

Fairfax Resolves Chapter
Virginia Society, Sons of the American Revolution



Constitution
and
Bylaws

Revised 1 November 2022

Constitution & Bylaws of Fairfax Resolves Chapter Virginia Society Sons of the American Revolution

Constitution

Article I – NAME

The name of this Chapter shall be the Fairfax Resolves Chapter in accordance with the Charter issued by the Virginia Society of the Sons of the American Revolution on February 24, 1979.

Article II – Purposes

THE purposes of this Chapter as those of the Virginia Society are declared to be patriotic, historical and educational, and shall include all actions intended or designed:

TO PERPETUATE the memory of the men, who, by their sacrifices during the war of the American Revolution, achieved the independence of the American people;

TO UNITE and promote fellowship among their descendants;

TO INSPIRE those descendants and the community at large with a more profound reverence for the principles of the government founded by our forefathers;

TO ENCOURAGE historical research into the American Revolution;

TO ACQUIRE and preserve the records of service of the patriots of the war, as well as documents, relics, and landmarks of the Revolution;

TO MARK the scenes of the Revolution by appropriate memorial;

TO CELEBRATE the anniversaries of the prominent events of the war and of the Revolutionary period;

TO FOSTER true patriotism;

TO MAINTAIN and extend the institutions of American freedom, and finally

TO CARRY OUT the purposes expressed in the preamble of the Constitution of the United States and the injunctions of George Washington in his farewell address to the American people.

Article III - Membership

Section 1. Membership shall be confined to active members of the Virginia Society of the National Society and shall be subject to all the rules and regulations governing these Societies.

Section 2. Eligible applicants shall submit a completed application for new membership. All fees must accompany the Application for Membership.

Section 3. A member may be suspended or expelled for cause by a two-thirds vote of the members present at any regular or special meeting of the Chapter. A member must

receive at least two weeks' notice before any such action shall be taken; and if suspended or expelled shall have the right of appeal to the Virginia Society.

Section 4. Any member in good standing and without debt to the Chapter may withdraw from membership. Such withdrawal shall be addressed in writing to the Virginia Society via the Chapter Secretary.

Section 5. Any member in good standing may transfer to any other Chapter within the Virginia Society or to any other State Society. To accomplish this transfer, the member shall apply in writing to the Virginia Society Secretary via the Chapter Secretary.

Section 6. Active membership in the Chapter shall continue so long as annual dues (National, State, and Chapter) are paid in full and on time.

Article IV- Officers and Board of Managers

Section 1. The Chapter officers shall be a President, Vice President for Programs, Vice President for Membership, Vice President for Awards and Recognitions, Secretary, Treasurer, Registrar, Color Guard Commander and such other officers as the Chapter may wish to determine.

The officers of the Chapter are listed in order of seniority. Should the Office of the President become vacant, the Vice President Programs shall succeed him. Should any other office become vacant, the President shall fill the vacancy temporarily from among the membership until a successor has been duly elected, qualified, and installed.

Section 2. A board of Managers shall conduct the affairs of the Chapter. The Board shall consist of the officers, the immediate Past President, and three additional compatriot members elected or appointed as a Board of Managers Member At-Large. The term of office for each of the three compatriot members shall be three years and staggered such that one compatriot term will end each year at the annual meeting. One new member shall be elected each year at the Annual Meeting to serve a regular term.

The Board of Managers shall have the power and authority to manage the affairs of the Chapter. The Board shall receive reports from the Committee Chairmen, and review and recommend to the membership resolutions and changes to Chapter Policies and to this Constitution and Bylaws.

A majority of the presently serving members of the Board of Managers shall constitute the necessary quorum to conduct the affairs of the Chapter.

Should there become a vacancy on the Board, the Board of Managers, acting as a body, shall temporarily fill that vacancy from among the membership until a successor has been duly elected, qualified and installed.

Section 3. Chapter officers and newly elected members of the Board of Managers shall be installed at the regular December meeting following the Annual Meeting to be held in November, and shall serve until their successors have been duly elected, qualified and installed.

Section 4. Any vote that is permitted at a Board of Managers (BOM) meeting may be taken without a meeting if the provisions of this policy are met.

- Each BOM member must print and sign the consent form and send it to the President to finalize the vote.
- Action taken under this policy becomes effective when the last member of the BOM signs the consent form unless a different effective date is specified in the motion.
- Any vote taken using this policy has the same effect as a vote taken at a BOM meeting and becomes a part of the recorded minutes of the federation.

Article V- Meetings

Section 1. The Chapter shall hold nine monthly meetings commencing in January and ending in December of each year. Officers shall be elected at the Annual Meeting in November and installed at the December meeting. Election of the At-Large Board of Management members whose term has expired will be held concurrently with the election of officers.

Section 2. Special meetings may be held at any time on the call of the President or at the written request of ten (10) or more members. A written request for a special meeting shall be sent to the Secretary who shall inform the membership in writing of the nature, time, date, and place of such meeting. Special meetings with a quorum may transact any Chapter business.

Section 3. The Board of Managers shall meet no less than twice a year on the call of the President or when requested in writing by any two members of the Board. A request for a meeting of the Board shall be sent to the Secretary who shall notify the Board members of the nature, time, date and place of such meeting.

Section 4. Ten members shall constitute a quorum for the transaction of business at any regular or special meeting of the Chapter.

Section 5. Each member of the BOM shall be notified by the President not less than seven days prior to any meeting of the BOM. Each Chapter member shall be notified not less than seven days prior to any Chapter meeting.

Article VI – Powers of the Membership

Section 1. The general membership shall approve establishing the Chapter's budget at the Annual Meeting. The membership may approve revisions to the budget at any monthly or special meeting with a quorum present.

Section 2. The Chapter general membership must approve any subsequent request for funds beyond those stated in the chapter budget and the Virginia Society fees and dues.

Section 3. The Chapter general membership shall approve the establishment of any permanent programs that fulfill the purposes of the Chapter and the Virginia Society.

Article VII – Amendments

This Constitution or its Bylaws may be amended by two-thirds vote of the members present at any regular or special meeting of the Chapter, provided a quorum is present. To be placed on the agenda of a Chapter meeting, amendment(s) shall have been proposed in writing to the Secretary at a prior regular or special meeting, and at least thirty (30) days' notice of such proposed amendment(s) shall have been sent to each Chapter member by the Secretary.

Bylaws

Article I - Admission of Members

Section 1. Application for membership in this Chapter shall be made in duplicate on the printed forms furnished by the National Society. Each applicant must be endorsed by two Chapter members, and approved by the Virginia Society Registrar.

Section 2. The admission fee and one year's annual dues for the National Society, the Virginia Society and the Fairfax Resolves Chapter shall accompany each application. The money shall be returned to the applicant, should his application not be approved.

Section 3. The names of all applicants shall be submitted to the members present at a regular meeting before being submitted to the Virginia Society.

Section 4. A member may be suspended or expelled for cause by a two-thirds vote of the Membership at any regular or special meeting. A member must receive at least two weeks' notice before any such action shall be taken; and if suspended or expelled shall have the right of appeal to the Virginia Society.

Article II – Member Withdrawals

Any member in good standing and without debt to the Chapter may withdraw from membership. Such withdrawal shall be addressed in writing to the Virginia Society via the Chapter Secretary.

Article III – Member transfers

Any member in good standing may transfer to any other Chapter within the Virginia Society or to any other State Society. To accomplish this transfer, the member shall apply in writing to the Virginia Society Secretary via the Chapter Secretary.

Article IV - Fees and Dues

Section 1. The admission fee shall be the sum prescribed by the National Society and the Virginia Society.

Section 2. The annual dues shall be as approved by the membership of the Fairfax Resolves Chapter. For members that have not reached 18 year of age, Chapter dues shall not exceed those set by the National Society. Total dues will reflect the dues specified for the Chapter, National Society, and Virginia Society.

Section 3. The fiscal year for this Chapter shall begin the first of January of each year. The National Society, Virginia Society and Chapter annual dues are due by December 1st of the previous year. If dues are not paid within 30 days thereafter, the member shall be suspended. A member suspended for failure to pay dues may initiate the member

reinstatement process by submitting all dues in arrears, Chapter, State and National to the Treasurer. The dues for the State and National organizations will be forwarded to the State Treasurer for processing by the State and National Organizations. Upon reinstatement at the National Society and State Society levels and upon due notification at the Chapter level the Compatriot shall be reinstated in the Fairfax Resolves Chapter.

Article V- Election of Officers

Section 1. Each year prior to the October regular meeting, the Nominating Committee of not less than three members shall be appointed by the Chapter President. The Nominating Committee shall consist of past Chapter Presidents when possible. Past Chapter Officers or active members may be selected when necessary. The Nominating Committee shall present the slate of Officers for the next calendar year to the Board of Managers. At the Annual Meeting in November this committee shall submit the names of those nominees it considers best qualified and consenting to serve for each Chapter office and for positions becoming vacant on the BOM.

Section 2. At the November meeting, any member may propose from the floor an additional nominee for any position to be filled, and if seconded by another member, thenominee in each case will be added to those proposed by the Nominating Committee.

Election shall be by secret written ballot for any position for which more than one nominee has qualified. Proxy or Absentee votes or ballots are not allowed.

Section 3. The officers elected will serve a one-year term after installation during the December meeting beginning January 1st, or until their successors are elected and qualified. Such Chapter Officers shall serve without compensation in such capacities.

Section 4. Any vote that is permitted at a Board of Managers meeting may be taken without a meeting if the provisions of this policy are met:

- Each Board of Managers member must print and sign the consent form and send it to the President to finalize the vote.
- Action taken under this policy becomes effective when the last member of the BOM signs the consent form, unless a different effective date is specified in themotion. Any vote taken using this policy has the same effect as a vote taken at a BOM meeting and becomes a part of the recorded minutes of the federation.

Article VI – Duties of the President

Section 1. The President shall provide overall leadership to the Chapter. He shall be responsible for carrying out programs that fulfill the purposes of the Chapter in accord with the policies and guidelines established by the Chapter membership, and the Virginia Society. The President is also responsible for the administrative conduct of the Chapter in accord with the guidelines of the Chapter budget.

Section 2. The President shall preside at all meetings of the Chapter and of the Board of Managers. He shall exercise the functions of a presiding officer and shall be an ex-officio member of all committees.

Section 3. The power to appoint members of committees shall be vested in the President. The President with the Board of Managers approval may create other subcommittees as required.

Section 4. The President or his duly designated representative shall serve on the Board of Managers of the Virginia Society.

Article VII – Duties of the Vice President for Programs

Section 1. The Vice President for Programs shall assist the President in the discharge of his duties. In the absence of the President at any official Chapter function, he shall act for and assume the duties of the President.

Section 2. The Vice President for Programs shall be Chairman of the Program and Public Relations Committee and be responsible for all Chapter programs at regular meetings.

Section 3. The Vice President for Programs or his duly designated representative shall serve on the Board of Managers of the Virginia Society.

Article VIII – Duties of the Vice President for Membership

Section 1. The Vice President for Membership shall assist the President in the discharge of his duties. In the absence of the President and the Vice President for Programs at any official Chapter function, he shall act for and assume the duties of the President.

Section 2. The Vice President for Membership shall be the Chairman of the Membership Committee and be responsible for carrying out or overseeing all Chapter membership programs in accordance with the policy and guidelines established by the membership and the Virginia Society.

Article IX – Duties of the Vice President for Awards and Recognitions

Section 1. The Vice President for Awards and Recognitions shall assist the President in the discharge of his duties. In the absence of the President and the other Vice Presidents at any official Chapter function, he shall act for and assume the duties of the President.

Section 2. The Vice President for Awards and Recognitions shall be Chairman of the Awards Committee and be responsible for carrying out all Chapter awards programs in accordance with the policy and guidelines established by the membership and the Virginia Society.

Article X - Duties of the Secretary

Section 1. The Secretary shall have the responsibility for all records of the Chapter. He shall conduct the general correspondence of the Chapter, and shall keep a record of the election, death, resignation, transfer, suspension, or expulsion of members.

Section 2. Together with the Chapter President, he shall make all required certifications as to any official action or record of the Chapter or of the Board of Managers.

Section 3. Under the direction of the Chapter President, he shall, give due prior notice of the time and the place for all meetings of the Chapter or of the Board of Managers. He shall keep fair and accurate records of all the proceedings and orders of the Chapter and shall give notice to the officers and members of all votes, order, resolves, and proceedings of the Chapter affecting them, or pertaining to their respective duties.

Article XI – Duties of the Treasurer

Section 1. The Treasurer shall collect all fees and dues and shall have the care and custody of all funds of the Chapter. He shall deposit these funds in a bank or savings institute, lawfully doing business in the Commonwealth of Virginia to the credit of “Fairfax Resolves Chapter, Virginia Society Sons of the American Revolution”. He shall withdraw funds for the purposes of the Chapter only as authorized by the approved budget or by a recorded vote at a regular meeting. He shall keep a true record of his receipts and disbursements and shall be prepared to render an accounting at each monthly Chapter meeting.

Section 2. The Treasurer shall prepare and submit a budget for the current fiscal year to the membership at the November meeting.

Section 3. Upon the passage of the December 1 renewal expiration date, the Treasurer shall notify the Membership Committee for appropriate follow up action the names of members who have not yet paid their dues for the forthcoming year.

Section 4. Prior to the October mail out of yearly membership renewal notices and yearly member data questionnaires the treasurer will send a copy of the data that he maintains to the chapter leadership for their review and submission of updates to the data that differs from that held by the treasurer.

Article XII – Duties of the Registrar

Section 1. The Registrar shall receive and examine all applications for membership and supplemental ancestor applications. The application shall consist of the application form and supporting evidence, the total of which constitutes an application package. If the registrar finds the package to be acceptable, he will ensure the application form is signed by the applicant, he will endorse the application as the sponsor and in the case of new member applications, will have a present member (in good standing) of the SAR sign as the co-sponsor. Supplemental applications do not require signatures beyond that of the applicant. Following the receipt of the signed application and the required VASSAR and NSSAR checks, the registrar will submit the application package to the VASSAR registrar. The registrar will forward to the Chapter Treasurer the name of the prospective applicant, the name of his patriot ancestor and the appropriate Fairfax Resolves check.

Section 2. The Registrar will work with all applicants to ensure that application packages comply with VASSAR and NSSAR standards as stipulated in the Application Preparation Manual and the latest version of the NSSAR Genealogy Committee Policies. Should the applicant fail or be unable to provide the required supporting evidence, the Registrar will remove the applicant's name from the Registrar's Application Status Report.

Section 3. The Registrar shall be responsible for both sending applications to prospective members and maintaining a current list of prospective members, including those who have submitted their applications for membership. In addition, he shall furnish an updated copy of the aforementioned list to the Chapter Secretary each month, and present an application status report to the membership at each regular and special meeting. In addition, he shall furnish an Application Status Report to the officers of the Fairfax Resolves Chapter and its membership each month.

Article XIII – Duties of the Color Guard Commander

Section 1. Serve as Color Guard Commander for all Fairfax Resolves Chapter Sponsored Special Observances and Events to include the Vietnam War Veterans Day Commemoration, Patriots Day, Commemoration of the Signing of the Fairfax Resolves, Commemoration of the Establishment of the Fairfax Independent Militia Company and other chapter sponsored special observances and events as designated by the Chapter President. In the event the Color Guard Commander is unable to serve as the Color Guard Commander for sad events, he will identify and coordinate for a substitute Color Guard Commander for the event and inform the President of such.

Section 2. Maintain an inventory and accountability for the flags and equipment of the Fairfax Resolves Chapter (specifically the Betsy Ross flag, Virginia State flag, the Chapter flag and 250th Anniversary flag), flag finals, flag poles, flag cases, flag indoor stands and flag outdoor stakes.

Section 3. Ensure that the appropriate flags and equipment are brought to all chapter meetings and chapter sponsored special observances and events.

Section 4. Maintain a roster of the members of the Fairfax Resolves Chapter Color Guard and ensure proper certifications, training and safety procedures are followed in

accordance with the VASSAR Color Guard Handbook.

Article XIV – Duties of the Chaplain

Section 1. The Chaplain shall be responsible for offering invocations and benedictions at the opening and closing of meetings or other events where such prayers are offered.

Section 2. Upon the decease of any member, notice thereof and of the time and place of the funeral shall be given to the membership as soon as known by the Chaplain (or any other Chapter Officer). It shall be the duty of the Chaplain and all other chapter members to attend the religious or other services whenever practicable.

Section 3. The Chaplain shall provide a necrological (recently deceased) list to the Historian and Virginia Society Chaplain on a yearly basis.

Article XV – Duties of the Historian

The Historian shall prepare, collect, and deposit with the secretary such historical data as may be brought to his attention for all historical and commemorative activities of the Chapter. He will also collect and prepare other papers and documents of a historical character, (except the register of members) which the Secretary may be required to publish. At each November meeting, if there be a necrological (deceased) list for the year closing, he shall submit it, together with biographies of deceased members.

Article XVI – Duties of the Board of Managers

The board of Managers shall have the power and authority to manage the affairs of the Chapter. The Board shall receive reports from the Committee Chairmen and review and recommend to the membership resolutions and changes to the Chapter policies and to the Constitution and Bylaws.

Article XVII—Other Officers

The Fairfax Resolves Chapter may elect additional officers as it deems necessary including Parliamentarian, and assistant officers.

Article XVIII—Standing Committees

Section 1. The President with the Board of Managers approval appoints the chairmen of the following Standing Committees

- **The Membership Committee:** The Vice President Membership shall be the Chairman of the Membership Committee. The Committee shall be responsible for developing a program for continuing recruitment of prospective members; for assigning mentors to new members following their induction and for maintaining the mentors list.
- **The Program and Public Relations Committee:** The Vice President for Programs shall be the Chairman of the Program and Public Relations Committee. The Committee shall be responsible for both the development and content of programs, and

Chapter sponsored events. This includes securing locations and necessary permissions, arranging for speakers, developing programs and scripts, soliciting and registering participation and arranging for the teleconferencing and recording of events. The Committee prepares and distributes news on Chapter activities to the Chapter membership, the National and State Societies and local news media. The Multimedia Committee (which is listed in the Sub-Committees list) shall assist in these efforts.

- **The Audit Committee:** The Audit Committee shall consist of at least three members of the Board of Managers, and will be responsible for certifying the results of the audit of chapter financial records and such other audit actions as the Board of Managers may direct.
- **The Constitution and Bylaws Committee:** When required, the Constitution and Bylaws Committee is responsible for initiating changes to the Constitution and Bylaws which result from National or State Society action and commenting on suggested changes submitted by the membership. The President shall serve as Chairman and Parliamentarian, moderate the discussion and the voting on proposed changes to the Constitution and Bylaws at the Board of Managers and Chapter meetings. The Constitution and Bylaws are amended by two-thirds of the members present at any regular or special meeting of the Chapter, provided a quorum of 10 members is present. The Chairman will submit proposed changes in writing to the Secretary prior to a regular or special meeting with at least 30 days' notice to the membership prior to a vote.
- **The Awards Committee:** The Vice President for Awards and Recognitions shall be the Chairman of the Awards Committee. The Awards Committee shall be responsible for the development and execution of the Chapter's awards program. With the Chapter President and others, the Chairman ensures awards are presented on a timely basis and ensures the information is passed to the Americanism Committee Chairman, the Chapter Treasurer and Chapter Secretary. A record of awards received by Chapter Compatriots will be maintained by the Awards Committee Chairman.
- **The Nominating Committee:** The Nominating Committee shall be responsible for identifying and presenting names of Chapter members considered to be qualified for Chapter office. The committee shall select and submit a slate of candidates for vacant offices to be voted on by the general membership at the annual meeting in November. The Chapter President shall appoint a Nominating Committee of not less than three Compatriots each year prior to the October regular meeting. Customarily, the composition of the committee consists of the immediate Past President as the chairman and two Chapter Past Presidents.

Article XIX - Order of Business

Section 1. The order of business for regular meetings shall be:

- a. Call to order by the presiding officer
- b. Invocation by the Chaplain
- c. Pledge of allegiance
- d. Pledge to the SAR
- e. Introduction of the Head table, new members and guests
- f. Approval of the Minutes of the last meeting
- g. Officer's reports
- h. Committee reports
- i. Unfinished business
- j. New Business
- k. Introduction of the speaker or program

- l. Closing remarks of the presiding officer
- m. Motion to adjourn
- n. Recessional, and
- o. Benediction by the Chaplain

Section 2. The order of business at special meetings shall be determined by the President and announced in the Secretary's notice of call. If the special meeting is called as a result of member petition, then the agenda for the meeting shall be approved by the membership.

Section 3. All Chapter business shall be conducted under the most recent version of *Roberts Rules of Order*.

Article XX- Bylaws Amendments

These Bylaws may be amended at any regular or special meeting of the Chapter by two-thirds vote of those present; provided that a quorum is present, and the prior notice of such amendment (s) shall have been sent to each Chapter member by the secretary in the notice of meeting for the regular or special meeting.