



LOGISTICS OFFICER ASSOCIATION

P.O. Box 2264
Arlington, VA 22202

20 Apr 2009

MEMORANDUM FOR RECORD

FROM: Logistics Officer Association (LOA)
P.O. Box 2264
Arlington, VA 22202

SUBJECT: LOA National Bylaws

1. The following LOA National Bylaws, updated with the FY09-10 LOA National Executive Board, is hereby applicable to LOA National and its representative chapters/membership:

ARTICLE I: GENERAL

Section 1: Name and Location. The name of the organization is the Logistics Officer Association, hereinafter referred to as "LOA." The headquarters of the organization shall be in the Metropolitan Washington, D.C. area.

Section 2: Purpose. The purpose of LOA is to enhance the mission of the United States Air Force and the Department of Defense (DoD) through concerted efforts to promote quality logistics, professional development of logistics officers, and an open forum for leadership, management and technical interchange.

Section 3: Limitations. The organization shall be nonprofit, nonpartisan, and nonsectarian. No compensation (salary) shall be paid to any elected officer. No part of the net earnings of LOA shall inure to the benefit of, or be distributed to, its members, officers, or other private persons, except that LOA shall be authorized and empowered to pay reasonable compensation for services rendered. No substantial part of the activities of LOA shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and LOA shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. LOA shall not carry on any activities inconsistent with the requirements for associations exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

ARTICLE II: MEMBERSHIP

Section 1: Qualifications. Every person shall be eligible for membership in LOA who is EITHER:

- a) A professional logistics officer, military or civilian (GS-9 or above and/or Pay Band 2 and above).
- b) A Commander, Director, or equivalent who commands, directs, and/or manages professional logistics officers, military and civilian.

c) A professional logistics officer, or civilian equivalent (GS-9 or above) on active duty with, or retired from, another Military Service under the Department of Defense and other Military Services under other countries' Departments of Defense.

d) A member of a military-related civilian organization who is the equivalent of a professional logistics officer.

Section 2: Types of Membership.

a) Active Member. Those members qualifying and selected under Section 1 of Article II will be known as Active Members with authority to vote and hold office.

b) Honorary Member. Membership conferred upon an individual as a compliment. Such membership confers no rights or privileges and Honorary Members may not vote or hold an elected office.

c) Corporate Member. Those members who are designated by corporations in conjunction with a fee and approved by the LOA Executive Board. Corporate members may not vote or hold office. Corporate members who qualify for active membership must hold a separate membership to vote or hold office.

Section 3: Dues. The Executive Board will establish a dues structure. Membership dues shall be at a rate or rates, and payable at such intervals, as prescribed by the Executive Board.

Section 4: Termination.

a) Any member may resign from the organization upon written notice to the Executive Board. In such an event, dues, in whole or in part, are not refundable.

b) Membership will be terminated for nonpayment of dues after ninety (90) days from the due date, unless otherwise extended by the Executive Board. The member setting forth cause will base extension upon written request.

c) Membership may be terminated by a two-thirds vote of the Executive Board for conduct unbecoming a member or prejudicial to the aims or reputation of the organization after notice and opportunity for a hearing by the Executive Board is afforded the member. In the event of termination, dues, in whole or in part, are not refundable.

d) Members who have been terminated by vote of the Executive Board must requalify for membership by applying to the Executive Board. Final approval shall rest with the Executive Board.

ARTICLE III: EXECUTIVE BOARD

Section 1: Composition. The Executive Board shall consist of the elected officers and appointed officers.

Section 2: Responsibilities. The Executive Board shall handle the normal business of the organization and carry out specific responsibilities outlined in these Bylaws.

Section 3: Quorum. A Quorum for conducting the business of the Executive Board shall not be less than one-half of the members of the Board empowered to vote.

Section 4: Voting Members. Voting members of the Executive Board shall consist of the elected officers.

ARTICLE IV: OFFICERS

Section 1: Composition.

a) There shall be the following elected officers: President, Vice President, Chief Financial Officer (CFO), and Chief Information Officer (CIO).

b) Other officers, such as additional vice presidents, recording secretary, or corresponding secretary, may be established by a majority vote of the Executive Board, as needed, without requiring a vote by the general membership. Removal of the appointed officers will be either through resignation of the incumbent, or removal for cause and voted for by a majority of the Executive Board. Officers to fill any newly established positions, which will be voting members of the Executive Board, will be elected at the earliest general election by the membership under the same procedures outlined in Article V. Temporary appointments prior to the general election will be made by majority vote of the Executive Board.

Section 2: Area Restriction. In order to provide effective organization and management, the LOA Treasurer must reside in the Greater Washington, D.C. area at the time of their election.

Section 3: Term. All elected officers shall serve a term of two (2) years or until their successor assumes the duties of the office. An elected officer may not serve two consecutive terms in the same position. There must be an interval of at least one administration between each term.

Section 4: Vacancies. The Executive Board shall fill vacancies occurring among any elected official by a majority vote.

Section 5: Removal from Office. Any elected officer who does not comply with assigned responsibilities may be relieved of office by two-thirds vote of the Executive Board voting.

Section 6: Duties.

a) The President shall preside at all meetings of the organization, and at any special meetings; shall appoint the committee heads; make interim and ad hoc committee appointments as needed; may appoint additional non-voting members of the Executive Board as approved by the voting members; shall sign all contracts; sign all membership cards; serve as an ex-officio member of all committees except the nominating and election committees.

b) The Vice President shall perform the duties of an absent president and perform such duties as are assigned by the president.

c) The Treasurer shall have charge of all the funds of the organization; make annual financial reports to the membership; sign all checks; maintain the financial records; and prepare required financial returns.

d) The Information Officer shall perform administrative related duties, to include information and communications dissemination and perform such duties as assigned by the President.

ARTICLE V: ELECTION OF OFFICERS

Section 1: Election Cycle. Elections for the President and CFO will be held in odd years. Elections for the Vice President and CIO are held on even years.

Section 2: Nomination.

a) The President, with the approval of the Executive Board, shall appoint a Nominating Committee consisting of a chairperson and two members. The President will appoint the Nominating Committee the first week in April of the election year. The chairperson's name will be announced in the spring "ER", as well as e-mailed to all chapter presidents. Members should contact the chairperson with nominations for President, Vice President, Treasurer, and Information Officer. The Nominating Committee shall select at least two candidates for each elected office.

b) Prior to the election, biographies and photos of each candidate selected by the nominating committee will be provided to the membership.

Section 3: Elections.

- a) The President shall appoint an Elections Committee consisting of a chairperson and two members.
- b) The Executive Board will determine the time and method of balloting to ensure results are available prior to the annual conference. The balloting period shall not be less than 1 month. Only active members as defined in Article II, Section 2, Paragraph a) above with paid dues are eligible to vote.
- c) Members of the Election Committee will monitor the balloting. The Chairperson of the Elections Committee shall make an elections report to the Executive Board prior to the annual conference. The Executive Board shall declare the candidates with the greatest number of votes elected and notify the winners. Election results will be printed in the "ER" and posted on the website.

Section 4: Voting. Each member shall be entitled to cast one vote.

Section 5: Induction of New Officers. Incoming officers will be installed at the conclusion of the annual conference, normally in the Fall of the election year.

ARTICLE VI: COMMITTEES

Section 1: Appointment and Authority. Unless otherwise stated in the Bylaws, the President, with the approval of the Executive Board, shall appoint all committees and committee chairmen. Committee appointments shall be at the will and pleasure of the President and in no event exceed the term of the appointing President.

Section 2: Responsibilities. It shall be the responsibility of the committee to make investigations, conduct studies and hearings, and make recommendations to the Executive Board and to carry on such activities as may be delegated to them by the Board.

ARTICLE VII: CHAPTERS

Section 1: Chapters. With the approval of the Executive Board, members may establish chapters for the furtherance of LOA goals.

Section 2: Chapter Membership. Any LOA member in good standing may apply for membership in any one chapter. Minimum requirement for chapter establishment is ten (10) individuals or wavier approval for less than ten individuals from the Executive Board Chapter Membership.

Section 3: Chapter Bylaws. Chapter Bylaws may not conflict with provisions in the LOA Bylaws.

Section 4: Approval. Chapter approval requests, with proposed Bylaws, will be submitted to the Executive Board for approval. Approval requests will also include identification of proposed chapter officers.

Section 5: National Endorsement. Chapters shall not commit the National LOA to any programs, activity, or endorsement without the prior approval of the Executive Board.

Section 6: Revocation. Chapter approval may be revoked by the Executive Board for conduct prejudicial to the aims of goals of the organization.

Section 7: Chapter Officers. Chapter Officers must be National LOA members.

ARTICLE VIII: MEETINGS

Section 1: Annual Meeting. An annual meeting of LOA will be held each year, the exact time, date, and place to be fixed by the Executive Board. Notice thereof shall be mailed to each member at least forty-five (45) days before said meeting.

Section 2: Executive Board Meetings. There shall be meetings, as needed, either in person, by mail, or electronic mail to tend to the administrative business of LOA.

Section 3: Special Meetings. The President or the Executive Board may call special meetings. Notice of the date, time, location, and business of special meetings shall be given to the members at least 30 days in advance.

Section 4: Quorum. A quorum for conducting business of a regular or special meeting of the membership shall be not less than fifty (50) members empowered to vote, including proxy votes.

ARTICLE IX: AMENDMENTS

Section 1: Amendments. The Bylaws may be amended or revised by an affirmative vote of two-thirds of all the members either present or voting at a meeting designed for that purpose, voting by mail ballot, or by voting electronically as directed by the Executive Board. Copies of proposed amendments shall be given to members in writing at least 45 days prior to the meeting. Any proposed amendment shall be submitted to the Executive Board by petition bearing the genuine signatures of at least twenty-five (25) qualified members of LOA. Such petition shall require a two-thirds vote by the Executive Board in order to be voted on by the general membership. The Executive Board can propose amendments or revisions by a two-thirds vote.

ARTICLE X: RULES OF ORDER

Section 1: Rules of Order. The rules contained in Robert's Rules of Order, Revised shall govern the parliamentary procedure of all meetings of LOA in all cases to which they are applicable, and in which they are consistent with these Bylaws.

ARTICLE XI: DISSOLUTION

Section 1: Dissolution. Upon the dissolution of LOA, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for the public purpose. Section 501(c)(3) states that the assets of the organization may not go to the elected officers at the time of dissolution, but must be equally divided among the membership or donated to any charity or other cause as chosen by the membership. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county (city) in which the principal office of LOA is then located. The funds will be disposed of exclusively for such purposes, or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

2. If you have any questions or recommendations concerning the LOA National Bylaws, please contact the LOA National Information Officer at infoofficer@loanational.org.