

UNITED STATES POWER SQUADRONS DISTRICT 4 BYLAWS

ARTICLE I

ORGANIZATION

Section 1.1 The District shall be known as District 4 of USPS.

Section 1.2 The District shall be composed of and include all of the Squadrons assigned to it by the Governing Board of United States Power Squadrons. It shall be governed by a District Conference functioning as the governing body, and by a District Council functioning as an executive committee under the District Conference, all in accordance with the policy and authority of USPS.

WORD AND TERM MEANING

Squadrons.

Section 1.3 As used herein, unless the context clearly indicates otherwise, the term:

1.3.1 "USPS" means United States Power Squadrons.

1.3.2 "Governing Board" refers to and means the Governing Board of USPS.

1.3.3 "National" refers to and means the National Organization and officers of USPS.

1.3.4 "Conference", "Council", "District", "Squadron", "Division", "officers", "committees", "aides", "members", and subjects treated generally, refer to and mean those of this District.

1.3.5 "Policy and authority of USPS" refers to and means that of the Bylaws of USPS, and the current Operations Manual which supplements these documents.

Section 1.4 Any word denoting gender used in these Bylaws shall apply equally to either gender as the context may require.

ARTICLE II

OFFICERS AND COMMITTEES

GENERAL PROVISIONS

Section 2.1 All elected officers, all appointees and all members of the Conference and the Council shall be Active Members of Squadrons in the District and shall be subject to the following general provisions:

2.1.1 Committees whose members have terms of staggered length shall have members elected or appointed initially for terms respectively to meet such qualifications. A member whose term next expires shall be the chairman of the committee, except that, if a member is elected or appointed to fill the unexpired term of the chairman, the Council shall designate which committee member shall assume the pro-tempore chairmanship of an elected committee, and the Commander shall designate the pro-tempore chairman of an appointed committee.

2.1.2 Elected officers and elected committee members shall serve from the time of election to the next election or until their successors have been elected, qualified and installed.

2.1.3 A vacancy occurring in any elective office shall be filled for the unexpired term by the Council as provided herein and, in the case of an appointive office, shall be filled for the unexpired term by appointment by the Commander.

2.1.4 The chairman of each appointive committee shall be approved by the Council and shall serve with the rank of District Lieutenant unless he holds a higher rank in some other capacity, in which event he shall retain the higher rank.

2.1.5 Each appointee shall hold office at the pleasure of the appointing power but not beyond the term of office of that person or body except to complete an assignment with the approval of the Conference or the Council.

2.1.6 In all instances relating to rank, procedures, and matters of whatsoever nature pertaining to officers and committees in general, the policy and authority of USPS shall prevail.

ELECTED OFFICERS

Section 2.2

The COMMANDER shall be the ranking officer and he shall:

2.2.1 Preside at all meetings of the Conference and Council, and represent this District at meetings and functions of USPS.

2.2.2 Visit each Squadron at least once a year. If he is unable to make such visitations in person, he shall designate one of the other elected officers, or a Past District Commander, to make such visitations.

2.2.3 Call meetings of the Conference and the Council as provided herein.

2.2.4 Be, ex officio, a member of all committees except the Auditing Committee, the Nominating Committee and the Rules Committee.

2.2.5 Appoint annually, with the approval of the Council, a Chaplain, a Flag Lieutenant, Aides, Chairmen and/or members of the various appointive committees and such other Lieutenants as he may deem necessary.

2.2.6 Perform such other duties as may be prescribed by the policy and authority of USPS.

2.2.7 Turn over to his successor all records, reports, communications, and documents pertaining to the affairs of the District at the expiration of his term of office.

Section 2.3 **The *EXECUTIVE OFFICER* shall:**

2.3.1 Report to the Commander and assist him in the performance of his duties as the Commander may direct.

2.3.2 In the temporary absence or incapacity of the Commander, assume his duties.

2.3.3 Be the liaison between the District Officers and the Squadron Commanders and receive the Squadron Commanders' reports.

2.3.4 Be responsible to the Conference, the Council, and to the Commander for all committees under his supervision which may include (by way of illustration but not limitation) General Safety, Legislative, Cooperative Charting, Liaison, Public Relations, Radio Technical, Boat Show and such other committees as may be categorized as "external" operations. He shall be, ex officio, a member of each of these committees.

2.3.5 Perform such other duties as may be prescribed by the policy and authority of USPS.

2.3.6 Turn over to his successor all records, reports, communications, and documents pertaining to the affairs of the District at the expiration of his term of office.

Section 2.4 **The *EDUCATIONAL OFFICER* shall:**

2.4.1 Report to the Commander and assist him in the performance of his duties as the Commander may direct.

2.4.2 As an officer of the Educational Department of USPS be, ex officio, a member of all Educational Department committees, supervise the District's educational activities, and coordinate the Squadrons' educational programs.

2.4.3 Advise the Squadrons' Nominating Committees with respect to nominees for Squadron Educational Officers and Assistant Squadron Educational Officers, if any, and, if and when the National Educational Officer has delegated such authority to him, approve such nominations.

2.4.4 Perform such other duties as may be prescribed by the policy and authority of USPS.

2.4.5 Turn over to his successor all records, reports, communications, and documents pertaining to the affairs of the District at the expiration of his term of office.

Section 2.5 **The *ADMINISTRATIVE OFFICER* shall:**

2.5.1 Report to the Commander and assist him in the performance of his duties as the Commander may direct.

2.5.2 In the temporary absence or incapacity of the Executive Officer, assume the duties of the Executive Officer.

2.5.3 Be responsible to the Conference, the Council, and to the Commander for all committees under his supervision which may include (by way of illustration but not limitation) Membership, Operations Training, Cruise and Rendezvous, Meetings and Program, District Publications, THE ENSIGN correspondent, and other committees which may be categorized as

"internal" operations. He shall be, ex officio, a member of each of these committees.

2.5.4 Perform such other duties as may be prescribed by the policy and authority of USPS.

2.5.5 Turn over to his successor all records, reports, communications, and documents pertaining to the affairs of the District at the expiration of his term of office.

Section 2.6

The *SECRETARY* shall:

2.6.1 Keep a record of the proceedings of the Conference and of the Council and conduct the correspondence of these bodies.

2.6.2 Have custody of the official copy of the Bylaws which he shall keep corrected to date. He shall send promptly to the designated member of the USPS Committee on Rules triplicate copies of the Bylaw amendments or new Bylaws as adopted by the Conference, certified as instructed by the USPS Operations Manual.

2.6.3 Keep and file all documents, records, reports and communications connected with the business of the District.

2.6.4 Make a report at each meeting of the Conference and the Council, and as directed by the Commander.

2.6.5 Send a copy of all Conference and Council minutes to each member of the Council, and shall send a copy of the minutes of all Conferences to the National Executive Officer, the National Secretary and the Chairman of the National Committee on Rules.

2.6.6 Report to the National Secretary the names of all officers elected at the Spring Conference and the names of all committee chairmen within ten (10) days of their election or appointment.

2.6.7 Send out calls for Conference meetings twenty-one (21) days before the date of the meeting. The call for and notice of the Spring Conference shall contain the Nominating Committee's report listing all nominees for elective office. Send out notices of Council meetings fourteen (14) days before the date of the meeting. Publication of the calls in a regular District publication, duly and timely circulated, shall fulfill the foregoing requirements.

2.6.8 Perform such other duties as may be prescribed by the policy and authority of USPS.

2.6.9 Turn over to his successor all records, reports, communications, and documents pertaining to the affairs of the District at the expiration of his term of office.

Section 2.7

The *TREASURER* shall:

2.7.1 Collect, and hold in the name of the District, all monies payable to the District.

2.7.2 Pay all bills contracted by the District which have been approved by the Council or which have been provided for in the budget approved by the Conference.

2.7.3 Deposit the District's funds, as directed by the Council, in banks or financial institutions insured by an agency of the United States government and invest such funds as may be available for investment as directed by the Council or the Conference.

2.7.4 Make a report of District finances at each meeting of the Conference and the Council, and as may be directed by the Commander.

2.7.5 Send out to each Squadron a notice of the annual per capita assessment levied against it by the District not later than 1 April of each year and collect the same. Assessments shall be payable to the Treasurer not later than 1 June of each year.

2.7.6 Prepare and file all required Federal and state tax returns, in a timely manner, following recommendations and instructions from the National Treasurer.

2.7.7 Perform such other duties as may be prescribed by the policy and authority of USPS.

2.7.8 Either the Commander or the Executive Officer is authorized to sign checks on behalf of the District in the event of the absence or incapacity of the Treasurer.

2.7.9 Turn over to his successor all records, reports, communications, documents, monies, and things of whatsoever sort pertaining to his office and belonging to the District at the expiration of his term of office.

ELECTED ASSISTANTS

Section 2.8 The Nominating Committee may nominate an **ASSISTANT EDUCATIONAL OFFICER** who shall assist the Educational Officer in the performance of his duties, and, in the absence or incapacity of the Educational Officer, act in his place and stead, including voting at any meeting.

Section 2.9 The Nominating Committee may nominate an **ASSISTANT SECRETARY** who shall assist the Secretary in the performance of his duties, and, in the absence or incapacity of the Secretary, act in his place and stead, including voting at any meeting.

Section 2.10 The Nominating Committee may nominate an **ASSISTANT TREASURER** who shall assist the Treasurer in the performance of his duties, and, in the absence or incapacity of the Treasurer, act in his place and stead, including voting at any meeting.

OTHER OFFICERS

Section 2.11 LAW OFFICERS shall be appointed by the Commander, one for each state served by the District. They shall be attorneys at law, duly authorized to practice as such in their respective states. They shall perform such legal duties as may be assigned by the Conference, Council or the Commander. They shall act as co-chairmen of the District Law Committee.

Section 2.13 The **PROPERTY OFFICER** shall be appointed by the Commander. He shall have physical custody of all of the District's property under the cognizance of the Treasurer. He shall maintain a current listing of the District's property showing the location, the date procured, the condition and any other pertinent information relative thereto. A true copy of the listing shall be supplied to the Treasurer annually on the date specified by the Treasurer for use in the annual financial report.

Section 2.14 The Chaplain, the Flag Lieutenant, Aides, Appointive Committee Chairmen and Committee Members and Lieutenants shall perform such appropriate duties as may be directed by the Commander, the Conference or the Council.

GENERAL COMMITTEES

Section 2.16 Certain General Committees shall be elected by and report to the Conference, as follows:

2.16.1 The **NOMINATING COMMITTEE** shall consist of a chairman and five (5) other members, two (2) of whom shall be elected each year for a term of three (3) years to fill the vacancies occasioned by the expiration of terms of office. This committee shall choose one of its members whose term next expires to be its chairman. The committee shall be so constituted that no more than three (3) members shall be past District Commanders and the other members shall be past District Lieutenant Commanders or past Commanders of a squadron of this district. No person shall be elected to this committee if, at the time of his election, another member of his squadron is already a member of the committee. No member of this committee whose term is expiring shall be re-nominated to this committee, and no member of this committee shall be eligible for nomination to any elective office of the district by the committee for one year after serving on this committee. This committee shall annually nominate a candidate for each elective district office and members and chairmen of the Nominating, Rules and Auditing Committees and its nominating report shall be mailed first class or hand delivered to the District Secretary not less than forty-five (45) days prior to the date of the Spring Conference. This committee shall also select persons for the Commander to recommend to the National Committee on Nominations as prospective candidates for election as General Members of the Governing Board, and submit their names to the Council for approval at its meeting prior to 1 July. A vacancy occurring in the Nominating Committee during the year shall be filled from the floor at the next regular Council meeting.

2.16.2 The **AUDITING COMMITTEE** shall consist of three (3) members, one of whom shall be elected each year for a term of three (3) years to fill the vacancy occasioned by the expiration of a term of office. The Committee shall audit the books of the Treasurer annually and make its report to the Spring Conference. It shall perform such additional audits or reviews of District financial matters as may be requested by the Council.

2.16.3 The **RULES COMMITTEE** shall consist of three (3) members, one of whom shall be elected each year for a term of three (3) years to fill the vacancy occasioned by the expiration of a term of office. This Committee is the guardian of adherence to the USPS Constitution and Bylaws, USPS policy and these Bylaws. The Committee shall keep up to date with the latest "Model Bylaws for Districts of USPS" and prepare recommendations as necessary to keep the District's Bylaws consistent with the policy and

authority of USPS. It shall prepare proposed wording for amendments or new Bylaws as may be directed by the Conference or by the Council.

STANDING COMMITTEES

Section 2.17 Certain Standing Committees shall be responsible to and report to the Council, as follows:

2.17.1 The *BUDGET AND FINANCE* Committee shall consist of three members, one of whom shall be appointed each year for a term of three years. This committee shall recommend policy concerning general reserves and operating funds as directed by the Council and shall annually draft a detailed budget of operating expenses anticipated income and recommended per capita assessment to be levied against the squadrons for the following budget year. The complete budget shall be proposed to the Council prior to the Fall Conference. Any change in per capita assessment adopted by a Fall Conference shall not take effect until the beginning of the next USPS dues year.

2.17.2 The *PLANNING COMMITTEE* shall consist of five (5) members, one of whom shall be appointed by the Commander each year for a term of five (5) years to fill the vacancy occasioned by the expiration of a term of office. Members of this Committee shall be Senior Members or Past District Officers provided however, that no more than three (3) members may be Past District Commanders and no two (2) members may be members of the same Squadron. The Committee shall be empowered to make recommendations in response to queries referred to it by the Conference or the Council, and to make recommendations on its own initiative of proposed changes of any kind for the good of the District. The Committee shall file an annual report to the Council at its meeting immediately preceding the Spring Conference.

2.17.3 The *LAW COMMITTEE* shall be composed of the Law Officers as Co-Chairmen, an assistant for each State, and such additional assistants as may be deemed necessary. The Law Committee shall perform such legal duties as may be assigned, and shall be directly responsible to the Council.

Section 2.18 Certain Standing Committees shall be responsible to and report to their respective department heads.

2.18.1 The *PERSONNEL COMMITTEE* shall be composed of two (2) or more members appointed by the Commander. This Committee shall maintain a current inventory of the interests and skills of the District's membership for use by the Nominating Committee, the

Commander, and the Lieutenant Commanders as a source of qualified candidates for specific jobs. This committee shall be assigned to the Secretary's Department.

2.18.2 The *MEMBERSHIP COMMITTEE* shall be appointed by the Commander, and shall report to the Administrative officer. It shall perform the duties prescribed by the Operations Manual and act as the liaison between National policies and Squadron actions, to insure that the prescribed membership enrollment practices are being followed. It shall also encourage membership involvement.

2.18.3 The *MEMBER INVOLVEMENT COMMITTEE* shall be composed of three members appointed annually by the Commander. It shall work closely with other district committees to encourage participation in district activities by members of district squadrons and, as requested, provide to the squadrons suggestions for programs to increase member participation in squadron activities.

2.18.4 *OTHER COMMITTEES* which report to their respective department heads shall be appointed by the Commander and shall perform such duties and make such reports as may be required by the policy and authority of USPS.

ARTICLE III

COUNCIL

Section 3.1 The Council shall be composed of the Commander, the Executive Officer, The Educational Officer, the Administrative Officer, the Secretary, the Treasurer, the immediate Past District Commander and the Squadron Commanders. They shall be the voting members of the District Council.

Section 3.2 The Council Shall:

3.2.1 Carry on the interim business of the District between meetings of the Conference.

3.2.2 Establish committees and make or approve appointments thereto.

3.2.3 Assign pertinent and appropriate duties to officers, committees and members.

3.2.4 Fill any vacancy in any elective office or on any elective committee by a majority vote of those present and voting at any regular or special meeting of the Council after nomination by the Nominating

Committee or by nomination from the floor, whereupon the person so elected shall hold office for the unexpired term or until his successor shall have been elected and qualified, except that, in the case of the Educational Officer or Assistant Educational Officer, the candidates' qualifications shall be first approved by the National Educational Officer or his designee. A vacancy occurring in the membership of the Nominating Committee, during the year, shall be filled as prescribed in Section 2.16.1.

3.2.5 At a Council meeting preceding the Fall Conference, approve and recommend to the Conference a detailed budget of operating expenses, anticipated income, and per capita assessments to be levied against the Squadrons for the ensuing fiscal year.

3.2.6 Consider resolutions and recommendations from the Squadrons and refer them to the Conference for approval as may be appropriate or refer them for study by committee as may be indicated.

3.2.7 Perform such other duties as may be required by the policy and authority of USPS.

3.2.8 Make and approve interim changes in the budget.

ARTICLE IV

CONFERENCE

Section 4.1 The Conference shall be composed of the Commander, the Executive Officer, the Educational Officer, The Administrative Officer, the Secretary, the Treasurer, the immediate Past District Commander, the Squadron Commanders and the Delegates. They shall be the voting members of the Conference.

Section 4.2 Delegates

4.2.1 Delegates shall be selected by each Squadron and shall be on the basis of one delegate for each 10 members in good standing of the Squadron, or a major fraction thereof remaining, as recorded in the records of USPS as of the preceding 1 March, with a minimum of three (3) delegates per Squadron.

4.2.2 During the first year of a new Squadron, the number of its delegates to the Conference shall be based upon the number of its charter members, with a minimum of three (3) delegates.

4.2.3 Prior to each meeting of the Conference, each Squadron Commander shall cause to be presented to the District Secretary a list, in writing, of his Squadron's delegates who shall be entitled to vote, if present, at that meeting.

4.2.4 If for any reason a delegate is disqualified or is unable to attend, his successor or substitute may be appointed by the Squadron Commander and notice thereof presented to the District Secretary prior to the Conference's being convened.

Section 4.3 The Conference shall:

4.3.1 Elect annually, at the Spring Conference a Commander and other elected officers as provided herein, and members of the Nominating, Rules and Auditing Committees.

4.3.2 Have control of the policy making and the finances of the District and adopt a budget annually.

4.3.3 Make annual assessments upon the Squadrons on a per capita basis. Per capita assessments shall be payable by each Squadron to the Treasurer on the basis of the number of its members as shown by the records of USPS as of 1 March of the year for which the assessment is to be paid. Assessments for members joining Squadrons after 1 March each year may be levied by the Conference. Assessments shall not be levied upon the Squadrons of a Division of the District without the authority of the Division Conference.

4.3.4 Establish committees and make appointments thereto or delegate the responsibility to the Commander.

4.3.5 Consider and act upon reports, resolutions and recommendations from the Council, officers, and committees (and Division Officers, if any).

4.3.6 Adopt and forward appropriate recommendations to the Governing Board.

4.3.7 Amend the Bylaws or adopt new Bylaws.

4.3.8 Conduct such other business as may be necessary and expedient.

4.3.9 Establish and promulgate rules and regulations not inconsistent with the policy and authority of USPS and these Bylaws. Rules and regulations adopted at any regular or special meeting of the Conference shall be binding upon all officers and members of the District and its Squadrons.

ARTICLE V

MEETING PRIVILEGES AND VOTING

Section 5.1 At any meeting of the Conference, the members of the Conference shall, if present, each have one vote on each question. In the absence of a Squadron Commander, he may be represented in person by his Executive Officer, by his Administrative Officer or by the holder of his written proxy.

Section 5.2 At any meeting of the Council, each member of the Council shall, if present, have one vote on each question. In the absence of a Squadron Commander, he may be represented in person by his Executive Officer, by his Administrative Officer or by the holder of his written proxy.

Section 5.3 No person shall be entitled to vote unless he is a member in good standing of his Squadron.

Section 5.4 Voting shall be by voice unless a poll is demanded by a person duly qualified to vote, in which event votes shall be cast by a show of hands. Upon a motion supported by at least one-fifth (1/5) of the members present and voting, a roll call vote shall be had. The presiding officer shall vote only when necessary to decide a tie.

Section 5.5 Any Squadron member may have the privilege of the floor at any meeting of the Conference or the Council when so permitted by the presiding officer who may limit the time thereof.

Section 5.6 Should any meeting of the Conference or the Council be recessed to reconvene more than twelve (12) hours later than the time set for the original meeting, or to be at a different place, no business other than adjournment may be transacted unless a quorum is present at the reconvened meeting.

ARTICLE VI

MEETINGS, NOTICES, AND QUORUMS

Section 6.1 There shall be two regular meetings of the Conference in each calendar year to be known as the Spring Conference and the Fall Conference. The Spring Conference shall be held at a time between 1 March and 15 April, and the Fall Conference shall be held at a time between 1 September and 1 December unless otherwise approved by the USPS Operating Committee with the consent of the Governing Board. Care shall be taken not to schedule a District Con-

ference in conflict with the National Calendar of events.

Section 6.2 The Council shall fix the number of its regular meetings provided, however, that there shall be at least two, one of which shall be held within forty (40) days prior to, or on the day of but preceding, the Spring Conference, and the other within forty (40) days prior to, or on the day of but preceding, the Fall Conference.

Section 6.3 Regular meetings of the Conference and of the Council shall be held at the places, on the dates and at the times selected and fixed by the Commander with the approval of the Council, and notice thereof shall be sent by the Secretary to the members of the Council twenty-one (21) and fourteen (14) days respectively, before the dates of the meeting. In the case of meetings of the Conference, it is the duty of each Squadron Commander to give notification to each of the Delegates representing his Squadron.

Section 6.4 Special or extraordinary meetings of the Conference or of the Council may be called by the Commander, by the Council, or by any three (3) Squadrons by written petition addressed to the Commander and setting forth the reason(s) for calling the meeting.

6.4.1 The Commander shall select the date and place (the date to be within thirty (30) days of the receipt of the petition and the place within the geographical confines of the District) and time of such special meeting and he shall direct the Secretary to issue, in writing, the call for the special meeting, stating the reason(s) for the meeting and the agenda to be acted upon.

6.4.2 The call for such meeting shall be sent by first class mail to members of the Council not less than fifteen (15) days before the date set for the meeting.

6.4.3 The business of any special meeting shall be limited to action upon the agenda items contained in the call for the meeting.

Section 6.5 At any meeting of the Conference, twenty-five percent (25%) of all of the members of the Conference entitled to vote, whether present in person or by authorized representative, shall constitute a quorum. At any meeting of the Council, fifty percent (50%) of all of the members of the Council entitled to vote whether present in person or by authorized representative, shall constitute a quorum. A quorum for a committee of more than two members shall be a majority of its members.

ARTICLE VII

NOMINATIONS AND ELECTIONS

Section 7.1 Candidates for office to be voted on at the Spring Conference may be nominated by the Nominating Committee or by written petition signed by ten (10) members in good standing of each of at least three (3) different Squadrons and sent first class mail or delivered to the Secretary at least fifteen (15) days before the date of the election. The Secretary shall forward the names of those nominated by petition to each member of the Council at least ten (10) days before the date of the election. There shall be no nomination by any other method, except as permitted by Section 7.2 following.

Section 7.2 If vacancies exist in the properly formulated slate of nominees at the time of the election, they shall be filled by nominations from the floor.

Section 7.3 No person may be nominated for the office of Educational Officer or Assistant Educational Officer unless his qualifications for such office have been approved by the National Educational Officer or his designee prior to his nomination.

Section 7.4 No person shall be eligible for nomination unless he signifies his willingness to serve if elected.

Section 7.5 No person shall stand for election to, nor hold, more than one elective District office simultaneously, nor hold more than one elective flag office simultaneously in this District and a Squadron hereof, or in this District and a Division hereof. It is hereby recognized and authorized that a member may serve in two elected offices for a "Lame duck" period when there is a short overlap of an old term in one elected office with the term of a newly elected office.

Section 7.6 The Commander shall not be eligible for nomination and election to that office for more than two (2) consecutive terms of one year each.

Section 7.7 Voting at elections shall be in the following manner

7.7.1 Each voting member of the Conference, present and in good standing, shall have one vote for each office to be filled.

7.7.2 Election to an uncontested office may be effected on a supported motion and a unanimous ballot cast and recorded by the Secretary.

7.7.3 Election to a contested office shall be effected by an unsigned secret ballot and cast in person or by his identified proxy. Such elections shall be determined by a Judge of Election and not less than three Tellers, all of whom shall be appointed by the Commander. The secret ballots shall be delivered to the Judge of Election, opened and inspected by the Tellers, and the final results tabulated and announced to the members before the close of the meeting.

7.7.4 The time limit for polling shall be announced by the presiding officer.

Section 7.8 In the event that the Commander, Executive Officer, or Administrative Officer resigns, or is found by the officer's declaration or by a two-thirds (2/3) majority vote of the Council to be incapable of performing the duties of his office because of illness or otherwise, the duties and powers of such office may be assumed by an available Past District Commander selected by the Council. He shall be an Active Member of a squadron in this District. Such assumption of duties by a Past District Commander shall last until the earliest of: (1) the next Spring Conference, (2) the officer's rescission of his declaration of incapability; (3) the Council's rescission of its declaration of incapability; or (4) the next Conference at least fifty (50) days after the declaration of such incapability. If, at that time, the declaration of incapability has not been rescinded, the Council shall recommend to the Conference whether the period of incapability should be extended or the office should be declared vacant. If the Council recommends that the office be declared vacant the recommendation shall be made in time to be included with a report of the Nominating Committee in the call to the Conference. If the Conference by a two-thirds (2/3) majority vote concurs, an election shall be held to fill such vacancy. Candidates for such office shall be nominated in the same manner as provided in Section 7.1 above for the Spring Conference.

ARTICLE VIII

ORDER OF BUSINESS AND RULES OF ORDER

Section 8.1 The order of business at any regular or special meeting of the Conference or the Council shall be the same as that of USPS.

Section 8.2 Orderly parliamentary procedures shall govern at all meetings.

Section 8.3 All questions of procedure not otherwise covered herein shall be determined by the Chairman of the Rules Committee or his designee.

ARTICLE IX

FINANCES

Section 9.1 The fiscal (business) year of the District shall be for twelve consecutive months beginning on 1 March and ending on the last day of February.

Section 9.2 Any person collecting monies for any activity of the District shall be prepared at all times to make a full and complete accounting of same to the Council or the Conference.

Section 9.3 No person shall contract any bills in the name of the District unless previously authorized by the Conference, the Council or the approved budget

Section 9.4 Whenever an account is closed or the authorized function is completed, there shall be promptly prepared a full and complete report by the person responsible therefor, and any excess funds shall be immediately turned over to the District Treasurer.

ARTICLE X

AMENDMENTS

Section 10.1 These Bylaws may be repealed, amended or revised at any regular or special meeting of the Conference by a two-thirds (2/3) concurring vote of the members present in person (or by authorized representative) and voting provided that the proposed repeal, or amendment, or revision has been stated in full in the call for and notice of the meeting at which such action is to be taken.

Section 10.2 When any proposed repeal, amendment or revision is properly before the meeting, the wording thereof may be amended by a simple majority vote on a motion from the floor at such meeting, provided that the amendment is germane to the repeal, amendment or revision stated in the call for and notice of the meeting.

Section 10.3 New Bylaws and/or amendments shall become effective only after approval by the USPS Governing Board, or its delegated authority, and upon the mailing of copies thereof by the Secretary to the members of the Council and to the Squadron Secretaries.

ARTICLE XI

DISTRIBUTION OF ASSETS AFTER TERMINATION

Section 11.1 No member of USPS shall have, as an individual, any interest in or title to the assets of USPS, the assets of the District, or the assets of any Squadron of the District and such assets shall be devoted exclusively to the purposes of USPS, the District and the Squadrons

Section 11.2 In the event of dissolution, voluntary surrender or revocation of the District's authority to function as such, all assets then belonging to the District shall be assigned to the Squadrons which were a part thereof, pro-rated as to the then current membership or, if there be none, then to USPS or to an institution which qualifies for tax exemption (under Section 501(c)(3) of the Internal Revenue Code of 1954, as from time to time amended, and any Regulations promulgated thereunder, or such other Section of the Code by which USPS is exempt) as selected by the Conference or other comparable body of the District, or, in the absence of such selection, the selection shall be made by the USPS Operating Committee. Should the Squadrons of this District, upon termination of its authority to function as a District, be assigned to one or more other Districts, the assets belonging to the District shall then be divided among such Districts, prorated as to the membership of those Squadrons assigned to such Districts.