

# Colorado Society Sons of the American Revolution Bylaws

## Chapter I

**SUMMARY:** The Bylaws prescribe the fundamental characteristics of COSSAR; how COSSAR functions; and the rules COSSAR believes are important. The Bylaws may be amended if approved by the Board of Managers at the last meeting prior to the Annual Meeting and approved by two-thirds (2/3) vote of the members at the Annual Meeting after thirty (30) days prior notice.

# **COLORADO SOCIETY SONS OF THE AMERICAN REVOLUTION**

## **BYLAWS**

### **ARTICLE I: NAME**

The official name of this organization shall be the Colorado Society of the Sons of the American Revolution, hereinafter referred to as COSSAR. It is a corporation, not for profit, incorporated in the State of Colorado on 30 August 1906 (Corporation Record 43215, Book 119 at page 99) and filed its Election to Accept the Colorado Not for Profit Corporation Act on 26 October 1970, as required by law. COSSAR was first organized on 4 July, 1896, and was the thirty-third State Society. It is an integral part of the National Society of the Sons of the American Revolution, hereinafter referred to as NSSAR, a corporation created by a special act of Congress of the United States (Act of 9 June 1906, P.L. 214, 34 Stat. Chapter 3065, page 277) amended 6 February 1925 (P.L. 362, 43 Stat. Chapter 142, page 808); further amended 8 September 1961 (P.L. 87-2 14). The Charter Constitution and Bylaws of NSSAR and the Articles of Incorporation of COSSAR are hereby incorporated by reference and made a part of these Bylaws.

### **ARTICLE II: OBJECTS**

The objects of COSSAR are declared to be patriotic, historical and educational, and shall include those intended or designed to perpetuate the memory of those patriots who, by their services or 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 them and the community at large with a more profound reverence for the principles of the government founded by our forefathers; to encourage historical research in relation to the American Revolution; to acquire and preserve the records of the individual services of the patriots of the war, as well as documents, relics, and landmarks; to mark the scenes of the Revolution by appropriate memorials; 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 to carry out the purposes expressed in the preamble to the Constitution of our people and the injunctions of Washington in his farewell address to the American people.

### **ARTICLE III: MEMBERSHIP**

**SECTION 1.** The membership of COSSAR shall consist of the members of the COSSAR Chapters and the COSSAR At Large members who are members of NSSAR.

**SECTION 2.** A member may choose to be a member of a Chapter, if acceptable to that Chapter, or may choose to be an At Large member, if acceptable by the COSSAR Treasurer and the COSSAR MS/R.

**SECTION 3. Classes of Membership:**

- A. Regular Member:** A Regular Member shall be any male member, eighteen (18) years and over, except those members described in subsections B through E of this subparagraph, who meets all the requirements for membership of NSSAR.
- B. Junior Member:** A Junior Member is a male member under the age of eighteen (18) who has met the NSSAR membership requirements. A junior member is unable to vote.
- C. National Life Member:** A National Life Member is a male member who has completed an application for National Life Membership and paid the designated Life Membership fee as defined and published by NSSAR. A National Life Member shall be exempt from all annual dues payable to NSSAR.
- D. Emeritus Member:** An Emeritus Member shall be any male member who has paid a total of fifty (50) cumulative years of annual dues, except any dues paid as a Junior Member prior to the age of eighteen (18). An Emeritus Member shall be exempt from all annual dues payable to NSSAR and COSSAR. A COSSAR Emeritus Member shall be any male member who has reached 100 years or older. A COSSAR Emeritus Member will be exempt from all annual dues payable to COSSAR.
- E. Memorial Member:** A Memorial Member is a deceased male of the same family as the current member as defined above, whose application and payment have been submitted in accordance with the NSSAR Bylaws. It shall be on the same genealogical line and shall be connected by relationships not to exceed two (2) generations removed from the line of the family member whose application upon which it is based (e.g. father, grandfather, uncle, grand uncle, brother, son, grandson, nephew or grand-nephew).

**SECTION 4. Transfers:**

- A. Transfers In:** A member in any other NSSAR State Society may, without payment of an admission fee, transfer into COSSAR. If he desires membership in a Chapter, he shall make application for the transfer through that Chapter. Any transfer (demitting or receiving) shall be contingent upon his having met the requirements of the National Form "Application for Transfer of Membership" and upon receiving approval of the transfer from NSSAR. Although no admission fee

is charged, a member seeking to transfer into COSSAR, upon request, may be asked to furnish COSSAR with a copy of his original approved NSSAR application, excluding documentation. This request is not a requirement of the transfer of membership.

**B. Transfers Out:** Any COSSAR member moving to another state may transfer his membership to that State Society, after his acceptance by the gaining State Society. Any transfer (demitting or receiving) shall be contingent upon his having met the requirements of the National Form "Application for Transfer of Membership" and upon receiving approval of the transfer from NSSAR.

**C. Transfers within COSSAR:** Any COSSAR member may transfer his membership within COSSAR from one Chapter to another with the acceptance by the gaining Chapter. A transfer of membership from a Chapter into an At Large member status will require the acceptance by the COSSAR Treasurer and MSR. Any transfer (demitting or receiving) shall be contingent upon his having met the requirements of the COSSAR Form "Application for Chapter Transfer within COSSAR" and upon receiving approval of the transfer from the COSSAR Treasurer and the MS/R who will then update the COSSAR & NSSAR database for such changes.

**SECTION 4. Discipline:** Any member may be disciplined or expelled from COSSAR in accordance with the NSSAR Bylaws. The Board of Managers, hereinafter referred to as the BOM, by a two-thirds (2/3) affirmative vote, may initiate action to discipline or expel. The BOM shall thoroughly investigate any written complaints against any member, if signed by ten (10) members who were in good standing during the time period covered in the complaint. If, after hearing the accused, the BOM finds against him, it shall promptly notify the Executive Committee of NSSAR, who shall then have complete jurisdiction in the case.

## **ARTICLE IV: OFFICERS**

**SECTION 1. State Officers:** The officers of COSSAR shall be a president, vice president, recording secretary (RS), treasurer, membership secretary/registrar (MS/R), chancellor, chaplain, and historian. These officers shall meet at the call of the president (see Article V, below). The officers of COSSAR shall begin their terms once installed.

**A. Term of Officers:** All officers shall serve a term of one (1) year beginning with their election and installation at the Annual Meeting and continue until their successors are duly elected and installed. The president shall normally serve a one (1) year term and not serve more than two (2) successive terms; however, officers other than the president are not restricted to term limitations.

**B. Duties of Officers:**

- (1) President** - The president shall be the chief executive officer of COSSAR and shall exercise general control over its affairs under authority of the BOM (see Article VI below), and the current COSSAR Bylaws and Standing Rules (see Article XIV below). He shall preside at all COSSAR Annual, BOM and Special meetings. He shall appoint all Standing and Special Committees, except the Nominating Committee. He shall be a member ex-officio of all committees, except the Nominating Committee.
- (2) Vice President** - The vice president, in the absence or incapacity of the president to serve, shall serve and perform all the duties and exercise all of the powers of the president. In addition, the vice president shall be in charge of all programs for meetings and special functions of COSSAR.
- (3) Recording Secretary (RS)** - At the direction of the president, the RS shall call all meetings of COSSAR and the BOM and shall keep a record of the proceedings of all meetings of COSSAR and the BOM. Under the direction of the president he shall conduct the general correspondence of both. He is responsible for: maintaining the COSSAR Database; publishing the annual Membership Roster; updating the National Personal Data Pages; compiling and sending to NSSAR the Annual Reconciliation Report using the National Reconciliation Template form from the NSSAR website; and preparing the official list of delegates to the NSSAR Congress. He shall turn over to his successor any or all such records and correspondence, when he shall for any reason leave office.
- (4) Treasurer** - The treasurer shall receive all monies paid into COSSAR and shall deposit the funds in a depository designated by the BOM. He shall make all routine and incidental disbursements and those covered by the approved budget. Unbudgeted expenses and those in excess of the approved budget shall be submitted at the next BOM meeting for approval or ratification. He shall keep accurate records of all funds and financial transactions of COSSAR, and he shall turn over such records to his successor when he shall, for any reason, leave office. During his term of office, he shall present such records to the BOM for audit and review when so requested by the BOM. He may serve without bond, at the discretion of the BOM, but he shall have the privilege of being bonded at COSSAR's expense if he chooses to do so. The treasurer shall be responsible for the preparation and submission of all Federal, State and local IRS and corporate forms (see NSSAR handbook).
- (5) Membership Secretary/Registrar (MS/R)** - The MS/R shall be designated as the main contact for correspondence received from NSSAR. The MS/R shall examine all applications for membership and shall make appropriate recommendations to NSSAR. He shall have the care and custody of all membership records, and shall keep a complete register of the names, dates of birth, dates of admission, resignations, expulsions, deaths, or other losses of all members, together with pertinent information concerning applicants who

are refused admission. He shall offer proper assistance to members or prospective members in matters relating to their genealogy and shall assist in the examination and evaluation of applications for membership.

- (6) **Chancellor** - When possible, the chancellor shall be an attorney at law, and it shall be his duty to give opinions on legal matters (pro-bono) affecting COSSAR when such questions are referred to him by the proper officers.
- (7) **Chaplain** - The chaplain shall give the invocation and the benediction at all COSSAR meetings and other appropriate occasions. He shall send appropriate get-well or condolence cards to members or their families and, if requested, give spiritual aid to families. He is responsible for the arrangements to conduct brief NSSAR funeral or memorial services. He is the point of contact for information on NSSAR markers for gravestones and crypts. He shall perform such other religious functions under authority of the BOM.
- (8) **Historian** - The historian shall maintain a history of COSSAR including: a chronological list of all officers with dates of service and other pertinent information; a chronological account of the more important activities of COSSAR since its founding; and other data as appropriate. He shall conduct historical research as directed by the BOM.

### C. Nominations and Elections:

- (1) **Nominating Committee and Consent of Nominees** - This committee shall consist of a chairman chosen from the BOM and the president from each Chapter. It shall prepare a written report for the BOM containing the names of nominees who have accepted nomination for each state office. A nominee may only hold one state office at a time. This report shall then be taken under advisement by the BOM during the last BOM meeting before the Annual Meeting and it will accept, amend, or reject the report.
- (2) **Elections** - The RS shall provide the slate of state officers, including the National Trustee, Alternate National Trustee and Vice President General, to all members at least thirty (30) days prior to the Annual Meeting. Additional nominations for COSSAR officers may be made from the floor of the Annual Meeting, provided the consent of the nominee has first been obtained. Nominees are elected at the Annual Meeting by a two-thirds (2/3) voice vote of those members present. If there is more than one nominee for an office, the vote for that office will then be by a majority ballot vote of those members present. The elected officers shall be "officers-elect" until they are installed. The officers-elect may be installed at the Annual Meeting or at the George Washington Luncheon as the BOM has decided and announced.

**D. Vacancies-** Should the office of president become vacant, the COSSAR vice president shall become president automatically. Vacancies occurring among the other officers, for any reason, shall be filled from among the members by the BOM. Such appointments shall be for the balance of the unexpired term and until the next COSSAR Annual Meeting. Appointees shall be eligible for election at the next Annual Meeting.

## **SECTION 2. National Officers:**

**A. National Trustee.** The National Trustee, and an alternate, is announced by the Nominating Committee at the BOM meeting before the Annual Meeting. Voting on their nominations takes place at the Annual Meeting. The selection as National Trustee from Colorado is subject to the approval at the next NSSAR Congress. This is a National, not a COSSAR office. The nominee shall have served as President of COSSAR, unless in the opinion of the BOM, the nominee has other qualifications that entitle him to be considered for this post.

**B. Vice President General/Rocky Mountain District.** The COSSAR nominee for Vice President General/Rocky Mountain District is announced by the Nominating Committee to NSSAR every three (3) years. The nominee is announced at the BOM meeting before the Annual Meeting. Voting on his nomination takes place at the Annual Meeting. His selection as Vice President General/Rocky Mountain District is subject to the approval at the next NSSAR Congress. This is a National, not a COSSAR office.

## **ARTICLE V: MEETINGS**

**SECTION 1. COSSAR Annual Meeting.** The COSSAR Annual Meeting shall be considered as the State Conference. It shall be held in the New Year prior to the George Washington Luncheon at a time and place designated by the president with the concurrence of the BOM. If the president and the BOM believe that there is more necessary business than can be accomplished during the one-day conference, the president may, with the concurrence of the BOM, call for the conference to begin the day before and conclude the following day. All officers and chairmen of Standing and other committees will give their annual reports and program schedules for the coming year. If required, the President will set aside time for committees to meet and discuss program objectives. Officers for the ensuing year will be elected. Other business will be conducted as required. All members may attend and those present may vote. A quorum the Annual Meeting shall consist of fifteen (15) members.

**SECTION 2. George Washington Luncheon.** The George Washington Luncheon shall be held in honor of George Washington's birthday in the month of February at a time and place designated by the president and BOM. The NSSAR President General may be invited to attend and be the guest speaker. If the President General is unable to attend, the president with the concurrence of the BOM shall invite a notable person to

speaking. Awards for the prior year will be presented at the George Washington Luncheon.

**SECTION 3. Board of Managers Meetings and Quorum.** The BOM shall be held at the call of the president at least four (4) times during the year. A quorum shall consist of eight (8) members. All COSSAR members may attend; however, only BOM members may vote.

**SECTION 4. Special Meetings.** Special meetings for membership and for the BOM may be called by the president at any time, and it shall be his duty to do so when requested in writing by five (5) COSSAR members. Ten (10) days' notice shall be given to all members by mail or email of such Special meetings and shall include the specific item(s) of business to be considered. All members may attend Special meetings for membership and may vote. Only members of the BOM may vote at BOM special meetings.

**SECTION 5. BOM Meetings by Email and Other Means.** If in the opinion of the president a BOM meeting is necessary on short notice, he may call a meeting by email. In his email notice to BOM members, he will give his reason for the email notice, the issue to be decided and give the BOM members a reasonable time in which to vote and reply. At the approval of the president and the BOM, BOM members may participate in a BOM meeting by teleconference or videoconference. No Annual Meeting or Special meeting of the members may be held by email, teleconference or video conference.

## **ARTICLE VI: BOARD OF MANAGERS (BOM)**

**SECTION 1. The Board of Managers (BOM).** The Board of Managers (BOM) shall consist of:

- A.** The current president of each COSSAR Chapter and one additional member from each Chapter (each Chapter will use their own selection process);
- B.** The COSSAR officers;
- C.** The Chairmen of Standing Committees;
- D.** The COSSAR National Trustee;
- E.** The Colorado Vice President General (while in office);
- F.** Those who are serving or who have served as NSSAR officers, including past National Trustees and Vice Presidents General; and
- G.** All past COSSAR presidents.

H. Only these members may vote (also see Article V, Section 3 above).

**SECTION 2. Dates of BOM Meetings.** At the last BOM meeting of the year, the president shall announce the time and place of the BOM meetings for the next year.

**SECTION 3. Duties of the BOM.** The BOM shall have general supervision and control of COSSAR during the interim between the COSSAR Annual Meetings. The BOM shall serve until new BOM officers-elect are installed.

## **ARTICLE VII: FEES AND DUES**

**SECTION 1.** Upon application for membership, the applicant shall pay the following:

- A. If applying for At Large membership, both current COSSAR and current NSSAR application fees plus first-year dues for both.
- B. If applying through a current Chapter, the Chapter application fee in addition to current charges specified for COSSAR and NSSAR.
- C. The BOM shall set the amount of annual dues for in state and out-of-state members, junior members, members of the Armed Forces, members who by reason of age, fixed income, illness or disability are no longer able to pay regular dues.
- D. Members of the Children of the American Revolution or of the Children of the Revolution, who have not attained the age of 22, shall not be charged either an initial application fee or annual dues for the year in which their initial application is approved. They shall, however, pay to NSSAR the current fee, as stipulated in the current NSSAR Handbook.

### **SECTION 2. Annual Dues.**

- A. No later than 1 October, the RS will furnish a list of the At Large members to the COSSAR treasurer and a current membership list to each Chapter treasurer. By 15 October, the COSSAR and Chapter treasurers will send out dues notices. A final notice will be sent to delinquent members on 1 December. Dues not received by 31 December will cause the member to be inactive and dropped on 1 January of the following year. Reinstatement requires payment of NSSAR, COSSAR and, if applicable, Chapter dues, plus the established processing fee.
- B. **National Life Membership.** Current National Life members will not be billed for NSSAR dues; however, payment of COSSAR and/or Chapter dues is required.
- C. **Emeritus Membership:** An Emeritus member is exempt from paying NSSAR and COSSAR annual dues. A COSSAR Emeritus Member is exempt from

paying COSSAR annual dues. Each Chapter shall determine whether Emeritus members are exempt from Chapter dues.

## **ARTICLE VIII: COMMITTEES**

**SECTION 1.** The president shall appoint all Standing and Special committee chairmen, except of the Nominating Committee. The president shall notify the BOM of the membership of all committees and their purposes.

**SECTION 2.** The regular COSSAR Standing Committees are: Awards, Budget/Finance, Color Guard, Eagle Scout, Education, Legislative, Membership, Publicity, JROTC/ROTC, and Scheduling.

**SECTION 3.** All Standing and Special Committees are to report their activities at the Annual Meeting each year or more frequently as directed.

## **ARTICLE IX: CHAPTERS**

**SECTION 1.** Whenever ten (10) or more members make application to form a Chapter, the BOM may grant a charter. The Chapter shall adopt bylaws not inconsistent with the Constitution, Bylaws and Standing Rules of COSSAR and NSSAR. These bylaws must receive the written approval of the COSSAR Legislative Committee.

**SECTION 2.** The membership of the Chapter is formed from members of COSSAR.

**SECTION 3.** The secretary of each Chapter shall send an Annual Chapter Report to the COSSAR RS not later than 1 February of each year reporting the activities of the previous year and giving a list of the officers.

**SECTION 4.** When the regular membership of a Chapter falls below ten (10) as of 31 March of any year, that Chapter shall be deactivated as of 1 April that year. The Chapter members may then become either members At Large of COSSAR or members of a different COSSAR Chapter. Any funds remaining in the treasury of the deactivated Chapter shall revert to the treasury of COSSAR after payment of appropriate expenses approved by the BOM. Records and supplies belonging to the deactivated Chapter shall revert to COSSAR. After one year, a deactivated Chapter may apply to the COSSAR BOM for approval to reactivate provided it has ten (10) or more members.

## **ARTICLE X: DELEGATES TO CONGRESS**

At least sixty (60) days prior to the Annual NSSAR Congress, the BOM shall make in accordance with the NSSAR Bylaws the selection and designate the COSSAR delegates and alternates who wish to attend NSSAR Annual Congress. The National Trustee and the COSSAR president are automatically delegates and do not count against the number allotted according to membership. The RS will coordinate with

NSSAR and delegates and alternates to ensure that all delegates and alternates receive the proper NSSAR documentation.

#### **ARTICLE XI: SEAL**

The COSSAR Seal shall be the same as the NSSAR Seal, except that the legend "The Colorado Society of the Sons of the American Revolution, Organized July 4, 1896, and Incorporated August 29, 1906" shall replace the legend of the NSSAR.

#### **ARTICLE XII: INSIGNIA**

The COSSAR Insignia shall comprise the following: (1) A badge consisting of a cross surmounted by an eagle in gold, and (2) a rosette or lapel bar displaying the colors of the society - both as prescribed by and obtained through NSSAR.

#### **ARTICLE XIII: PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern COSSAR in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order COSSAR may adopt.

#### **ARTICLE XIV: STANDING RULES**

The BOM may adopt Standing Rules to govern the operation of COSSAR activities. The Standing Rules are administrative rules consistent with the Bylaws and are used to more fully describe the activities to be taken under the Bylaws. The BOM approves the Standing Rules by majority vote. The president or any BOM member may propose a Standing Rule or an amendment to a Standing Rule. These proposals must be received by the BOM at least thirty (30) days prior to a BOM meeting and will be voted upon at the BOM meeting. The RS will ensure that an updated copy of the Standing Rules is placed on the COSSAR website,

#### **ARTICLE XV: AMENDMENTS**

These Bylaws may be amended by a two-thirds (2/3) affirmative vote by those members present at the COSSAR Annual Meeting, provided that such amendments shall have been previously endorsed by the BOM and provided detailed written notice of the proposed amendments have been sent to all members at least thirty (30) days prior to the Annual Meeting at which the amendments are to be voted upon. Once amendments are made, the RS will revise the Bylaws to conform to the amendments and ensure that an updated copy of the Bylaws is placed on the COSSAR website.

#### **ARTICLE XVI: DISSOLUTION**

If for any reason COSSAR is to be dissolved or otherwise terminated, no part of the COSSAR property or any of the proceeds shall be distributed to any of the officers or

members of COSSAR. Upon the dissolution of COSSAR, assets shall be distributed by the Board of Managers to NSSAR.