

**Brevard Veterans Council, Inc.**  
**400 S. Sykes Creek Parkway**  
**Merritt Island, FL 32952**  
**2021 Bylaws**

**BREVARD VETERANS' COUNCIL, Inc.**  
400 S. SYKES CREEK PARKWAY  
MERRITT ISLAND, FL. 32952-3547  
**BYLAWS**

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## ARTICLE I - NAME

**Section 1.** The name of this organization will be the Brevard Veterans Council, Incorporated, hereafter to be referred to as “Council”.

**Section 2.** The Council is recognized by the IRS as a 501(c)(19) non-profit Corporation (EIN:59-2447430) organized under the laws of the State of Florida as shown by the records of the office of the State of Florida, Department of State, document number: 747128.

## ARTICLE II – OBJECTIVES

**Section 1.** The objectives of this organization will be to work in conjunction with the Board of County Commissioners, the State of Florida Legislative delegation, and veterans' organizations, military, and civilian associations in Brevard County to:

- A. Promote the interests and welfare of military veterans and their dependents in Brevard County.
- B. Cooperate with the leadership of the Cape Canaveral National Cemetery to ensure the appropriate burial and internment of veterans. This may include, where feasible, assisting in or conducting a final burial service to honor each veteran.
- C. Support the maintenance and operation of the Veterans Memorial Center, Plaza and Park in Brevard County as a living memorial to all military veterans.
- D. Reawaken in citizens, through non-partisan, non-political and nonsectarian efforts and activities, a sense of pride in American traditions, ideals and accomplishments, and a new devotion and admiration for our Country.
- E. Increase the knowledge of citizens, particularly our children, concerning the Nation's cultural heritage, constitutional form of government, and National, State, and local history.
- F. To provide scholarships for veterans, their spouses, children, and their descendants. Details will be defined through the Scholarships Committee.

**Section 2.** The Council will ensure compliance with the objectives outlined in the State of Florida Department of State Articles of Incorporation document number 747128 and subsequent updates.

**Section 3.** The Council will ensure that compliance with the objectives, terms and conditions outlined in the Lease Agreement between the Board of County Commissioners of Brevard County and the Brevard Veterans Council, Inc. origination date April 28, 1998 and all subsequent renewals of lease agreements are adhered to and complied with.

## ARTICLE III - MEMBERSHIP

**Section 1.** Brevard Veterans Council is a 501(c)(19) organization under the IRS code and will maintain proper membership procedures and requirements.

**Section 2.** A veterans' post or organization must meet the following requirements to be exempt under Internal Revenue Code (IRC) 501(c)(19):

- A. At least 75% of the members must be past or present members of the United States Armed Forces.
- B. At least 97.5% must be:
  - a. Present or former members of the U.S. Armed Forces,
  - b. Cadets (including only students in college or university ROTC programs or at Armed Services academies) or
  - c. Spouses, widows, widowers, ancestors, or lineal descendants (e.g., father, grandfather, etc.) of individuals referred to in (a) or (b).
- C. Civilian individuals and organizations cannot be more than 2.5% of the total membership.
- D. Membership requirements may be changed by the Board of Directors but must be in accordance with IRS Code 501(c)(19) and approved by the general membership.

### **Example:**

An IRC 501(c)(19) organization consisting of 200 people must have at least 150 members who are past or present members of the Armed Forces of the United States (75% x 200) and cannot have more than 5 members (2.5% x 200) who are neither past or present members of the Armed Forces nor cadets, spouses, widows, or widowers of such persons.

**Section 3.** There are two types of paying memberships: Individual Member and Organizational Member. Each membership will be required to pay the appropriate membership fee amount (Article IV.2) when submitting their application for review.

**Section 4.** There will be two types of gratis memberships, both of which shall be issued by resolution of the Council and shall not be countable against any required percentages of membership.

- A. Honorary memberships may be awarded by resolution on a case-by-case basis to persons who have performed outstanding services in support of veterans.
- B. Memorial memberships may be awarded by resolution to spouses of deceased Members.

- C. Honorary/Memorial members will be exempt from payment of membership fee, and will not be entitled to make motions for, or vote on, issues that come before the Membership, or to hold elective office. They may, however, engage in debates on issues before the Membership.

**Section 5.** Voting rights of member organizations and individuals:

- A. Member organizations/associations are each entitled to one vote, on business matters before the Membership.
- B. Individual members are entitled to one vote each on business matters before the Membership.
- C. No one individual shall be authorized to represent more than one organization or individual for voting purposes.

**Section 6.** All applications for Membership must be:

- A. Presented for review to the Membership Chairman by the 1<sup>st</sup> of the month in order to be reviewed and presented for approval at the next General Membership Meeting.
- B. The Membership Chairman will, at a minimum, review the application and papers for eligibility (*see section 2*) and perform the required background check as outlined in the Membership Processing standard operating procedure (SOP) manual.
- C. Approved by a majority vote of those members present and voting at a regularly scheduled General Membership Meeting of the Council.
- D. Approved member's ability to vote on issues will be effective beginning with the next regular General Membership Meeting.

**Section 7.** The Membership Chairman will report at each General Membership meeting the current number of members and the percentages needed to maintain compliance with 501(c)(19) requirements (*outlined in Article III section 2*).

**Section 8.** An Individual or Organizational member may cancel their membership at any time by submitting their request in writing to the Membership Chairman.

**Section 9.** An Individual or Organizational membership may be terminated by two thirds vote of the Board of Directors upon receipt of written request for such action by an individual or organizational member. The member or organization being requested for termination has the right to present their argument before the Board of Directors makes their final determination at a meeting designated for this action. The member will receive advance notification of the meeting.

**Section 10.** Membership records will be maintained in a secure file cabinet in the Administrative Offices of the Veterans Memorial Center.

## ARTICLE IV - MEMBERSHIP FEE

**Section 1.** The Brevard Veterans Council, Inc. operates on a fiscal year, 1 July to 30 June of the current year.

**Section 2.** Membership fee for Individual and Organizational membership types shall be a one-time payment of \$100.00 for the applicant's lifetime membership or until membership is canceled by either party. Membership fee payments are not refundable.

**Section 3.** Membership fee amount may be changed by the decision of the Board of Directors.

**Section 4.** There are two classes of gratis memberships, Honorary and Memorial, both of which shall be issued by resolution of the Membership and shall **not** be countable against any required percentages of membership.

**Section 5.** Membership fee payment for membership in the Brevard Veterans Council, Inc. also entitles the applicant to membership in the Veterans Memorial Center, Inc.

## ARTICLE V - BOARD OF DIRECTORS

**Section 1.** The mission of the Board of Directors is to conduct the business of the Council.

**Section 2.** There shall be a Board of Directors composed of:

- A. the elected and appointed Officers of the Council, (Chairman, Vice Chairman, Secretary, Treasurer, and Chaplain),
- B. a member of DAV 123
- C. nine (9) elected Directors,
- D. the immediate Past Chairman of the Council.

**Section 3.** The Executive Committee is comprised of the elected officers of the Council; Chairman, Vice-Chairman, Secretary and Treasurer. All decisions regarding projects and events with a direct impact to the facility and grounds must be brought before the Board of Directors for review and approval. This specifically pertains to facility projects and events requiring approval of the Brevard County offices. Updates of Executive Committee activities will be made at the following Board of Directors meeting.

**Section 4.** Three (3) Directors shall be elected at each annual General Membership Meeting for three-year terms. No one person may hold two (2) positions on the Board of Directors.

**Section 5.** The Chairman of the Council shall serve as the Chairman of the Board of Directors.

**Section 6.** Decisions made by the Board of Directors will be reported to the membership at the next regularly scheduled General Membership Meeting.

**Section 7.** Regularly scheduled Council Board of Directors meetings will be held as agreed upon by the Board of Directors members. Normally, there will be a minimum of ten (10) meetings conducted per calendar year. The Chairman may propose a change to the date and/or time of a scheduled meeting at a scheduled meeting or at least seven (7) days before the originally scheduled date by notifying all members electronically. A majority of the Board of Directors must agree to the change before it is effective. Voting for such a change may be conducted electronically via email or telephonically, but it must be completed at least three days before the originally scheduled date.

**Section 9.** Meeting agenda items will be accepted by the secretary up to five (5) days prior to the meeting. Chairmen of Standing Council committees will report and update on their activities and forward a copy of their report to the secretary to ensure accuracy of minutes.

**Section 10.** Board meeting minutes will be emailed to Board members within one week of the meeting for review and comments. Corrected minutes will be emailed to Board members one week prior to the monthly meeting.

**Section 11.** A quorum for the conduct of a Board meeting shall be a simple majority of the voting Board membership.

**Section 12.** Should a Board of Directors vacancy occur;

- A. the Chairman of the Council shall appoint a replacement who will fulfill the rest of that term. When it is an elective office, the appointment will be ratified at the following Board of Directors meeting and reported at the General Membership Meeting.
- B. In the instance that the vacancy is that of the Chairman:  
The secretary of the Board of Directors will convene an emergency meeting for the purpose of appointing a replacement who will fulfill the term. The selection will be made from the current slate of Council Board of Directors members. This selection will be reported to the General Membership at its next meeting.

**Section 13. Roles & Responsibilities**

**A. Chairman of the Council Board of Directors shall:**

- a. Ensure orderly conduct of Board of Directors meetings,
- b. Ensure appropriate meeting minutes are taken and distributed to the Board membership,
- c. Ensure that new Board of Directors members are oriented and receive and sign appropriate paperwork and SOPs. This includes their acceptance of responsibilities as outlined in Section 13.B.

**B. Board Members shall:**

- a. Attend at least nine (9) monthly Board of Directors and General Membership meetings. Except for emergencies, absences will be excused with prior coordination with the Council Chairman, Vice Chairman or Secretary
- b. Attend VMC and Council events that are sponsored by either the Veterans Memorial Center or Brevard Veterans Council,
- c. Sit on and participate in at least one (1) committee,

- d. Be familiar with the duties of the Manager on Duty (MOD), Museum Docent, or VMC Librarian and be prepared to fill in as needed,
- e. Accept positions of appointment,
- f. In the event a Director is not fulfilling his/her obligations as a Board member, he/she may be recommended for review by the Council Board of Directors as outlined in Article X Recall of Elected/Appointed Officers/Directors

**C. Board of Directors Shall:**

- a. Ensure that the VMC is operated in such a manner that will ensure compliance with Brevard County and the lease agreement between the Brevard Veterans Council, Inc., and Brevard County Commissioners,
- b. Support the operation of the Museum and media-center/library,
- c. Cooperate with the county in all actions affecting the Veterans Memorial Center, Park, and grounds,
- d. Review Treasurer's report. Take corrective action as needed on any discrepancies,
- e. Review accountant's reports on a quarterly basis or more frequently as needed,
- f. As needed, add agenda items for the conduct of regular General Membership meetings.

**Section 14.** Electronic Board of Directors Meetings may be held as the need and circumstances may require. The media format may be by videoconference, members.

**Section 15.** Voting on motions by email may be used when necessary, as long as the following requirements are met:

- A. All participants must have access to the necessary equipment for participation in the e-vote. The secretary will contact, via phone, any Board of Directors member who does not have email access, per the SOP,
- B. The Chairman shall develop the time frame for the e-vote.
- C. A minimum of 1-day notice shall be provided to all participants via email by the Chairman or Secretary. Such notice shall include the motion and supporting documentation for the e-vote.
- D. A second is not necessary for the motion to be considered.
- E. Each new main motion must be made in a separate, new e-mail message with no other message thread included.

- F. New motions in a new message thread may not be introduced while there is another motion currently being debated. There is no limit on the number of simultaneous threads pending.
- G. The chair shall assign a number to the motion and shall include the number in the subject line. (Example: Motion 1.)
- H. The subject line must include the word “Motion.”
- I. The first line of the message must begin with “It is moved to (or that)...” If the motion comes from a specific officer or committee member “(name of officer) moves to (or that)...”

#### **DEBATE**

- J. Members shall use “Reply All” in all messages.
- K. Members may respond at will, that is, without seeking recognition from the chair.
- L. The chair shall close debate by asking, “Are you ready for the question on Motion 1-a?” in the subject line.

#### **VOTE**

- M. The chair shall put the question to a vote by restating the pending question and requesting the members to vote now. The word “vote” shall be in the subject line.
- N. The chair shall include the time frame/deadline for the vote.
- O. Members shall state, “I vote yes,” or “I vote no” in the first line of the response and use “Reply All”.
- P. The secretary shall tally the votes and report the result of the vote to the participants, including the number of votes cast for and against the motion.
- Q. The chair shall announce the results of the vote.
- R. The chair shall either state the next pending motion and open debate or shall declare the thread on “Motion (number)” closed.
- S. The secretary (or committee member so designated) shall compile and maintain the complete thread of the motion and its disposition including all secondary and incidental motions.
- T. The secretary shall prepare minutes of the vote and shall send the minutes marked “draft” to all the members.
- U. These minutes shall be approved at the next regular Board of Directors meeting.
- V. Any member shall have the right to request a copy of the message thread of a motion.

## ARTICLE VI OFFICERS AND DUTIES

**Section 1.** The elected Officers of the Council shall be a Chairman, a Vice Chairman, a Secretary, and a Treasurer. It is recommended that the Vice Chairman serve as President of the Veterans Memorial Center, Inc. (VMC) and the Chairman serve as the Vice President of the VMC. These Officers shall be elected annually by the General Membership for a term of one (1) year. The office of Chairman will not exceed three (3) consecutive terms, unless specifically voted on and approved by a two-thirds vote of the Board of Directors. All elected officers of the Council shall be individual members of the Council.

**Section 2.** The Chaplain is an appointed officer of the Council, from the membership, and shall sit as a member of the Board of Directors.

**Section 3.** There may be an assistant secretary and assistant treasurer who will be appointed but will not be a member of the Board of Directors unless voted or appointed as a Board of Directors member.

**Section 4.** The positions of Chaplain, Treasurer, and assistant Treasurer of the Council will perform their duties for the VMC as well.

**Section 5.** An elected or appointed Officer is prohibited from serving simultaneously as an elected or appointed Director.

**Section 6.** Paid staff of the Council shall be prohibited from serving simultaneously as an appointed or elected officer or Board of Directors member. However, he/she can serve as a Committee Chairman.

**Section 7.** The Chairman of the Council shall preside at all General Membership, special and Board meetings of the Council shall maintain order and dispatch such business as may legally come before him or her. The Chairman shall perform all other duties that may reasonably be assumed to be incidental to his or her office.

**Section 8.** The Vice Chairman, Secretary and Treasurer, in the order named, shall perform duties of the Chairman in the event of his/her absence.

**Section 9.** The Secretary shall keep a true and complete record of all business conducted by the Council, including the minutes of regular, special and Board meetings. The secretary shall notify the membership of regular and special meetings as well as prepare and distribute the agenda prior to said meeting.

**Section 10.** The Treasurer will:

- A. Deposit all money received in the appropriate financial account in the name of the Council,
- B. make authorized disbursements by checks or vouchers signed by the Officers so authorized in Article VI Section 10 below,
- C. keep a system of accounts approved by the Board of Directors and preserve all receipts and checks or vouchers for payments made.
- D. provide a report of income received and outgoing expenditures with the balances of accounts for the previous month to the Council Board of Directors monthly and will give an oral report at each regular General Membership meeting,
- E. submit a financial review of all accounts to the Council Board of Directors no later than the first regular General Membership meeting, following the last day of June each year and prior to the installation of officers for the coming year.
- F. ensure all financial documents are retained for seven years.

**Section 11.** All checks or vouchers in excess of \$250 issued by the Council must be signed by any two of the following: Chairman, Vice-Chairman, Treasurer, assistant Treasurer or Operations Director. No signatory may be the recipient of said check.

**Section 12.** The Governance Committee, upon the request of the Chairman of the Council, shall render an opinion upon all parliamentary questions, upon any question arising out of any dispute upon the floor of the assembly, or concerning the interpretation of the Bylaws of the Council. Upon receipt of the Committee's determination, the Chairman shall announce his or her ruling or decision, which need not be in accordance with the determination of the Governance Committee. Such determination shall be final and binding upon the Council unless it is overruled by a two-thirds vote of the Council and members present and voting upon an appeal from such decision.

**Section 13.** The Chaplain shall render appropriate religious services at meetings of the Council on request of the Chairman and conduct religious services for deceased veterans at Brevard County Cemeteries when requested and is available.

**Section 14.** The Sergeant-at-Arms is an appointed position and oversees a) set up of the room before the General Membership meeting starts, b) that everything is in order before the General Membership meeting begins, c) order during the General

Membership meeting and) that the room is put back in order at the end of the General Membership meeting.

## ARTICLE VII - NOMINATIONS AND ELECTIONS

**Section 1.** The election of Officers (Chairman, Vice-Chairman, Secretary and Treasurer) and open Board of Directors positions of the Council shall be held at the Annual Membership Meeting designated for election of Officers and Board of Directors members.

**Section 2.** A Nominating Committee, consisting of one (1) Chairman and two (2) committee members, will be appointed by the Council Chairman with the concurrence of the Board of Directors at the regular General Membership meeting in April. The nominating committee members:

- A. will be Individual members,
- B. will not be part of the current Executive Committee,
- C. will not be up for election or re-election in the current election.

**Section 3.** The committee will:

- A. canvas the Individual Members for eligible members who are willing to serve as Officers and/or Directors for the following year.
- B. develop a slate of nominees to be presented at the regular General Membership meeting in May for consideration by the membership.

**Section 4.** At the May General Membership meeting, the Nominating Committee shall present the proposed slate of nominees. The Chairman will open the floor for additional nominations. Nominees must be;

- A. an individual member,
- B. express their willingness to serve if elected,
- C. (for Council Officers and Board of Directors nominees only) be a past or present member of the military.

After the final reading of the ballot and all nominations have been made, the presiding officer will close the nominations for that election. In the event there is only one candidate for a position, the presiding officer may declare that candidate the winner of that position. In the event there are no challengers for each position on the ballot, the presiding officer will declare the winners and an election will not be necessary.

The complete slate of nominees and sample ballot will be published in the June Council Courier for the benefit of all Members.

**Section 5.** At the May General Membership meeting the Council Chairman will

appoint, with the concurrence of the Board members, a Teller Committee, consisting of one (1) head teller and two (2) assistant tellers who will be responsible for;

- A. creating the ballot,
- B. ensuring the integrity of all ballots cast during the election process,
- C. accurate accounting of ballots,
- D. reporting results to the Presiding Officer.

**Section 6.** At the June General Membership meeting, individual and organizational members will elect the officers and Board members for the coming year.

- A. There will be a 1.5-hour time frame for members to cast their votes prior to the start of the June General Membership meeting.
- B. The Membership Chairman and committee will verify membership of each member using the current membership printout. If a member does not have a membership card, they will be verified via the membership printout upon showing a valid picture ID.
  - a. For organizational memberships, the point of contact for that organization, upon presentation of photo ID, will receive one ballot to be cast as the organization's valid representative. (Individual members may not also be an organizational representative. One person, one vote).
- C. To be eligible to vote, the member must be 18 years of age or older.
- D. Upon verification, the verified member/organizational representative will be given one numbered ticket. Numbered tickets will be used for tracking purposes and validation of number of ballots distributed and received.
- E. Upon entering the voting room, the member will present their ticket to the teller and in return receive one ballot which will be completed and placed in the ballot box.
- F. At the end of the allotted voting time the Head Teller will;
  - a. announce that voting is closed,
  - b. oversee the process as the tellers tally the votes,
  - c. report results to the presiding officer.
- G. A majority of votes cast will be required to elect a candidate for Officer or Board of Director member. In the event of a tie there will be a run-off election announced by the secretary.

**Section 7.** Installation of Officers and Board of Directors members elected at the regular annual meeting in June may be made at the next succeeding General Membership meeting, or at a social function planned for that purpose, at the discretion of the newly elected Directors and Officers.

## ARTICLE VIII - RECALL OF ELECTED/APPOINTED OFFICERS/DIRECTORS

### **Florida State Statute 617.0808 Removal of Board of Directors members**

A director may be removed from office pursuant to procedures provided in the articles of incorporation or the bylaws, which shall provide the following, and if they do not do so, shall be deemed to include the following:

- A. Any member of the board of directors may be removed from office with or without cause by:
  - a. A majority of all votes of the directors, if the director was elected or appointed by the directors; or
  - b. A majority of all votes of the members if the director was elected or appointed by the members.
- B. If a director is elected by a class, chapter, or other organizational unit, or by region or other geographic grouping, the director may be removed only by the members of that class, chapter, unit, or grouping. However:
  - a. A director may be removed only if the number of votes cast to remove the director would be sufficient to elect the director at a meeting to elect directors, except as provided in subparagraphs 2. and 3.
  - b. If cumulative voting is authorized, a director may not be removed if the number of votes sufficient to elect the director under cumulative voting is voted against the removal of the director.
  - c. If at the beginning of the term of a director the articles of incorporation or bylaws provide that the director may be removed for missing a specified number of board meetings, the board may remove the director for failing to attend the specified number of meetings. The director may be removed only if a majority of the directors, then in office vote for the removal.
- C. The notice of a meeting to recall a member or members of the board of directors shall state the specific directors sought to be removed.
- D. A proposed removal of a director at a meeting shall require a separate vote for each director whose removal is sought. Where removal is sought by written consent, a separate consent is required for each director to be removed.
- E. If removal is affected at a meeting, any vacancies created shall be filled by the members or directors eligible to vote for the removal.
- F. Any director who is removed from the board is not eligible to stand for reelection until the next annual meeting at which directors are elected.
- G. Any director removed from office shall turn over to the board of directors within 72 hours any and all records of the corporation in his or her

possession.

- H. If a director who is removed does not relinquish his or her office or turn over records as required under this section, the circuit court in the county where the corporation's principal office is located may summarily order the director to relinquish his or her office and turn over corporate records upon application of any member.
- I. A director elected or appointed by the board may be removed without cause by a vote of two-thirds of the directors then in office or such greater number as is set forth in the articles of incorporation or bylaws.

## ARTICLE IX COMMITTEES

**Section 1.** Standing Committees of the Council will be:

- A. Cemetery
- B. Scholarship
- C. Public Relations
- D. Membership
- E. Veterans Support
- F. Governance (Joint Committee of Council & VMC)
- G. Finance (Joint Committee of Council & VMC)

**Section 2:** Ad hoc committees may be appointed by the Chairman as the need arises, e.g.: Nominating Committee.

**Section 3:** The Chairman of the Council shall appoint the membership of each Committee and will designate the Chairman thereof. The Chairman of the Council will be an Ex-Officio member of all Committees except the Nominating Committee.

**Section 4:** Notwithstanding Section 2 above, the Board of Directors may establish and appoint membership of a Financial Review Committee to review COUNCIL financial records to confirm:

- A. Any contracted accounting firm is performing its duties in accordance with (IAW) the associated contract.
- B. The Treasurer is performing his/her duties IAW Generally Accepted Accounting Practices, applicable laws, and these bylaws.
- C. Prepare a report of its findings for submission to the Board of Directors.

**Section 5.** Electronic Committee meetings may be held as the need and circumstances may require. The media format may be by videoconference, teleconference, or audioconference. The meeting format must be accessible to all members.

## ARTICLE X GENERAL MEMBERSHIP MEETINGS

**Section 1.** Regular scheduled General Membership meetings shall be held monthly on the second (2nd) Wednesday of the month, unless designated otherwise by the BVC Chairman, VMC President and the Boards of Directors. Meetings will be held at the official physical address of 400 S Sykes Creek Parkway, Merritt Island, FL.

**Section 2.** Electronic meetings may be held as the need and circumstances may require. The media format may be by videoconference, teleconference, or audioconference. The meeting format must be accessible to all members.

**Section 3.** The purpose of the monthly meeting will be to share information and updates with and among individual and organizational members.

**Section 4.** The regular scheduled General Membership meeting for June each year will constitute the annual meeting of the membership for the purpose of election of officers and Board of Directors members. The start time of this meeting may change to accommodate the voting process.

**Section 5.** Special meetings may be called by the Chairman of the Council whenever s/he may deem it necessary, or when requested in writing to do so by ten (10) or more members of the Council. The call for such meeting will state the purpose, and no other business will be conducted.

**Section 6.** A quorum for a regular or a special meeting shall include three (3) officers and five percent (5%) of the membership.

**Section 7.** Due notice of at least five days will be given to the membership for any meeting.

**Section 8.** The Board of Directors will provide an agenda for the conduct of all regular General Membership meetings. Items for inclusion in the agenda may be recommended by any member and will be accepted by the Council Secretary up to fifteen (15) days prior to any meeting. Items received after that time will be carried over to a subsequent meeting unless the Board of Directors rules otherwise.

**Section: 9.** “Using Parliamentary Procedure”, a Guide Produced by the National Association of Parliamentarians will be used for the proper conduct of meetings. Robert’s Rules of Order, newly revised, may be used as a guide for conduct of

meetings of the Council as applicable and when not inconsistent with these bylaws.

## **ARTICLE XI - VETERANS MEMORIAL CENTER, INC.**

**Section 1:** The Veterans Memorial Center, Inc., is an ancillary corporation organized under the laws of the State of Florida to establish and maintain a Building Complex, Museum, Library, Veterans Memorial Park and an on-going education program, including the necessary supporting groups and organizations, and educational activities, including panels, discussions, lectures, forums, seminars, conferences, radio and television programs, and similar programs, on the various wars in which the United States took part, and those who fought them.

**Section 2.** The Veterans Memorial Center, Inc., is located in the Veterans Memorial Park, a Brevard County facility on Merritt Island, Florida.

**Section 3.** The building and grounds housing the Veterans Memorial Center, Inc. are County Properties and are under lease to the Brevard Veterans Council, Inc. The Veterans Memorial Center, Inc. will pay a previously agreed upon, budgeted, and approved monthly stipend to the Council.

## ARTICLE XII - REPORTING TO BREVARD COUNTY

**Section 1.** The duly authorized representative of the Council for the purpose of the lease agreement between Brevard County, Florida and the Brevard Veterans Council, Inc. shall be the Brevard Veterans Council Chairman or his/her designee.

**Section 2.** The Brevard Veterans Council Treasurer will ensure compliance with the insurance and liability requirements of the Lease Agreement between the Board of County Commissioners of Brevard County, Florida, and Brevard Veterans Council, Inc. Specifically, upon renewal or change of said insurance policy, the Treasurer will mail to the Brevard County Parks and Recreation office a true copy of said document.

**Section 3.** The Brevard Veterans Council will ensure that the monument policy of the Veterans Memorial Center is in compliance with the requirements of the Lease Agreement between the Board of County Commissioners of Brevard County, Florida and Brevard Veterans Council, Inc.

**Section 4.** The Brevard Veterans Council will ensure that the standard operating procedures of the Veterans Memorial Center are in compliance with the requirements of the Lease Agreement between the Board of County Commissioners of Brevard County, Florida and Brevard Veterans Council, Inc. as well as all federal, state, and local safety, security, and Americans with Disability Act (ADA) requirements.

## ARTICLE XIII - AMENDMENTS

**Section 1.** Amendments to these bylaws may be recommended to the Board of Directors by any individual member by submitting a written proposal that includes:

- A. a short title for reference,
- B. the rationale for the change,
- C. the current section wording,
- D. the proposed section wording.

**Section 2.** The proposed change(s) will be submitted to the General Membership in advance of the meeting to be reviewed.

**Section 3.** The proposal will then be read at the next General Membership Meeting as new business and adopted if approved by a two-thirds vote of the members present. Any member may request that consideration of the proposal be delayed for one meeting to allow for proper review and consideration. That request shall be granted, and the proposal will be considered at the next General Membership Meeting. Only one such delay may be granted for any proposal. Revising a proposal does not constitute a new proposal.

**Section 4.** Any proposal that changes more than ten percent of the current bylaws shall be deemed a Full Revision. In which case, the bylaws review process will be handled as if a new set of bylaws is being considered. The document will be presented to the membership in advance of and considered at a General Membership meeting and they will be presented for review and approval as outlined by Robert's Rules of Order, Newly Revised.

**ARTICLE XIV – CERTIFICATE OF ADOPTION**

These bylaws prepared and presented by the Brevard Veterans Council, Inc. Governance Committee, replace all previous bylaws, have been reviewed, approved, and adopted at a regularly scheduled General Membership meeting held on May 12, 2021

**Chairman**  
Donn Weaver

**Vice Chairman**  
Dean Schaaf

Donn Weaver

Dean A. Schaaf

Date: 12 May 2021

Date: 5-12-2021

**Secretary**  
Kristi Blanchard

**Treasurer**  
Ted Schmid

Kristi Blanchard

Ted Schmid

Date: 5-12-2021

Date: 5-12-2021

**Governance Committee Chairman**  
Dorothy Walsh

Dorothy Walsh

Date: 5/12/2021