

ARTICLE I: NAME

This organization shall be known as the "ARMY & AIR FORCE EXCHANGE SERVICE (AAFES) RETIRED EMPLOYEES ASSOCIATION" or "AREA" and its Executive Board shall have its principal location in Duncanville, Texas. "AREA" and "ASSOCIATION" refers to and encompasses all persons who are bona fide members and all Association Local Chapters.

ARTICLE II: PURPOSE

The purpose of this association is threefold: (1) To foster communication and social activities between retired Army & Air Force Exchange Service Employees; (2) to support the interests of AAFES, its employees and the people it serves; and (3) to promote the interests of Association members.

ARTICLE III: MEMBERSHIP

Section 1: ELIGIBILITY - Eligible for membership are: Retired civilian personnel of AAFES; all other persons receiving an annuity under the AAFES Retirement Program; former employees of AAFES, including civilians, foreign nationals and third-country nationals; military personnel who, while serving in the United States Armed Forces, were assigned for duty with AAFES; surviving spouses for all previously listed categories. Active AAFES employees are eligible for associate AREA membership upon payment of dues in accordance with the by-laws.

Section 2: DUES -- Dues will be paid in accordance with the Bylaws.

Section 3: All eligible categories shown in Section 1, must be a member of AREA in order to hold an AREA Executive Board or Chapter President or Vice-President position, participate in activities sanctioned by AREA (except as noted in Article VII, Section 3, below), or vote on any issue put before the general membership.

ARTICLE IV: EXECUTIVE BOARD OFFICERS AND ELECTIONS

Section 1: The Officers of the Association shall consist of four persons: President; Vice-President, Treasurer, and Secretary. These officers shall perform the duties herein specified, those specified by the bylaws, and such other duties as are usually incident to their office. A term of office will be for four years beginning June 1st in even-numbered years. The Vice-President shall be designated the Acting President for the remainder of the President's term whenever the President vacates the office during his term for whatever reason. Officers of the Association shall be elected to their positions by the general membership in accordance with Section 4.

Section 2: The Executive Officers of the Association are the eight voting members of the Board. They consist of the four Officers of the Association set forth above, and these four additional members, who are appointed by the president for indefinite terms as vacancies occur: Information Director and three Member-at-Large representatives of the entire membership. The Executive Officers plus non-voting appointees such as program directors, as set forth in the by-laws, shall comprise the Executive Board.

Section 3: The members of the Executive Board shall not be held personally liable or responsible in any manner for any debts, obligations, liabilities or other indebtedness of the Association unless specifically and individually agreeing thereto in the minutes of a called meeting of the Executive Board.

Section 4: A Nominating Committee of 3 members of AREA should be appointed by the President by 15 January in an election year to develop and submit the names of all persons it nominates for Officers of the Association (with the prior consent of each nominee) to the President. Nominations may be made for one or more persons to each elected office. The April Newsletter will be used to provide ballots to the membership with the nominees' names for each office and will be voted on by returning the marked ballots to the Secretary of AREA by mid-May. The persons receiving the highest number of votes will be declared by the President as elected for terms concurrent with the president's term of office. An email sent to all members fulfills the Nominating Committee requirement.

Section 5: The installation of officers shall take place on/about 1 June. The retiring President will administer an affirmative oath to the newly elected officers.

Section 6: A vacancy in the Vice-President, Treasurer or Secretary positions which occurs during the term of office shall be filled by appointment by the remaining voting members of the Board.

Section 7: A member elected to office of President may not serve for more than two consecutive full terms plus the unexpired term to which they may have been appointed by the Executive Board. In the absence of a nominee for President, the President may serve additional terms.

#### ARTICLE V: MEETINGS

Section 1: General Membership meetings, and Business meetings for AREA and Chapter officers and guests, shall be held on dates and at places to be determined by the Executive Board.

Section 2: The Executive Board shall call additional meetings of the Association, as it shall deem necessary.

Section 3: The Executive Board shall meet at the call of the President

ARTICLE VI: ANNUAL FINANCIAL REPORTS: An annual report summarizing the financial results of AREA for the past fiscal year shall be posted to the AREA web site in July. A notice will be placed in the July Newsletter referring members to the annual report.

ARTICLE VII: LOCAL CHAPTERS: Local Chapters are AREA entities chartered by the Executive Board. A Charter is a document signed by the President and Secretary designating the official name and activation of a Local Chapter.

Section 1: Local Chapters are encouraged and may be established with the approval of the Executive Board provided they conform to the Association constitution.

Section 2: A Local Chapter Charter may be withdrawn by unanimous decision of the Board if deemed in the best interest of the Association. The Board will determine disposal of any unclaimed Local Chapter assets in such cases.

Section 3: Local Chapter members eligible for AREA membership (ARTICLE III) are not required to be dues paying members of the Association. They may participate in Local Chapter activities in accordance with each Local Chapter's policy, but may not serve as President or Vice-President in the Local Chapter. They will not receive AREA publications, nor can they vote on Association matters. They may attend Association conventions.

Section 4: Local Chapters may determine their own procedures for election of local chapter officers.

ARTICLE VIII: AMENDMENTS: This constitution may be amended by a two-thirds vote of the members voting. The Newsletter will be used to provide ballots to each member. The AREA Executive Board on its motion, or upon written request by at least five members in good standing, shall propose amendments. The amended constitution shall become effective March 1<sup>st</sup>.

ARTICLE IX: BYLAWS: The Bylaws of the Association shall be enacted, and may be amended, by a two thirds vote of the Executive Board at a meeting called for such purpose.