



# MOWW BYLAWS

AS ADOPTED AT THE ORGANIZATION CONVENTION, DETROIT, MI (1920), AND AS REVISED  
AT SUBSEQUENT CONVENTIONS, INCLUDING THE EL PASO, TX (2010), NATIONAL CONVENTION

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## ARTICLE I

### FINANCES

SECTION 1. The Fiscal Year (FY) of the Order shall begin on the first day of July and end on the last day of the follow June, e.g., 1 July 2010 — 30 June 2011.

SECTION 2. Payment of Regular (Annual) Membership Dues. Annual Dues. Each Regular and Hereditary Member shall, on or before the anniversary date of their joining, pay through the Treasurer General national dues in an annual amount to be established by the National Convention upon recommendation of the Executive Committee of the General Staff and published in the *MOWW Policy Handbook*.

SECTION 3. Payment of Perpetual Membership Dues.

a. An individual who directly joins the Order as a Perpetual Member (officer veteran or Hereditary) and remits the full Perpetual Membership contribution at the time of application shall be exempt from any and all National and local dues.

b. New members and current annual dues-paying members converting to Perpetual Membership using the installment payment plan will be carried on the National Rolls as Regular Membership until the full amount of the Perpetual Membership contribution has been received at National Headquarters.

c. Members using the installment payment plan will not be liable for the payment of national and local dues during this period, but are required to remit the total Perpetual Membership contribution within one (1) year of application.

SECTION 4. Perpetual Membership Dues Payment Options.

a. The amounts of the one-time contributions of Perpetual Members (including Hereditary Perpetual Members) shall be established by the National Convention upon recommendation of the Executive Committee of the General Staff, and published in the *MOWW Policy Handbook* of the Order.

b. A special schedule of one-time contributions for Perpetual Members may be established to recognize the applicant's age, the period of time elapsed between his initial commissioning as second lieutenant or ensign, or his initial appointment as a warrant officer in any eligible service.

c. National Headquarters may accept an installment contribution plan of four equal payments within one year of the application for Perpetual Membership. However, until such time as the full contribution has been received at National Headquarters, the Companion concerned will be carried on the rolls as a Regular Membership, but shall not be liable for the payment of annual dues.

SECTION 5. Chapter Cadre Dues.

a. Ten dollars (\$10.00 US) for each new Regular or Hereditary annual dues-paying member shall be remitted to a cadre organized under the provisions of the Bylaws, Article III (*Charters*), Section 6.

b. The period of eligibility for such rebate shall expire one (1) year after the cadre has attained ten (10) living members, the minimum number necessary to receive a chapter charter.

SECTION 6. Chapter and Department/Region Dues.

a. Chapter Bylaws may provide for local dues payable to such chapters by their own members in addition to the National dues as provided the Bylaws, Article I (*Finances*), Section 2. Perpetual Members and Senior Members shall not be assessed local dues. A chapter may exempt any worthy member from chapter dues for such period, as it may desire.



b. Department and Region Bylaws may provide for annual financial support from chapters assigned to them in such amounts and using such formulae as may be agreeable to those chapters.

SECTION 7. Non-Payment of Dues (NPD). Members (except as indicated in the Bylaws, Article I (*Finances*), Section 10.b) who have failed to pay their dues for six months shall be dropped from the rolls of chapters, provided that there shall have been sent to their recorded last address at least three notices of their delinquency. Members so dropped shall be eligible for reinstatement or election to another chapter of the Order upon payment of dues in full for the current fiscal year only.

SECTION 8. The contribution for a Memorial Membership in Perpetuity shall be two hundred dollars (\$200.00 US), payable to the Military Order of the World Wars.

SECTION 9. Temporary Waiver of Annual Dues during Overseas Service. Annual dues-paying Companions whose return address is indicated as APO or FPO will be forwarded a notice commending them for their service overseas in serving the United States and will be advised that they are exempt from national and chapter dues until they return to the Continental United States (CONUS). When the address of the Companion changes to one in CONUS, Headquarters will advise the Companion that the exception of dues has expired and annual dues are now required to be paid. If they fail to pay their annual dues, the procedures to collect late dues will begin.

SECTION 10. Annual Tax-Exempt Reporting to the IRS and HQ MOWW.

a. Each chapter shall conform to the requirements for tax-exempt status under the provisions of Internal Revenue Service (IRS) Code 501(c)(19) and shall report its compliance to MOWW National Headquarters in accordance with MOWW Policy on or before 30 September of each year. The National Headquarters of the Military Order of the World Wars will remit no funds to any chapter until receipt of the chapter's annual certification.

b. Failure to file before 30 September of each year will result in the delinquent chapter forfeiting all funds due and payable in the current fiscal year. In certain circumstances, e.g., severe medical illnesses, death or the resignation or transfer of the parties concerned (chapter commander and treasurer), an extension request submitted in writing to the Treasurer General may be granted by the Treasurer General on a case-by-case basis. However, no payment can be made after 30 June of the MOWW Fiscal Year in which the payment was due. The non-distributed funds will be deposited into the MOWW Endowment Fund.

SECTION 11. MOWW Funds:

a. *The Perpetual and Memorial Membership Fund* is made up of all contributions received to record members as Perpetual or Memorial Memberships. This fund is irrevocable and no withdrawals of *corpus* may be made for any purpose. The Trustees shall forward the net income from the Perpetual and Memorial Membership Fund in installments as requested by the Treasurer General. The Treasurer General shall retain one-half of the income for the use of the National Organization and distribute the other half to the chapters, *pro rata* to their rolls of Perpetual or Memorial memberships. Such chapter share(s) of the income shall be remitted to the chapter on whose rolls a membership is carried, provided that:

1) When a Perpetual Membership has been conferred by a chapter as an honor, that share shall go to that chapter in perpetuity regardless the member's transfer to another chapter during their lifetime, or

2) When a Perpetual Membership has been bestowed from outside the Order, the deceased share shall be remitted to the chapter through which such membership was created, unless that member,



exercising in writing the right vested in them at the outset by the donor, had designated some other chapter, or

3) When a Perpetual Membership who has contributed the sum for his own membership desires to transfer to another chapter, they shall notify National Headquarters in writing, which shall advise the two chapters, and such membership and funds shall be so transferred, with consent of the receiving chapter.

b. *The Endowment Fund* is made up of unrestricted gifts received from time to time from members and friends of the Order, the investment of surplus funds accumulated at the National Organization and past appropriations for a purpose no longer existent—plus accumulations of income on such appropriations. The provisions of this paragraph shall not preclude the use of surplus funds of a preceding MOWW Fiscal Year as operating capital for the succeeding MOWW Fiscal Year. The Trustees shall forward the annual net income as of 30 June of each year from this fund as requested by the Treasurer General for deposit in the general operating fund to assist in meeting the operating budget of national organization. Withdrawals above and beyond the annual net income from this fund may be authorized only by the Order in National Convention.

c. *The Vice Admiral George C. Dyer Memorial Will Fund* was established by the terms of VADM Dyer's Will to enhance the cash awards already being awarded for excellence in writing to members of the Order whose articles are published in the Officer Review. Five cash awards are made annually consisting of first prize, a second prize, and three honorable mention prizes. Winners shall be selected by the Trustees who are the Chair of the Magazine Sub-Committee of the Information, Publicity, and Magazine Committee, the Editor-in-Chief of the *Officer Review*<sup>®</sup>, and the Immediate (latest living) Past Commander-in-Chief. The Trustees shall forward the annual net income as of 30 June of each year from this Fund as requested by the Treasurer General in order to fund these prizes. No withdrawals from the *corpus* of this fund shall be allowed.

d. *The Vice Admiral George C. Dyer Memorial Magazine Trust Fund* was established by VADM Dyer Trust to provide cash awards for excellence in writing to members of the Order whose articles are published in the *Officer Review*<sup>®</sup>. Five cash awards are made consisting of first prize, a second prize, and three honorable mention prizes. The winners shall be selected by the Trustees who are the Chair of the Magazine Sub-Committee of the Information, Publicity, and Magazine Committee, the Editor-in-Chief of the *Officer Review*<sup>®</sup>, and the Immediate (latest living) Past Commander-in-Chief. The Trustees shall forward the annual net income as of 30 June of each year from this Fund as requested by the Treasurer General in order to fund these prizes. No withdrawals from the *corpus* of this fund shall be allowed.

e. *The Vice Admiral George C. Dyer Executive Committee Discretionary Trust Fund* was established to provide a perpetual trust for those purposes selected annually by the Executive Committee of the General Staff (EXCOM) at their sole discretion. The Trustees shall forward the annual net income as of 30 June each year from this fund as requested by the Treasurer General in order to fund these purposes. No withdrawals from the *corpus* of this fund shall be allowed.

f. *The Captain Charles Avery Satterlee (USCG) Fund* is a fund established to use the annual interest to present an award to a United States Coast Guard (USCG) Academy graduate each year. The Board of Trustees of the Order will administer (invest and reinvest) the Captain Charles Avery Satterlee (USCG) Fund. The Trustees shall forward the annual net income as of 30 June of each year from this Fund as requested by the Treasurer General in order to fund this award. No withdrawals from the *corpus* of this fund shall be allowed.

g. *The Gist Blair Fund* was established as a testamentary trust to finance certain limited and specified historical purposes for the benefit of the Order, as spelled out in the trust document. It is controlled within the limits of its provisions by three (3) trustees, one of who shall be the Historian General; and the other two of which shall be nominated by the Commander-in-Chief and elected by the General Staff at its annual post-convention meetings with one being designated Chair. The General Staff



may also interim replace any such elected trustee as necessary who is unable or unwilling to complete his term of office.

h. *Headquarters MOWW Operational Fund* was established as a result of an undesignated gift to the Order by Major Carl E. Nemethi, USAF (Former) to underwrite the operations of the National Headquarters and the Order, to include the publication and distribution of the *Officer Review*<sup>®</sup> magazine.

## ARTICLE II

### DEFINITIONS

The following definitions specifically apply to funds listed in Bylaws, Article I (*Finance*), Section 11 (MOWW Funds):

a. **Corpus.** The corpus is a capital or principal sum, as contrasted with a derived income. It is the principal amount of an estate or trust, e.g., the total amount of initial and subsequent gifts, and contributions, received by the Order and deposited in a designated fund or account.

b. **Earnings.** Earnings are the Order's total revenue less its operating expenses, interest paid, depreciation, and taxes. Earnings usually refer to after-tax income but may occasionally be used synonymously with pretax income or even revenues. [Note: Earnings are not to be confused with "earned income," which is income taxed at one's regular income tax rate. Earned income specifically excludes income from investments.] Earnings result from the investment of the *corpus* and retained earnings, including gains or losses from the sale of securities.

c. **Principal.** Funds put up by an investor, e.g., the Order. It is the total of the corpus plus accrued income not distributed, which is sometimes referred to as "net assets."

d. **Surplus Funds.** Money remaining after all liabilities—including taxes, insurance, and operating expenses—are paid. Having surplus funds means the Order has made a profit, it completed a project or program under budget, etc. Surplus funds indicate prudent management of funds over the course of the Order's operations or project. Surplus funds are all assets of a fund, other than the *corpus*, including undistributed profits or retained earnings.

e. **Net Assets.** Net assets are anything of value that the Order buys. This includes, but is not limited to, the *corpus* plus interest and income of the fund not distributed. Assets can be physical, such as real estate or stocks, a claim on debts, accounts receivable or liens, or a right (such as a patent). Of crucial importance to assets is their relative liquidity, or the ease with which they can be converted to cash. Liquid assets are often thought to be more useful than illiquid assets. Tangible assets are assets that can be seen and touched, e.g., "hard assets." Tangible assets include things that can be reproduced (e.g., a building) and things that cannot be reproduced (e.g., land). Intangible assets are assets that cannot be seen or touched, e.g., brand recognition.

## ARTICLE III

### CHARTERS

SECTION 1. A Region, State, Department, or Chapter charter may be granted, revoked, surrendered or, if applicable, merged with the consent of the General Staff, providing the administrative procedures contained in the *MOWW Policy Handbook*, Chapter XV (*Charters*) are followed.

SECTION 2. No Region, State, Department, or Chapter, at any Region, State, Department, or Chapter Convention, meeting or assembly, may take any action committing the Order in matters of policy affecting the Order as a whole, since the National Convention is the only body with such authority and it is the body representative of all the Chapters and Companions of the Order.



SECTION 3. Region, Department and Chapter Constitutions and Bylaws must at all times be consistent with the National Constitution and Bylaws of the Order.

SECTION 4. Organized Region, Department and Chapter Officers shall be elected and installed during the second quarter of the calendar year, and assume their duties at that time. The results of such elections shall be reported to National Headquarters on or before 30 June of each year. Failure to so elect and report such officers shall be cause for the Commander-in-Chief either to order an election to be held, or to appoint officers to conduct the business of the organized Region, Department or Chapter.

SECTION 5. The text of a Region, State, and Department or Chapter charter shall be as determined by the General Staff.

SECTION 6. A letter of authorization to recruit a new chapter may be issued by the Executive Committee of the General Staff to a group of five (5) or more Companions, upon application. It may be sponsored by a National Officer or by another chapter for a period of one (1) year. The granting of this authorization will be for one (1) year and permit the applicants to establish a recruiting cadre. Authorization may be extended to an additional year, if five (5) or more Companions have been added during the original 12-month period. Cadres will have all the privileges of a chapter except a charter and the right to send voting delegates to the National Convention.

SECTION 7. Companions not affiliated with local chapters shall be grouped into the Headquarters Chapter, where they will enjoy the same rights and privileges of membership as those Companions affiliated with local chapters. (See the MOWW Bylaws, Article V (*Duties of Officers*), Section 1.c(6).) Local commanders and appropriate committees are authorized to encourage members-at-large to participate in local activities and to organize as cadres and chapters, when sufficient numbers for those purposes exist in any particular area.

ARTICLE IV  
INSIGNIA

The insignia of the Order shall be a red enameled Formee cross surmounted by a bronze eagle with spread pinions and surrounded by a bronze wreath. On the cross is superimposed a bronze medallion having on it in low relief a figure of Justice and the name of the Order.



ARTICLE V  
DUTIES OF OFFICERS

SECTION 1. The Duties of the Officers of the Military Order of World Wars shall be as follows:

- a. *The Commander-in-Chief (CINC).*



1) The CINC shall preside at the National Convention and meetings of the General Staff and the Executive Committee of the General Staff.

2) He shall enforce a strict observance of the Constitution and Bylaws and perform such other duties as custom and parliamentary usage may require, or which the General Staff may prescribe.

b. *Vice Commanders-in-Chief (VCINC).*

1) The Senior Vice Commander-in-Chief (SVCINC) and the four Vice Commanders-in-Chief (VCINCs) shall assist the Commander-in-Chief (CINC) when called upon.

2) In case of the CINC's absence or disability the SVCINC followed by one of the four VCINCs (as determined by the General Staff) shall act in his stead. In the event of the CINC's resignation or death, the CINC shall be succeeded to his office by the SR VCINC or if he is not able to serve, by one of the four VCINCs, as determined by the General Staff.

3) If the CINC is replaced by the SVCINC, a VCINC will be selected by the General Staff to fill the SVCINC position and the vacant VCINC position will be filled by one of the five (5) At-Large (i.e., elected) General Staff Officers, as determined by the General Staff.

b. *The Chief of Staff (CS).*

1) The Chief of Staff is responsible for conducting the Order's affairs pursuant to the Resolutions and Directives of the National Convention, the General Staff and the National Constitution and Bylaws.

2) The Chief of Staff is responsible for the routine business correspondence of National Headquarters with Commanders of the Order and individual Companions.

3) The Chief of Staff shall maintain close liaisons with Regions, States, Departments and Chapters.

4) The Chief of Staff shall implement the policies of the Order and is the custodian of records and files, as well as the seal of the Order.

5) The Chief of Staff is responsible for recording and reporting all meetings of Conventions, the General Staff and the Executive Committee of the General Staff, and shall transmit copies of minutes of such meetings to members of the General Staff and Chapter Commanders by mail, email and/or the Order's web site, as prescribed by actions of the Order.

6) The Chief of Staff shall also serve as both Commander and Adjutant of the National Headquarters Chapter for the purpose of providing appropriate administrative support to the members of that chapter to the extent that they would be entitled to such support as any other chapter of the Order. Such support will include the designation of the appropriate number of members of the National Headquarters Chapter as delegates to the National Convention, as described by the rules of the Order in the *MOWW Policy Handbook*. Notwithstanding his status as Commander of the National Headquarters Chapter, the Chief of Staff does not in consequence enjoy the right to serve as, or to be considered as, a voting delegate to any meetings of the General Staff or to the National Convention.

7) The Chief of Staff shall serve as the Editor-in-Chief of the *Officer Review*<sup>®</sup> magazine.

8) The Chief of Staff is a member of:

a) The General Staff and Executive Committee of the General Staff (*ex officio* without a vote)



- b) The Magazine Sub-Committee (*ex officio* without a vote).
- c) The Budget Committee (*ex officio* without a vote).
- d) The Legislative and Resolutions Committee (*ex officio* without a vote).
- e) The Information and Publicity Committee (*ex officio* without a vote).
- f) The National Convention Committee (*ex officio* without a vote).
- g) A Trustee of the VADM Dyer Magazine Trust Fund (*ex officio* without a vote).

c. *The Treasurer General.*

1) The Treasurer General is responsible for all monies paid into the National Headquarters. This includes, but is not limited to, its proper allocation, safe custody and disbursement as authorized by the approved budget or by the General Staff. The Treasurer General's account books shall be open to members of the General Staff at all times

2) The Treasurer General shall annually submit to the General Staff and National Convention a certified public accountant (CPA) audit of the receipts, disbursements, permanent funds, assets, and liabilities of the Order. The CPAs shall give a corporate surety bond, satisfactory to the General Staff, in such sum as the General Staff may direct, the premium thereon paid by the Order. The CPAs shall be members *ex officio* without a vote of the Board of Trustees.

3) At the end of each fiscal year the Treasurer General shall publish the financial statement of the Order in the *Officer Review*<sup>®</sup> magazine.

e. *The Judge Advocate General* shall give legal advice on matters pertaining to the Order upon request by a National Officer, the General Staff, or any Companion of the Order. The Judge Advocate General shall report to the General Staff and National Convention on all matters referred to him/her.

f. *The Surgeon General* shall report at National Conventions on such matters in the physical welfare field as may be of timely interest to the Order, and shall perform such other duties as may be prescribed by the General Staff.

g. *The Chaplain General* shall lead National Conventions and General Staff meetings with prayer and perform such other duties customary to his office, as directed by the General Staff.

h. *The Historian General* shall acquire and preserve records of historical interest relating to the Order and/or its members, and arrange for safe custody and accessibility of such records, subject to General Staff approval.

i. *General Staff Officers (GSO).*

1) General Staff Officers-at-Large: Two (2) of the ten (10) General Staff members-at-large shall be assigned by the Commander-in-Chief to each of the five (5) Vice Commanders-in-Chief, and they shall constitute a staff to assist the respective Vice Commanders-in-Chief by:

a) Preparation, processing and presentation of staff studies, as directed by the Commander-in-Chief or assigned Vice Commander-in-Chief. Assignment of preparation, processing, and presentation of a staff study shall include designation of the General Staff Member-at-Large who shall be responsible for carrying through the studies to completed action. This shall include necessary coordination with other Vice Commanders-in-Chief, National Officers and Chairs of Committees, to include (in every case) the



Policy Planning Committee, prior to submission to the assigning officer. The Commander-in-Chief shall be consulted as necessary and appropriate.

b) Monitoring the activities of standing and *ad hoc* committees assigned to the Vice Commanders-in-Chief by the Commander-in-Chief. Exempted from such assignments shall be committees chaired by the Commander-in-Chief, Vice Commanders-in-Chief, Past Commanders-in-Chief, or others specifically designated by the Commander-in-Chief.

c) Representing, as requested, the Commander-in-Chief or a Vice Commander-in-Chief at designated functions within the Order.

d) Performing other duties as may be assigned by the General Staff.

2) The Chief of Staff shall be kept informed of the activities of these General Staff Officers and provide such assistance as may be feasible to assist them in carrying out their duties.

j. *The Board of Trustees.* The duties of the members of the Board of Trustees of the Military Order of the World Wars are prescribed below:

1) Within any policy guidance established by the General Staff or the Order in National Convention, the Board of Trustees of the Order shall administer the Order's funds by investing and reinvesting all monies committed to its charge in the appropriate funds.

2) The Board of Trustees shall submit a report to the National Convention and the General Staff, upon request, listing the investments held in each of the funds (and their parts) entrusted to their care. The report shall provide such additional data as may be directed from time to time by the General Staff.

3) The Trustees shall also report on the amount of the *corpus* for the Perpetual and Memorial Membership Fund at each National Convention meeting. At any scheduled meeting, any two (2) members of the Board of Trustees shall constitute a *quorum*. If records are inadequate, the Board of Trustees shall use its best judgment in establishing the corpus amount.

## SECTION 2. Promoting Activity and Cooperation Among Chapters.

a. *Region Commanders* shall promote activity and cooperation among existing chapters of their Region, and shall encourage the formation of new chapters and the increase of membership through improving and broadening the Order's public standing in their Region. They shall engage the support of his State or Department Commanders. They shall make regular reports to the Commander-in-Chief, and report to the General Staff and the National Convention.

b. *State and Department Commanders* shall promote the activity of and cooperation among existing chapters of their respective State and Departments, and shall encourage the formation of new chapters, the increase of membership and the improving and widening of the Order's public standing in their respective States and Departments.

1) They shall support their respective Regional Commanders, making such reports as necessary or required to their Regional Commanders, the Vice Commanders-in-Chief, Commander-in-Chief and the General Staff.

2) In those States having one (1) or more organized Departments, each Department Commander shall, during the second quarter of the calendar year, call a convention of the delegates of the chapters within the Department for the purpose of electing Department officers and for such other business as may properly be considered.

SECTION 3. Each elected additional member of the General Staff from a Region shall, as possible, assist the Commander of the Region and, in case of necessity, act as relief of the Regional Commander.



SECTION 4. In the absence of any officer or their failure to perform their duties satisfactorily, these duties may be assigned to another Companion by the General Staff.

## ARTICLE VI

### *REGION AND DEPARTMENT ORGANIZATION*

SECTION 1. There shall be a maximum of fourteen (14) Regions in the United States and its Territories, each designated by Roman numerals.

SECTION 2. The composition of the Regions may be adjusted, and the States and Territories in any Region may be combined, by order of the Commander-in-Chief, with approval of the General Staff.

SECTION 3. All geographical areas that have been organized into Regions/Departments as provided for in these Bylaws, and have elected Region/Department Commanders and staff, shall have the opportunity to present and discuss matters relating to the Region's/Department's internal governance with their elected officers and staff prior to submission to the General Staff.

## ARTICLE VII

### *STANDING COMMITTEES AND COUNCILS*

SECTION 1. With the exception of the Executive Committee of the General Staff (EXCOM), the following committees shall serve as Standing Committees of the General Staff and of the National Convention:

- a. Boy and Girl Scouts Committee
- b. Budget Committee
- c. Chapter Activities and Awards Committee
- d. Constitution and Bylaws Committee
- e. Ethics Committee
- f. Financial Development Committee
- g. Historical and Archives Committee
- h. Homeland Security Committee
- i. Honors and Protocol Committee
- j. Information, Publicity & Magazine Committee
- k. Law and Order Committee
- l. Legislative and Resolutions Committee
- m. Membership Committee
- n. Memorials Committee
- o. National Convention & Seminars Committee
- p. National Security Committee
- q. Nominating Committee
- r. Patriotic Education Committee
- s. Policy Planning Committee
- t. ROTC Committee



SECTION 2. A Companion of the Military Order shall not be Chair of more than one regular standing committee during the same period of time unless so designated by the Bylaws.

SECTION 3. The advisory councils of the Order are:

- a. Council of Past Commanders-in-Chief
- b. Council of Region Commanders

SECTION 4. Except as required by the provisions of the Constitution and Bylaws, the Commander-in-Chief shall appoint chairpersons of each national committee—both standing and *ad hoc* committees—and as many committee members as he/she may desire. The remaining committee members shall be appointed by the respective committee chairpersons, within any limits set by the Constitution and Bylaws or the Commander-in-Chief. The chairpersons and members of such committees shall be announced by the Commander-in-Chief, so far as is possible, at the Post-Convention meeting of the General Staff.

SECTION 5. Except with the express consent of the Commander-in-Chief, a member of the Order may not be a member of more than two standing committees at the same time and may not, in any case, be a member of more than three (3) standing committees except in those cases where, by reason of National Officer status or past National Officer status, an assignment to more than one (1) standing committee is mandatory under provisions of the Constitution and/or Bylaws. In such instances, a Companion may be a member of one (1) additional, non-mandatory, standing committee.

SECTION 6. Nothing in these Bylaws shall preclude formation of *ad hoc* committees by the Commander-in-Chief, the General Staff or the National Convention. The Commander-in-Chief shall appoint the members of such committees, unless a motion at the National Convention or General Staff meeting to form an *ad hoc* committee names its chair and/or members. Each such committee shall be formed for a specific purpose, and shall be dissolved when its purpose has been accomplished and a report made to the Commander-in-Chief, General Staff, or National Convention, as required. At the Post-Convention meeting of the General Staff, the Commander-in-Chief shall recommend the retention or discontinuance of *ad hoc* committees formed in previous years.

SECTION 7. Committees shall report their proceedings and progress at each National Convention, and at such other times as may be requested by the General Staff or the Commander-in-Chief.

## ARTICLE VIII *ORDER OF BUSINESS*

SECTION 1. *Robert's Rules of Order Newly Revised* (RONR) shall govern parliamentary procedure in all meetings, assemblies, and conventions of the Order. If any nominee or candidate for office fails to receive a plurality vote, they shall not be considered elected to such office.

SECTION 2. General Staff Meeting Agendas.

a. The order of business at General Staff (GS) meetings shall be in accordance with an agenda prepared by the Chief of Staff, pursuant to the direction of the Commander-in Chief. In the absence of an agenda directed by the Commander-in Chief, the order of business at General Staff meetings shall be:

- 1) Call to order
- 2) Invocation
- 3) Pledge of Allegiance
- 4) Reading of the Preamble



- 5) Roll call
- 6) Approval of minutes of preceding meeting and action thereon. Reports by the Commander-in-Chief, Chief of Staff, Treasurer General and other Officers
- 7) Reports of Committees
- 8) Unfinished business
- 9) New business
- 10) Benediction and adjournment

b. The national flag of the United States of America and the organizational flag of the Military Order of the World Wars shall be displayed at all times when the General Staff and/or the Executive Committee of the General Staff are in session.

### SECTION 3. National Convention Agendas.

a. The order of business at National Conventions shall be in accordance with an agenda prepared by the Chief of Staff, pursuant to direction of the Commander-in-Chief. In the absence of an agenda directed by the Commander-in-Chief, the order of business at National Conventions shall be:

b. Opening ceremonies will include the call to order, invocation, Pledge of Allegiance, reading of the Preamble, Welcome, Commander-in-Chief's address, the first day resolution, and:

- 1) Minutes of the previous convention
- 2) Reports of rules, credentials and registration committees
- 3) Reports of National Officers
- 4) Report of the Board of Trustees
- 5) Report of the General Staff
- 6) Report of the Executive Committee of the General Staff
- 7) Reports of standing committees (except the Legislative and Resolutions Committee and the Constitution and Bylaws Committee)
- 8) Reports of *Ad Hoc* Committees
- 9) Report of the Legislative and Resolutions Committee
- 10) Report of the Constitution and Bylaws Committee
- 11) Report of the Nominating Committee and the election of National Officers
- 12) Unfinished business (to include citations and installation of officers not to be installed at banquet)
- 13) New business
- 14) Annual banquet (to include installation of certain officers)
- 15) Benediction and adjournment

### SECTION 4. National Convention Memorial Service.

a. National Conventions shall include an ecumenical memorial service, including the presentation of the national flag of the United States of America. Any specific religious faith group of persons in



attendance at a National Convention that desires to participate in an additional worship or celebration service during the Convention should contact the Chaplain General in advance for arrangements.

b. The national flag of the United States of America and the organizational flag of The Military Order of the World Wars shall be displayed at all times when the Convention is in session.

## ARTICLE IX AMENDMENTS

SECTION 1. Any member or subdivision of the Order may submit a proposal to amend the Bylaws of the Order by submitting such proposals to the Chair, Constitution and Bylaws Committee, at the address listed in the current National Directory of the Order not later than 15 February of each year, provided that proposals submitted after that date but no later than 15 March of each year may be considered if a majority of the members of the Constitution and Bylaws Committee finds that the subject of the proposal is of an emergency matter and should be considered.

SECTION 2. The Executive Committee of the General Staff shall designate standard form requirements for the drafting of proposals submitted to amend the Bylaws of the Order, which shall be published in the *MOWW Policy Handbook*.

SECTION 3. These Bylaws may be amended by the Order in National Convention by two-thirds (2/3) of the delegates voting provided that the chapters and members of the General Staff are given notice of such proposed amendment at least sixty days prior to the first convention session of the Convention at which they are to be presented for adoption.

SECTION 4. The Chief of Staff shall be responsible for maintaining, publishing and distributing the Constitution and Bylaws of the Order, and may name, re-name, title, re-title, number, re-number, letter or re-letter and/or order or re-order any article, section and/or sub-section in a uniform manner, provided that such a system adopted for differentiating the articles, section and sub-sections shall not be considered as substantive in the interpretation of the Bylaws.

## ARTICLE X INDEMNIFICATION

SECTION 1. General Staff members, Trustees or other official MOWW officials.

a. The indemnification herein provided for shall also apply in respect to any amount reasonably paid in compromise of any such action, suit, proceeding or claim asserted against such General Staff member, Trustee or other official designated above (including expenses, counsel fees and costs reasonably incurred in connection therewith) provided that the General Staff shall first have approved such proposed compromise settlement and determined that the General Staff member or other such designated person involved was not guilty of gross negligence or willful misconduct.

b. In taking such General Staff action, any such person involved shall not be qualified to vote thereon, and if for this reason a quorum of the General Staff cannot be obtained to vote thereon, the above determinations shall be made by a committee of three (3) persons appointed by the members of the General Staff or other such designated official(s) may be lawfully entitled.

SECTION 2. Each member or former member of the General Staff, Trustee or national committee chair of the Order, and/or his/her legal representatives legally authorized to act in the name of the Order, shall be indemnified by the Order against liabilities, expenses, counsel fees and costs reasonably incurred by him/her or their estate in connection with, or arising out of any action, suit, proceeding or claim in which



he or she is made a party by reason of his or her being or having been such General Staff member or official.

a. Any person who, at the request of the Order, served as an Officer, Trustee, National Committee Chair or in any other decision-making position, and with which the Order conducted a duly authorized activity, that person and/or his or her legal representatives, shall in like manner be indemnified by this organization, provided that in either case this organization shall indemnify such General Staff member, Trustee, or such designated person with respect to any matters as to which he or she shall be finally adjudged to have acted in any performance of his or her duties as such members of the General Staff at a duly called special meeting or at a regular meeting.

b. In determining whether or not a General Staff member, Trustee, or such other person designated above was guilty of gross negligence or willful misconduct in relation to any such matter, the General Staff or Committee appointed by its members as above, as the case may be, may rely conclusively upon an opinion of independent legal counsel selected by the General Staff or the said Committee.

SECTION 3. The right to indemnification herein provided shall not be exclusive of any other rights to which such General Staff member or Trustee is entitled.