

2017

BLACK KNIGHTS

CONSTITUTION  
AND  
BY-LAWS

“Lest We Forget”

# 3rd Squadron 5th U.S. Cavalry Black Knights –Vietnam

## **3<sup>rd</sup> Squadron 5<sup>th</sup> U.S. Cavalry** **“BLACK KNIGHTS”-VIETNAM**

**“THE BASTARD CAV”**

## **CONSTITUTION AND BY-LAWS**

Adopted in Fredericksburg, Virginia on June 5-7, 1987

**(last amended at Columbus, GA, July 29, 2017)**

We, officers and enlisted men, who served in the Vietnam War, do unite to establish a permanent organization, which shall be known as the “BLACK KNIGHTS.”

This, the BLACK KNIGHTS, was organized by the survivors of the 3<sup>rd</sup> Squadron, 5<sup>th</sup> Cavalry, 9<sup>th</sup> Infantry Division on June 5-7, 1987 at Fredericksburg, Virginia.

### **ARTICLE I – OBJECTS**

The objects of this organization are fraternal, patriotic, historical, and educational; to preserve and strengthen brotherhood among its members; to assist worthy brothers; to perpetuate the memory and history of our dead; to maintain true allegiance to the Government of the United States of America, and fidelity to its Constitution and laws; to foster true patriotism and maintain and extend the institutions of American freedom; to preserve and defend the United States from all her enemies whomsoever.

### **ARTICLE II – ORGANIZATION**

Section 1. Our national organization shall be known formally as the 3<sup>rd</sup> Squadron, 5<sup>th</sup> US Cavalry (Armored/Air Cavalry), 9<sup>th</sup> Infantry Division, Vietnam Veterans.

Section 2. “BLACK KNIGHTS” INC. is tax exempt under IRS Code Section 501(c)(3). Members may deduct donations, to include dues, as a “qualified contribution”.

Section 3. “BLACK KNIGHTS” INC. is classified as a 509(a)(2) “Public Charity” and required to file Form 990/990-EZ or 990-N annually with the Accounting Period ending Dec. 31<sup>st</sup>.

# 3rd Squadron 5th U.S. Cavalry Black Knights –Vietnam

## ARTICLE III – MEMBERSHIP

Section 1. Any officer or enlisted man who served with the “**BLACK KNIGHTS**” during the Vietnam Conflict is eligible for membership. [See also By-Laws Section 101.]

## ARTICLE IV – AMENDMENTS

Section 1. This Constitution may be amended by a simple majority of the members present at the association’s regular meeting; with provision for proxies for members in good standing who are unable to participate in the meeting.

## ARTICLE V – LANGUAGE

Section 1. That all members of the “**BLACK KNIGHTS**” **INC.** now or hereafter organized shall conduct their meetings in no other language than the English language.

## ARTICLE VI – MEETINGS

Section 1. A general business meeting of dues paid members will be conducted during the BLACK KNIGHTS Reunion, which is held every two (2) years.

Section 2. Procedures of the BLACK KNIGHTS business meetings will be conducted according to “ROBERT’S RULES OF ORDER.”

## BY-LAWS

### ARTICLE I – MEMBERSHIP AND DUES

Section 101. Only officers and enlisted men who served honorably with the BLACK KNIGHTS during the Vietnam Conflict; and other 3-5 Cavalry veterans who served honorably since, as members of the BLACK KNIGHTS.

Section 102. Membership dues are collected every two (2) years for the forthcoming two-year period; payable as of 30 September on the first year of the period. The amount of dues is established during the General Business Meeting of the BLACK KNIGHTS. Dues are currently: \$50 for regular membership and \$200 for Life membership.

Section 103. To be eligible for Life Membership, the member must be current with his membership dues. If he is not, the member will have to pay for the current 2-year membership plus the dues for life time membership.

Section 104. Member and Life membership dues payments are considered a “qualified contribution” for tax purposes.

# 3rd Squadron 5th U.S. Cavalry Black Knights –Vietnam

## ARTICLE II – ORGANIZATION

### Section 201. Officers

- A. Elected officers of the “**BLACK KNIGHTS**” **INC.** shall consist of President, Vice President, Secretary and Treasurer.
- B. Appointed officers shall consist, at least, of Sergeant-at-Arms, Liaison, Chaplain, and Keeper of the List, Quartermaster and Parliamentarian.

### Section 202. Term of Offices

All elected officers shall serve for two (2) years or until their successors are elected. Elections shall be held at each regular business meeting with the new officers taking office at the completion of the reunion.

The term of office of all appointed officers and committees shall expire at the next regular business meeting.

### Section 203. Duties of Officers:

- A. **The President** shall be the chief executive officer of the association. He shall have the power to appoint such officers and committees from among the members from time to time as he may in his discretion determine appropriate, to assist in the conduct of the affairs of the association. He shall preside over the meetings of the members of the Association and the Board of Directors.
- B. **The Vice President** shall in the absence, disability, or death of the President exercise the power and performs the duties of the President. He shall also generally assist the President and exercise such other powers and perform such other duties as shall be prescribed by the President.
- C. **The Secretary** shall keep the minutes of all proceedings of the officers and the members. He shall attend to the giving of all notices to the members. He shall keep the records including the minute book wherein all business of the Association shall be recorded, except those of the Treasurer. He shall perform all other duties incident to the office of Secretary of an association as may be required by the President.
- D. **The Treasurer** shall have custody of all property of the Association, including funds, securities and evidence of indebtedness. He shall keep the financial records and books of account of the Association in accordance with generally accepted accounting practices; and he shall perform all other duties incident to the office of Treasurer or assigned by the President.

# 3rd Squadron 5th U.S. Cavalry Black Knights –Vietnam

## **Section 204. Troop Representatives**

- A. Each Troop shall elect a Representative to conduct the troop meeting at each reunion. The Representative will be responsible for organizing a troop reunion every other year, and for bringing troop member concerns to the attention of the Board of Directors.
- B. Troop Representatives shall also serve as trustees of the association.

The Trustees shall audit the records and accounts of all committees, officers and members having to do with receipt and expenditure of organization funds. The Trustee shall not be eligible to serve on committees or as officers whose books, records and accounts are audited by the Trustees. They shall no later than the end of the month following the last day of each yearly period, properly audit the books and records of the Treasurer and any activity conducted or operated on behalf of the organization, and submit a detailed statement of such audit to the organization. They shall verify all expenditures of the organization and certify by their signature as to the correctness of each expenditure. They shall perform such other duties as may be usually incident to the office, or may from time to time be required by the laws or usages of the organization or orders from proper authority.

## **Section 205. The Quartermaster**

The Quartermaster shall provide memorabilia for the members that attend reunions; ensure that all items put up for sale are appropriate to the group; coordinate with the Troop that has the Hospitality Suite; attempt to locate items members request at a reasonable price; transport all goods to the reunion; keep all Troop guidons, Squadron backdrops, flags, colors and staffs and transport said items to events; assist Troops with off-year reunions; and make items in his possession available to the next Quartermaster at cost. Guidons, flags, colors, backdrops and staffs will be transferred after the election.

## **Section 205. Vacancies in Office**

The President may appoint a temporary replacement to any office that becomes vacant due to resignation, death or medical reasons. The replacement shall serve until the next general election of the organization. Such appointment will be confirmed by a majority vote of the Board of Directors.

# 3rd Squadron 5th U.S. Cavalry Black Knights –Vietnam

## ARTICLE III – BOARD OF DIRECTORS

### Section 301.

A Board of Directors is established for an initial term of two (2) years.

**Section 302.** The Board will consist of elected Representatives from each Troop (HHT, A, B, C, D); Elected Officers of the Association and the immediate past President (President Emeritus). The President shall be the Board Chairman.

**Section 303.** Each Board Member shall have one vote. The Chairman shall have two (2) votes when necessary to break a tie vote. A quorum of five members is required to conduct business.

**Section 304.** The Board shall meet during each Biennial Reunion and can conduct its business as necessary, including by electronic means.

## ARTICLE IV – DISILLUSION OF FUNDS

When the Membership of the 3<sup>rd</sup> Squadron, 5<sup>th</sup> US Cavalry (Armored/Air Cavalry), 9<sup>th</sup> Infantry Division, Vietnam Veterans falls to a number that is Equal to or less than a Quorum of 5 Members, The Treasurer or the member designated by the Quorum will take all monies in all of the accounts of the “BLACK KNIGHTS” INC. and less the cost of one (1) drink for each of the remaining members in the Quorum, and Donate the remaining amounts to the following.

- National Armor and Cavalry Heritage Association at 3575 Macon Rd., Ste. 30, Columbus, GA 31907.

In the name of the 3<sup>rd</sup> Squadron, 5<sup>th</sup> US Cavalry (Armored/Air Cavalry), 9<sup>th</sup> Infantry Division, Vietnam Veterans.

# 3rd Squadron 5th U.S. Cavalry Black Knights –Vietnam

## LIST OF AMENDMENTS

Saturday July 29, 2017:

- Organization, Article II, Added Section 2 and 3
- By-Laws, Article I, Section 102 added: Dues are currently: \$50 for regular membership and \$200 for Life membership.
- By-Laws, Article I, added Section 103 and 104.
- Article IV, Disillusion of Funds

Article IV - Amendments:

- Amended on March 17, 2001; and June 13, 2009

Article VI – Meetings:

- Section 2. Amended on March 17, 2001

By-Laws – Article I, Membership and Dues:

- Amended on June 13, 2009

By-Laws – Article II, Organization:

- Section 201, Amended on June 13, 2009
- Section 202, Amended on March 17, 2001; and June 13, 2009
- Section 203, 204 and 205, Amended on June 13, 2009

By-Laws – Article III, Board of Directors:

- Section 301, Amended on June 28, 2003
- Section 302, Amended on June 13, 2009