall keep regular accounts in the books belonging to the Association which shall be open to the inspection of any member of the Board of Directors. He or she shall make annual reports at annual business meetings and at such times as requested by the President/CEO or Board of Directors.

2. The Treasurer shall perform such other duties as may be assigned to him by the Constitution and Bylaws of the Association, including those usually incident to the office.

E. Board of Directors

1. Powers. In addition to such powers specifically conferred upon it by the Constitution and Bylaws, the Board of Directors shall be responsible for the general management of the affairs of the Association and may make such regulations as it deems necessary and consistent with the Constitution and Bylaws. It shall keep a record of proceedings in a minutes log maintained at the President/CEO's

office and may be opened to inspection by the members of the Board of Directors or general membership with reasonable advance notice. All members of the Board of Directors will execute and abide by the ACA Organizational Conflict of Interest Policy

2. The Board shall meet at such times and places as designated by the President/CEO. The President/CEO will call a special meeting upon written request of the Vice President or five or more Directors.

3. Expectations. Directors are expected to physically or electronically attend board meetings or notify the President/CEO if unable to attend. Habitual absence may be grounds for removal from office.

4. Board Meeting Quorum. A majority of Board members shall constitute a quorum. Directors shall be counted as present if they are in direct contact via telephone or other electronic means.

F. Board of Advisors. Established in 2019, the Board of Advisors augments the Board of Directors with skill sets and talents required to accomplish the mission. Members include civilians and industry leaders of strong character and patriotism who meet the requirements for Association membership. Advisors will execute and abide by the ACA Organizational Conflict of Interest Policy.

G. Chaplain.

1. The Chaplain shall be appointed by the President and approved by the Board of Directors. The Chaplain shall be a member of the Association. In the event the Association Chaplain is not available for a specific function, the President will secure the services of a suitable replacement for the particular event.

2. The Chaplain shall act as a counselor to the President and Board of Directors on matters involving morals, morale, and spiritual concern. When directed by the President, the Chaplain shall provide liaison with the Chaplain Section of the United States Air Force and various civilian religious groups. At the request of the President, the Chaplain will provide invocations for the various functions of the Association at the national level. He or she will also advise the President on memorials and other functions having a religious and spiritual aspect.

ARTICLE XI

NEWSLETTER

A. The Association shall periodically publish a Newsletter and Professional Journal and mail or transmit them electronically to each member. The Editor shall be appointed by the President/CEO and shall be a member of the Association.

ARTICLE XII

SCHOLARSHIPS

A. An Association objective is to allocate funding for education. The ACA achieves that objective through its annual scholarship program.

1. Creation, designation, and gifting of scholarships require approval by the Board of Directors. The type, number, and monetary amount of scholarship(s) will be determined annually by the Board of Directors. Scholarship awards are dispersed from Air Commando Association funds.

2. Scholarship eligibility criteria and award dates are posted on the ACA website.

3. ACA scholarships include competitive and non-competitive scholarships.

a. Competitive. The Lt Col Dave Krebs High Flight Scholarship (\$4,000) is awarded to one eligible person pursuing a career in aviation. The Ray Bourque Service Scholarship (\$2,000) is awarded to one eligible high school senior member of Air Force Junior Reserve Officer Training Corps or Civil Air Patrol.

b. Non-competitive. The Charles Hicks Air Commando Scholarships (\$1,500) are awarded to four eligible candidates.

ARTICLE XIII

CONSTITUTION

If there is any conflict between the provisions of the Certificate of Incorporation and this Constitution and Bylaws, the spirit and intent of the Certificate of Incorporation shall govern.

ARTICLE XIV

AMENDMENTS

The Constitution and Bylaws may be amended by a two-thirds vote of the voting membership present at the annual business meeting of the Association or by a two-thirds vote of the Board of Directors. Any amendment to this Constitution and Bylaws made by the Board of Directors shall be subject to amendment or revocation by a majority vote of the eligible membership at the following annual reunion business meeting.

ARTICLE XV

DISSOLUTION

A. In the event of dissolution of the Air Commando Association, regardless of cause or for any reason, and after all obligations have been paid, satisfied or fulfilled, and all appropriate agencies are notified, all funds and assets will be transferred as directed by the existing Board of Directors.

B. Several non-profit/charitable organizations could be selected to receive all or part of the funds and assets.

C. Funds remaining after dissolution may NOT be disbursed to private individuals or for-profit companies.

ARTICLE XVI

REGIONAL CHAPTER FORMATION AND ADMINISTRATION

A. Regional Chapters (both U.S. and international) may be formed, established, and administered with the approval of the Board of Directors. Establishment and continued existence of an Air Commando Association chapter requires that:

1. Officers are in place and actively administering to the Association business in that local area.
2. Chapters must adhere to these Air Commando Association Constitution and Bylaws.
3. Funds collected by and/or maintained at Regional Chapters must be reported to Air Commando Association Headquarters and reports provided periodically when requested by the President or the Board of Directors.
4. Association Headquarters will distribute 20% of dues collected to the designated Chapter for new members who select a particular chapter as their chapter affiliation.
5. Regional chapters will not accept donations from or provide funding to foreign individuals, businesses, or municipalities.
6. Chapters will operate under the Association's Headquarters EIN for tax purposes.

The President/CEO is responsible for communicating policy updates to regional chapters.

AIR COMMANDO FOUNDATION

A. The Air Commando Association founded the Air Commando Foundation, Inc., in 2007 as a non-profit, 501(c)(3) charitable organization (heretofore in this document known as the "Foundation") within its own organization. The Foundation was established to provide critically needed support and financial assistance to Air Commandos and their families, past, present, and future (as defined by this Constitution and Bylaws, Articles I through XVI). This support may be financial, indirect or direct funds allocation, first party or third-party fundraising, hands-on voluntary support ("labor" or assistive services), etc. This support is normally attributable to individuals, and on occasion, groups, associations, or agencies.

B. Trustees and Terms of Office. The Air Commando Association Executive Committee and two additional non-board members serve as Foundation Trustees. Terms of office align with the Executive Committee member's terms of office. The two non-board members are appointed by the Air Commando Association's President/CEO, and their terms of office are three years from appointment. No person may be appointed for more than three consecutive terms (nine years).

C. Request for Support. Any and all requests for Foundation support and/or funds must be screened by the Foundation Trustees. The support process begins with the Trustees and COO's review/vetting of the request and determining if it is an urgent request or not. If deemed an appropriate candidate for support, and not an urgent request, the President/CEO or COO will forward the request to the Board of Directors for consideration and majority vote of approval/disapproval. When deemed "NOT appropriate," in the review/vetting process, the request may be withheld and then briefed at the normal Board of Directors meeting. All requests for support, even those disapproved or not deemed appropriate, must be kept on

file and available for screening by the Board.

D. The only exception to the Foundation support listed above are requests of \$2,000 or less and deemed urgent. The Foundation Trustees make this decision by unanimous vote and are only authorized to act when time is of the essence. Board members will be notified of these decisions as soon as possible via email or in writing (or at a Board of Directors meeting). Any future funds above the \$2,000 threshold to the same recipient require a full and majority vote of the Board prior to disbursement.

E. Fundraising for dedicated Foundation (vice Association) funds should be established in advance of the event(s). Third-party fundraising (i.e., raising funds specific to an individual/other person/group through an ACA link or event) should only be accomplished on behalf of the Foundation and not for the Association.

APPROVAL AND IMPLEMENTATION

A. These Constitution and Bylaws were adopted as a revision of any and all prior versions by vote of the ACA Board of Directors on December 14, 2023. These Constitution and Bylaws are in full force as presented here, until further revised or revoked in accordance with Article XIV.