

## ASSOCIATION of MINEMEN

### ASSOCIATION of MINEMEN DUTIES OF OFFICERS, DIRECTORS AND COMMITTEES APPROVED as of 13 May 1998; Revised Oct 8, 2019

The intent of this document is to provide officers and committee members with guidelines to assist in accomplishing their general duties of the Association. Topics addressed are the duties of the President, Vice President, Secretary, Treasurer, Parliamentarian, Chaplain, Quartermaster, Board of Directors, and Chairpersons and members of Standing and Special Committees. Order of Business and Parliamentary Procedures are included to assist in the proper procedures for conducting business meetings. This document is intended to complement the duties and responsibilities described in the Association bylaws.

#### OFFICERS AND THEIR RESPECTIVE DUTIES

##### A. DUTY OF THE PRESIDENT

1. It is the duty of the President to enforce the rules and preserve order at all business and official functions of the Association. The President is to control the meetings by presiding in a business manner within the guidelines provided in this document, Association bylaws, and the Robert's Rules of Order, but still provides the climate for a free expression on the part of the participants.
2. To acquire a working knowledge of the Robert's Rules of Order and a thorough understanding of the bylaws, and any standing or special rules of the Association.
3. Shall represent the Association at official functions whenever possible, or make every effort to have an official representative attend the function or ceremony to which the Association is invited.
4. To maintain a list of standing and special committees, their chairperson(s) and members, and to encourage and promote their business in relation to the Association.
5. To explain and decide all questions of order that come before the Board and general business meetings.
6. To announce all business as outlined on the agenda in progression.
7. To be available so he/she may be informed on communications from the Board of Directors or any member.
8. To extend every courtesy to members of the Board and assembly posing a motion that the President may not be in favor.
9. To award signature when necessary on contracts, etc., and sign checks when required with the Treasurer.
10. To show appreciation to Association members for devoted service.
11. Work cooperatively with his/her successor. It is important to assist the new President and to set a strong example for all Board members to do the same.

12. With the Secretary and Reunion Committee, develop, publish, and distribute the annual reunion schedule of events, agenda, and reservation form in a timely manner to assure maximum membership exposure and response.

13. With the Vice President, formulate any necessary long-range plans for the Association.

#### B. DUTY OF THE VICE PRESIDENT

1. In the absence of the President, the Vice President will preside and perform the duties of President. In the event of the death or resignation of the President, the Vice President shall be confirmed as "President Pro Tem" by the Board of Directors and shall preside as such for the remainder of the term.

2. With the President, formulate any necessary long-range plans of the Association.

3. Aid the President in ensuring that all appropriate reports to the Board will be given in the event that the person responsible for the report cannot attend the Board meeting.

4. Be an ex-officio member of the Membership Committee.

5. Coordinate annual nominations.

6. Coordinate the submission of eligible names for awards or honorarium to be presented at the Annual Board of Directors and General Business Meeting. This shall include, but not be limited to:

- Minemen of the Year (Active and Reserve)
- Consolidated Order of the Clock Cockers (COCC - 30 years award)
- Honorary Minemen (Concentrated Service)

7. With the Secretary, maintain a stock of plaques, forms, letters of recognition, etc., to recognize unique or outstanding service to the U.S. Navy Mine Force and/or private sector which perpetuates the objectives of the Association.

#### C. DUTY OF THE SECRETARY

1. The Secretary is the recording officer of the Association and the custodian of its records, except those assigned to others, such as the Treasurer's books. In addition to handling normal Association correspondence, the Secretary is custodian of all Association document and correspondence files.

2. The Secretary keeps the master list of members and compiles the membership roster for the Membership Committee and its subsequent report at the Annual Board of Directors Meeting and General Business Meeting.

3. It is the duties of the Secretary to bill members for their dues and to receive payment of them, to maintain a ledger of each member's account, and to turn over to the Treasurer and obtain his/her receipt for moneys received.

4. In cooperation with the Membership Committee, the Secretary mails "New Member Package" to each new member. The package, at a minimum, shall contain their membership card and welcome letter.

5. With the President and Reunion Committee develop, publish, and distribute the annual reunion schedule of events, agenda, and reservation form in a timely manner to assure maximum membership exposure and response.

#### D. DUTY OF THE TREASURER

1. The Treasurer is the officer entrusted with the custody of the Association's funds. The Treasurer is responsible for financial record keeping as stated in the Association bylaws. This officer cannot disburse funds except by authority of the Association Board or as the bylaws prescribe.

2. The Treasurer shall make a full financial report annually to the membership at the Annual General Business Meeting and to make interim reports as the Association Board may direct.

3. It is the duty of the Treasurer to receive from the Secretary the payment of dues and fees and provide a receipt for moneys received.

4. Shall receive from the Quartermaster moneys received from the sale of Association owned items of clothing and accessories and provide a receipt for moneys received. Also, to disburse funds for items of clothing and accessories needed for replenishment of inventory.

5. The Treasurer, upon request, may advise the Annual Reunion Chairperson in planning the budget for their event

6. In the event of dissolution of the Association of Minemen organization, the Treasurer shall cause permanent distribution of all organization assets as specified in the bylaws.

#### E. DUTY OF THE PARLIAMENTARIAN

1. The Parliamentarian is a consultant who advises the President and other officers, committees, and members of the Association on matters of parliamentary procedures. The Parliamentarian's role is purely one of counsel, since parliamentary law gives the Chair alone the power to rule on questions of order or to answer parliamentary inquiries.

2. The Parliamentarian shall become acquainted with any business to come before the meeting of the Board and general business meetings; shall advise the Chair and Secretary on the planning and steering of business to be introduced; and shall advise the Chair of any potential or anticipated problems concerning meeting conduct.

3. During the meeting, shall give advice to the Chair and, when requested, to any other member.

4. Shall call attention to the Chair, as inconspicuously as possible, to any error in the proceedings that may affect the substantive right of any member, or which may otherwise create an area of conflict.

5. Shall maintain a position of impartiality in all matters before the President, Board of Directors, and the general membership.

6. Shall assist the President, Board of Directors, and members in the interpretation of standing bylaws, proposed bylaws revisions, and standing rules of committees.

## F. DUTY OF THE CHAPLAIN

1. Perform any special duties relating to sickness, distress or death of a member as may be requested by the President.
2. Conduct the opening prayer at the annual dinner meeting.
3. Read the names of Association members, their families, and friends that have passed away during the past year at the annual dinner meeting. Cause a minute of silence in respect to their memory and a tribute to their service to our county.

## G. DUTY OF THE QUARTERMASTER

1. Be the custodian of all Association property that the President might assign. Maintain an inventory and order and compile necessary reports.
2. Provide a significant sample of Association items for sale at the annual membership meeting functions (i.e., early bird, hospitality suite, business meeting, and picnic) where possible.
3. Disburse purchased items of Association owned items of clothing and accessories, and provide the proceeds to the Treasurer.

## H. DUTY OF BOARD MEMBERS

1. Acquire a working knowledge of the Robert's Rules of Order, a thorough understanding of the bylaws, and any standing or special rules, procedures, guidelines, or regulations of the Association, so that each Director may help the President control meetings and conduct business with proper decorum.
2. Attend each meeting with a positive attitude and an objective to help make the meeting as productive as possible.
3. Vote on issues before the Board including expenditure of funds, adopting or otherwise modifying any rules, procedures, regulations, and remedial actions necessary for resolving problems or enhancing Association business.
4. Preceding the annual business meeting, discuss agenda items and form a collective Board recommendation on issues that will be discussed.
5. Be receptive to any member wishing to bring an issue before the Board. Unless it is simple, work with the member to write the issue in the form of a motion that the member would like to have the Board adopt.

## STANDING COMMITTEES

### A. MEMBERSHIP COMMITTEE

1. The Membership Committee shall receive all applications for membership and review them for completeness of information, eligibility in accordance with the Association bylaws, and proper payment of membership fee and one-time administrative fee. The Membership Committee shall also, at their discretion, have the ability to recognize and/or distinguish any special, senior or distinctive service membership, as approved by the Board of Directors.
2. The Committee shall also receive nominations from any voting member or group of voting members, for an individual to be inducted as an Honorary Member. The Committee shall assure the nominee meets the criteria of the bylaws prior to placement of the nominee's name before the general membership for majority vote.
3. The Committee shall also act in an advisory capacity to the Board of Directors on any issue involving a recommendation for dismissal or reprimand of any member due to misconduct or behavior considered detrimental to the Association. In accordance with Article III, Section 2 and Article X, Section 4 of the bylaws, the Board of Directors shall make the decision concerning the membership action. However, matters may be appealed at the Annual General Business Meeting for vote by the general assembly.
4. The Chairperson of the Membership Committee, or his/her designate, shall make the annual report of membership at the Annual General Business Meeting.
5. The Committee shall be comprised of a minimum of two voting members and the Vice President who is acting in an ex-officio capacity.

### B. SCHOLARSHIP COMMITTEE

1. The Scholarship Committee will consist of a Chairperson appointed by the Association President, subject to the approval of the Association Board of Directors. Committee members, consisting of a minimum of two members in good standing, will be appointed by and serve at the pleasure of the Chairperson.
2. At the annual reunion board of directors meeting there will be an agenda item for the directors to review scholarship funds available and advise the scholarship chair of the funds available for the following year's scholarship awards. [Change 1 [#chg1](#)]
3. The Secretary shall determine eligibility of the applicant. The Scholarship Chairperson shall receive from the Secretary by 1 July all applications and review them for completeness of information in accordance with application rules.
4. The Committee will review applicant's scholastic and/or academic achievements to determine relative merit, and determine qualification of the participating/designated academic institution.
5. The Committee will select two candidates to receive funds. If the Committee has previously been [Change 1 [#chg1](#)] advised by the Association Board that special donations have been received from

individuals or other sources that were designated for the scholarship program, then the Committee may [Change 1#chg1]select additional candidates. The Committee may also declare that no scholarships will be awarded [change 1#chg1]. The selection of candidates by the Committee is final and cannot be changed by the Association Board or at the General Business Meeting.

6. The scholarship shall be for the amount of \$750 maximum [Change 1#chg1] per annum, per candidate. The scholarship shall be applied to the academic year or designated term for the course of study for which the candidate had requested in their application. The Selection Committee reserves the right to award lesser amount for any given year based on qualifying need, applicability, or availability of funds.

### C. HISTORY/MUSEUM COMMITTEE

1. The History/Museum Committee shall be responsible for maintaining Association records, paraphernalia, artifacts, oral histories, documentation and physical materials that are originated, donated, bequeathed, or otherwise obtained to preserve our professional history for past, present and future mine warfare generations.

2. The Committee will make every effort to keep current or otherwise maintain an official U.S. Navy agreement pertaining to donation of obsolete material for museum display, and declassified or other archive documentation which would be of historical value.

3. The Committee will maintain the Association museums, which are a public display aboard the USS Yorktown and USS Lexington. Implicit in this responsibility is the requirement to keep the display current, well maintained, interesting and informative.

4. The Chairperson of the Committee shall also be titled as the Association's "Historian." The Historian shall have the responsibility to cause all material and documentation of historical nature, and located at the museum, to be inventoried, catalogued, preserved in the best means possible, protected, and displayed where possible and feasible to perpetuate our history with the general public. The Historian shall also make any materials and documentation available to other historians or academicians for the purpose of study, photography, photocopy, or excerpt, when it is determined that it is in the best interest of the Association and its historical objectives, and said availability does not relinquish the original material from the Association archives.

5. The Historian and Committee shall be allowed to draw from funds collected by the Association for the specific purpose of maintaining the Association museums and its contents. A full accounting of maintenance funds expended must be made to the Treasurer, with final approval by the Board of Directors.

6. The Committee shall have the ability to place before the President, Board of Directors and general membership any ventures, ideas and/or promotions which can perpetuate our history. Where such involves expenditure of Association funds above the limitations imposed by the Board and/or the bylaws, the general membership must provide a majority vote of approval by members present at the annual business meeting.

7. The Historian shall make periodic reports to the President in accordance with Article VIII, Section 2 of the bylaws, and is encouraged to publish periodic newsworthy articles in the newsletter. The Historian will make an annual report to the general assembly at the annual business meeting.

8. The Committee shall be comprised of the Chairperson/Historian as appointed by the President and approved by the Board of Directors, and as many volunteer "aides" as he/she may solicit to assist in maintaining the Association's historical materials.

## SPECIAL COMMITTEES

### A. NOMINATING COMMITTEE

1. The Nominating Committee shall be considered a special committee due to its requirement for annual restructuring to meet bylaw requirements to elect/reelect, at a minimum, two members each year to the Board of Directors.

2. It is the duty of the Vice President to coordinate annual nominations. The two mid-term Board members (i.e., those at the two-year tenure of their three-year term) shall be responsible for either chairing the Committee, participating with the Committee, or causing the Nominating Committee to be formed with other voting members. If the Nominating Committee is formed of other members than the mid-term Board members, these Board members shall act as liaison to the formed Committee. They shall provide advice and contact assistance for the purpose of soliciting persons willing to be nominated and serve in officer capacities.

3. The Committee will be comprised of a minimum of two members, preferable three. The results of their efforts to recruit nominees for election to the various offices that are open for the respective annual election will be announced when the floor is opened for nominations for each respective office. All nominees, including those "in absentia," must meet the criteria of the bylaws, Article V, Section 5.

### B. REUNION COMMITTEE

1. The Reunion Committee shall be considered a special committee due to its requirement for annual restructuring to meet the unique geographic requirements of relocating the reunion/business meeting on an annual basis.

2. Commensurate with the vote at each business meeting to select a location for the year succeeding the next year reunion (i.e., two years hence), there shall be a member or members which will assume a lead role in organizing, negotiating and otherwise obtaining facilities and/or services for the reunion at the respective location. This member or members shall comprise the Reunion Committee, even though other volunteers may be concurrently or subsequently assigned.

3. The Committee shall be provided a reunion planning guide and/or other guidelines by which they can effectively and efficiently outline, plan and execute all necessary arrangements for the reunion/business meeting, so that only minimal time and effort will be required.

4. The Committee shall have the ability to negotiate prices for facilities/services at the local level in anticipation of events, sign committing contracts as required, and draw upon Association funds to secure necessary arrangements, materials or foodstuffs.

5. The Committee will provide periodic reports to the President and Secretary for the purpose of advising on progress, forthcoming plans and events, and information required for registration forms to be promulgated via the newsletter.

## BUSINESS AND PARLIAMENTARY PROCEDURES

### A. ORDER OF BUSINESS.

Rules of conduct are necessary to help shape a strong and effective organization for the betterment of the entire Association of Minemen. It is based on freedom of speech, respect for the dignity of fellow members, and uniformity and fairness. The most serious defect in most board meetings and general member assemblies is the lack of reasonable decorum. Good order must be maintained by the presiding officer if business is to be carried out.

1. The following has been adopted as the standard order of business in conducting meetings:
  - a. Reading of minutes or waiver of reading of the previous meeting.
  - b. Reports of standing committees.
  - c. Reports of special committees.
  - d. Financial reports.
  - e. Unfinished business.
  - f. General Discussion.
  - g. New business.
2. In preparation for the Board meeting, the minutes of the previous meeting should be gone over with the President and Secretary to correct or clarify them in advance, if necessary.
3. All reports by standing and special committees would be best submitted in written form. At the discretion of the President and/or Board of Directors, there are times when verbal reports are acceptable.
4. Standing committees usually function throughout the year and function in a very informal fashion observing none of the formal rules of conducting meetings. They are expected to submit reports at the annual meeting.
5. Special committees are appointed by the President and approved by the Board to perform some special task, secure more information, investigate a situation, and to bring back a report or a recommendation to the President who brings the report to the Board. These are temporary committees which cease to function when they have completed their duties and brought in a written/verbal report, or they may be annually restructured committees (e.g., Nominating and Reunion) which will proceed on matters for the next year.

### B. PARLIAMENTARY PROCEDURES FOR THE ASSOCIATION OF MINEMEN

The procedures as written herein are adopted from Robert's Rules of Order. Due to the demographic makeup of the Association constituency and officers, some rule/procedures have been modified to facilitate the means for the Association to conduct business in a timely, efficient and effective means.

1. In small boards and other meetings some of the formality that is necessary in a large assembly would hinder business. The rules governing such meetings are different from the rules that hold in other assemblies, in the following respect.

- a. Members are not required to obtain the floor before making motions or speaking, which they can do while seated.
- b. Motions in certain cases need not be seconded.
- c. There is no limit to the number of times a member can speak on a question, and motions to close or limit debate generally should not be entertained.
- d. Informal discussion of a subject is permitted while no motion is pending.
- e. Sometimes, when a proposal is perfectly clear to all present, a vote can be taken without a motion having been introduced. Unless agreed to by unanimous consent, however, all proposed actions of boards and committees must be approved by vote under the same rules as in other assemblies.
- f. Chairperson need not rise while putting questions to vote.
- g. Chairperson can speak in discussion without rising or leaving the chair, and he/she usually can make motions and usually can vote on all questions.

2. In order to prevent the Board from being kept in session an unreasonable amount of time, there has been established a fixed time which to adjourn. No meeting shall extend beyond two (2) hours. A meeting can be permitted by two-thirds vote to extend longer whenever it is desired.

3. While, as a general rule, free debate is allowed upon every question, it is necessary for the Board, if discussion is allowed, to have rules to prevent its time being wasted, and to enable it to accomplish the object for which the Association was organized.

4. The Association's Board should transact business only in a regular or properly called meeting or at an adjournment thereof, of which every Board member has been notified and at which a quorum is present.

[#change2](#)

5. In the business throughout the year, the personal approval of a proposed action by the Board of Directors obtained separately by individual telephone call, individual interview, telephone conference call, e-mail or 'online meeting' to contact every member of a Board will constitute approval of the Board. When the members were not present in one room or forum where they could mutually debate the matter, it must be carried to the next convening annual bod meeting for ratification.

[#change2](#)

5a. Maintenance of records of business actions of the BOD and membership meeting by the secretary is a requirement per AOM by laws Article VI Duties Of Officers; Section 3. When new meeting technologies become available this section provides approval to use as long as the forum issue and a means to gather minutes accompany the use.

[#change2](#)

5b. For formally called BOD, membership meetings and all called business handled by the BOD between reunions, minutes are recorded by the AOM Secretary or a substitute appointed by the meeting President.

[#change2](#)

5c. When individual telephone call or individual interview is the contact medium, the action will be placed on the agenda for the next Board of Directors forum type meeting for BOD formal ratification.

[#change2](#)

5d. When e-mail is used as the contact media, discussion and debate, if any will be in written format from each responder's e-mail reply. Every transmitted message associated with the issue will be retained in an e-mail thread, held by the Secretary and scaled down by the originator for inclusion in the BOD annual reunion agenda.

[#change2](#)

5e. Telephone conference call and online meeting formats permit a forum for discussion and debate. When there is a quorum, the instance is considered a board of directors meeting and minutes are to be taken. When these media are used, carrying the business to the next Board of Directors meeting for ratification is not required.

[#change2](#)

5f. For par 5d and 5e, action is recorded in the minutes of the next BOD meeting per AOM By Laws Article VI Duties of Officers; Section 5, either for BOD approval or record of business actions and be reported to the membership in the following membership meeting.

[#change2](#)

5g. An interim called assembly of the AOM BOD is initiated by the AOM President as stipulated in the AOM By Laws Article VI Duties Of Officers Section 1.

6. In cases where there seems to be no opposition in routine business or on questions of little importance, time can be saved by the procedure of unanimous or general consent. Under these conditions, the method of unanimous consent can be used either to adopt a motion without the steps of stating the question and putting the motion to a formal vote, or it can be used to take action without even the formality of a motion. Unanimous consent does not necessarily imply that every member is in favor of the proposed action.

7. The chair is to consider only one motion at a time and state all motions in clear and concise language.

8. The chair has the authority to decide a tie vote or not to vote at all; to abstain from voting is wiser.

9. A vote by voice is the regular method of voting on any motion that does not require more than a majority vote for adoption. In making a voice vote, the chair puts the question by saying, "The question is on the adoption of the motion to (or "that") ... (Repeating or clearly identifying the motion). As many as are in favor of the motion, say aye. Those opposed, say no."

[#change2](#)

9a. The saved e-mail responses to action offered to BOD members for vote via e-mail are considered the same as a ballot vote and function as record of discussions.

10. A motion to close nominations is not a necessary part of the election procedure. When nominations have been made by a committee or from the floor, the chair should inquire whether there are any further nominations; and when there is no response, he declares that nominations are closed.

Nominations from the floor nor committee need not be seconded. All nominations for election to office, however, must be with the nominee's consent and declaration of willingness to serve in that specific capacity for which nominated. The nominee need not be present for election if he/she meets these criteria.

11. The Association bylaws state that election of officers shall be by balloting, if there is but one candidate for any office, the ballot for the office may be dispensed with and election held by voice vote.

12. The President can preside during nominations and elections if he/she is the candidate. When he/she is the sole nominee, he/she may permit the Vice President to put the question to a vote.

END

#### NOTES, HISTORY, PROVENANCE

[Change 1]: Oct 2019

STANDING COMMITTEES; B. SCHOLARSHIP COMMITTEE; Par 5.

Changed award value from \$500 to \$750 and Par 5 renumbered to Par 6. Various text revisions were made to compliment revisions to par 6 and new par 2.

Paragraphs 2 through 5 were renumbered to Paragraphs 3 through 6.

A new paragraph was entered as Paragraph 2

Paragraph 5, formerly Paragraph 4 was revised to complement new Paragraph 2.

Original and revised text can be found in the #99 Dashpot found on the minemen.org website.

[Change 2] Oct 2019

B. PARLIAMENTARY PROCEDURES FOR THE ASSOCIATION OF MINEMEN, Par 5 and 9

Revised and amended to address interim BOD sessions called between reunions and provisions for reporting actions to the AOM membership.

Par 5 amended to permit other methods of conducting interim BOD meetings

Par 5a to 5g added to address gathering of minutes, what is completed by the interim meeting and what is carried to the membership.

Par 9a addresses interim meeting voting and forum via e-mail.