

**BY-LAWS OF
THE NATIONAL GEOSPATIAL-INTELLIGENCE
ALUMNI ASSOCIATION-EAST**

The National Geospatial-Intelligence Alumni Association (NGAA) (hereafter referred to as the Association) is a non-profit organization established and exclusively operated for post-career/away from work continued social interaction, pleasure, recreation, educational and any other purpose for the benefit of its chapters and their members, who are current and former employees (both government and contractor) of the National Geospatial-Intelligence Agency (NGA) and its predecessor organizations. NGAA membership is achieved through one of its chapters. These by-laws apply to members so affiliated through the NGAA-East and supplement the constitution of the NGAA (initially adopted July 2011).

ARTICLE I - NAME

- 1.1 The name of this NGAA chapter shall be the National Geospatial-Intelligence Alumni Association-East (NGAA-East), hereafter referred to as the Chapter. The composition of the membership and the name of the Chapter reflect the evolution of its constituency from DMA, and its predecessors, to its successor organizations, NIMA and NGA.

ARTICLE II – PURPOSE

- 2.1. It shall be the purpose of this Chapter to:
 - 2.1.1. Provide a means of social interaction and the sharing of interests and experiences among the membership;
 - 2.1.2. Encourage the exchange of ideas for the mutual benefit of its members;
 - 2.1.3. Provide support to NGAA’s role as a clearinghouse for the exchange of information, ideas, and experiences.
 - 2.1.4. Recognize annually a National Geospatial-Intelligence Agency (NGA) Campus-East outstanding civilian or military member with an Award of Excellence based on criteria established, and amended from time-to-time, by the Chapter Executive Board. Selection will be made by the Board, after consultation with technical expert (s) chosen from the membership. The criteria are appended to these by-laws.
 - 2.1.5. In response to the call for nominations to the NGA Hall of Fame, or similar honorary awards and recognition, the Board will establish a process for selecting candidates and preparing supporting documentation, involving advisory assistance from among the membership.
 - 2.1.6. Through NGAA, serve as a resource to NGA and other geospatial-intelligence (GEOINT) organizations for technical or administrative support where past experience may be useful.

- 2.1.7 Appoint two members to serve on the Association's Board of Directors as prescribed in the constitution of the Association. The immediate Past-President, if available, shall be one such appointment and will serve a two-year term; otherwise, the appointment shall be offered to the next recent past-president. Initially, the Executive Board will designate one member of the general membership to serve one year on said Board of Directors. Subsequent replacement will be for two-year terms.

ARTICLE III - MEMBERSHIP

- 3.1. Persons qualifying under the provisions of the following categories shall be eligible for membership:

- 3.1.1. Military and civilian personnel (both government and contractor) who were or are regularly employed by, officially assigned to, or under contract to NGA/NIMA, DMA, CIO and/or NPIC and their predecessors, regardless of length of service and official Government duty station. This includes personnel (both government and contractor) deployed to support the NGA (and predecessors') mission at other Federal Government facilities. Contractors must have their primary place of duty (e.g. desk/office) inside an NGA or other government facility.

- 3.1.2. Retired military and civilian personnel (and contractor personnel as discussed above) who were regularly employed on the staffs and/or affiliated activities of the Secretary of Defense, the Joint Chiefs of Staff, or of the Headquarters of the US Army, US Navy, US Air Force, US Marine Corps, or US Coast Guard, and who were associated with the GEOINT endeavors of the Department of Defense are eligible for membership.

- 3.1.3. Surviving spouses of deceased members may continue to participate in Chapter activities as non-voting members.

- 3.1.4. The Executive Board may, in special circumstances, offer Honorary membership to other persons based on their interest in and service to the geospatial-intelligence community and to the NGAA, and this Chapter. Honorary Members will be accorded all privileges of regular membership except in the conduct of official business.

ARTICLE IV - DUES

- 4.1. Persons qualifying for membership under the provisions of Article III and wishing to become a member of the Chapter shall pay a one-time membership fee for life, with the application for membership, except that this article shall not apply to Honorary members.
- 4.2. The dues will be set, reviewed and reaffirmed annually by the Executive Board.
- 4.3. The Executive Board will decide how to collect from its members to meet its annual Association (NGAA) chapter fee requirement to support NGAA administrative expenses.

ARTICLE V - MANAGEMENT AND OFFICERS

- 5.1. The administration and management of the Chapter shall be the responsibility of the Executive Board, consisting of the five elected officers and the immediate past-president, to promulgate and assure appropriate conduct of the activities of the Chapter. The Executive Board will have sole responsibility for authorizing commitments, contracts, and financial obligations in the name of the Chapter, interpreting and implementing these By-Laws, and responding to requests made on the membership by the Association's Board of Directors.
 - 5.1.1. The Chapter acts only in the capacity of sponsor as a service to members. Such sponsorship does not constitute any agreement or warranty by the Chapter and neither it nor any of its officers or agents may be held responsible in any manner for any injury, damage, loss or delay for any reason whatsoever.
 - 5.1.2 The Chapter, in arranging transportation, accommodations, or other services does so only as an agent for the member ordering same, and the member by indicating participation in the activity agrees to the tariffs, terms, and conditions under which the services are provided by the supplier.
- 5.2. Officers shall consist of a President, President-Elect, Vice-President, Secretary, and Treasurer, all elected by the membership. These five elected officers and the immediate Past-President shall serve as voting members of the Executive Board. An Historian, Staff Director, and Representative-at-large to the NGAA Board of Directors will also serve as officers (non-voting) and shall be appointed by the President with concurrence of a majority of the voting members of the Executive Board. For this purpose, communication by mail, telephone, and Internet or similar media is acceptable.
- 5.3. The regular term of each elective office, and the Past-President, shall be for a period of two years (i.e. 2012-2013, 2014-2015, etc.). The Historian, Staff Director, and others appointed by the President will serve at the will of the President, with concurrence of a majority of the voting members of the Executive Board.
- 5.4. Should an elective office become vacant, with the exception of President, the remaining members of the Executive Board shall choose a Chapter member to fill the vacancy for the unexpired part of the term.
- 5.5. Should the presidency become vacant, the President-Elect shall automatically become President.
- 5.6. The President-Elect assumes the office of President automatically upon completion of the President's term of office.
- 5.7. The Officers of the Chapter shall be authorized to set up special assistants as deemed necessary to fulfill their duties.
- 5.8. Standing and special committees shall be appointed as necessary to carry out the objectives and Activities of the Chapter.
- 5.9 All Officers and committee members shall be Chapter members and serve without compensation.

ARTICLE VI - DUTIES OF OFFICERS

- 6.1. **President:** Serves as Chief Executive Officer, appoints committees, presides at all meetings of members and officers, and shall have general and active management of the business of the Chapter. The President shall be an ex-officio member of all committees except the nominating and election committees. Serves as Vice-Chair of the NGAA Board of Directors in the second year of his/her term as President.
- 6.2. **President-Elect:** In the absence of the President, performs the duties and exercises the powers of the President and performs other duties as assigned.
- 6.3. **Vice-President:** Oversees the planning and organization of programs for membership meetings and performs other duties as assigned.
- 6.4. **Treasurer:** Has custody of funds, keeps full and accurate accounts of receipts and disbursements in the books of the Chapter, deposits all monies and other valuable effects in the name of and to the credit of the Chapter in such depositories as designated by the Executive Board, and prepares tax forms and related documents as required.
- 6.5. **Editor/Secretary:** Publishes a Chapter newsletter on a cycle set by the Executive Board. Keeps minutes of the business of all meetings of the Chapter and the Executive Board; gives notice of all meetings to members as required; and prepares necessary correspondence.
- 6.6. **Past-President.** Serves as Chair of the NGAA Board of Directors in his/her first year as Past-President. Serves as a member of the NGAA-East Board for a 2-year term.
- 6.7. **Historian:** Receives, maintains and protects official documents and materials pertaining to NGAA-East, provides support to officers and members based on the historical records, and periodically prepares a written history. Officers and committee chairmen shall routinely provide to the Historian materials generated for or pertaining to the Chapter.
- 6.8. **Staff Director:** Maintains continuity in the management of the Chapter; maintains the Chapter website and e-mail communications; maintains rosters of members and those eligible or membership; assists the Executive Board in administrative matters, including arranging for meetings of the Executive Board and the general membership; and performs other duties as assigned.
- 6.9. **Representative-at-large to NGAA Board of Directors** will initially serve one year on said Board of Directors. Subsequent replacements will be for two-year terms.
- 6.10. **All officers** shall actively identify prospective members and encourage membership in the NGAA and NGAA-East, in particular.

ARTICLE VII - MEETINGS

- 7.1. An annual meeting of members shall be held; the date, time, and place shall be designated by the Executive Board. In biennial years (2013, 2015, etc.), the election of officers will be announced and the new officers installed in conjunction with the appropriate annual meeting together with the transaction of other necessary business. A notice of annual meetings shall be sent to all members at least 60 days prior to the meeting.

- 7.2. Other regular and special meetings may be called by the Executive Board upon determination of need as indicated by circumstances or reasonable desire of the membership.
- 7.3. A quorum for conducting business of the Chapter at annual or other general membership meetings shall be at least 10% of the membership of the Association, two of whom are members of the Executive Board.
- 7.4. A quorum for conducting Chapter business at Executive Board meetings is a majority of the authorized Board.

ARTICLE VIII - ELECTIONS

- 8.1. At least 90 days prior to the biennial meeting, the President shall appoint a Nominating Committee of not less than three members. It shall be the duty of the Nominating Committee to nominate Chapter members for each office, except that of President (see Article V, Section 5.6) and to assure the nominees' availability and willingness to serve prior to their being accepted as a candidate.
- 8.2. The notice of the biennial meeting will include a ballot containing the names of the candidates for each office and will provide spaces for write-in candidates to permit members to cast their ballot for members other than those nominated. Ballots shall be returned to the Chapter to be received by a required date prior to the election meeting.
- 8.3. The President will appoint an Election Committee to receive and tally ballots and report the results of the election.

ARTICLE IX – MODE FOR CONDUCTING BUSINESS

- 9.1. Communication with Chapter membership will be conducted to maximum extent feasible through e-mail and similar means, as well as traditional postal services.
- 9.2. Referendum and election results will be accepted via digital means as well as traditional postal services.

ARTICLE X - ADOPTION

- 10.1. These By-Laws, after concurrence by at least 10% of the Chapter membership, shall be binding on the officers and members of the Chapter.
- 10.2.1. Implementing procedures may be developed as required and, upon approval by the Executive Board, appended to this document.

ARTICLE XI - AMENDMENTS

- 11.1. Proposed amendments to these By-Laws may be enacted from time to time at the discretion of the Executive Board. These amendments will be in force until the next annual meeting. All proposed amendments will be submitted to the membership in writing along with the notice of the annual meeting. Votes on these amendments shall be returned to the Association by mail or e-mail to be received by a specified date prior to the annual meeting. At least a 60% majority of those voting shall be required to amend the By-Laws.

Adopted: December 31, 2011
Amended: November 1, 2015

Amended: October 1, 2016
Amended: October 1, 2017