

BYLAWS OF CONFEDERATE RIDERS OF AMERICA

ARTICLE I – NAME, PURPOSE, SLOGAN

Section 1 - Name:

The name of the organization shall be **Confederate Riders of America**.

It shall be a nonprofit mutual benefit organization under the laws of the State of Missouri.

Section 2 - Purpose:

Confederate Riders of America (CRA) is organized exclusively as a patriotic, historical, educational, fraternal, benevolent and non-sectarian organization for the promotion and protection of our freedoms and liberty and to support and defend our Southern heritage, history, culture and way of life.

The CRA neither embraces, nor espouses acts or ideologies of racial and/or religious bigotry, and further, condemns the misuse of any symbols or flags of the Confederate States of America or the United States of America.

Section 3 – Slogan:

Defending Freedom and our Southern Way of Life

ARTICLE II – MEMBERSHIP

Section 1 – Eligibility for membership:

Application for membership shall be open to anyone that supports the purpose statement in Article I, Section 2. Prospective members must submit a completed membership application and be an annual donor and supporter of 1776 HQ, a 501c3 educational organization. All membership shall be granted subject to approval by the Chapter President, State Division President, National President and Member Council Chairperson.

Section 2 – Membership levels and Donation requirements:

1. Life Member

- a. A minimum one-time donation of \$700 to 1776 HQ is required for Life Member.

2. Member

- a. A minimum annual donation of \$35 to 1776 HQ is required for Member.

These donation requirements may be changed by both a seventy-five percent vote of the Board of Directors, and a seventy-five percent vote of the Member Council.

Section 3 – Voting:

Each member shall have one vote in eligible elections.

Section 4 – Resignation and termination:

Any member may resign by submitting a written resignation to the Secretary of their Chapter, State Division or Board of Directors. Resignation shall not relieve a member of unpaid fees, or other charges previously accrued. Any member may have their membership suspended or terminated pursuant to the current policy set by the Board of Directors and approved by the Member Council.

ARTICLE III – BOARD OF DIRECTORS

Section 1 – Board role, size, and compensation:

The Board is responsible for overall policy and the direction of the organization and may delegate responsibilities of day-to-day operations to staff and/or committees. The Board shall have up to fifteen, but not fewer than five members. The Board receives no compensation other than reasonable expenses. Beginning with the 2025 National Convention, two seats will be added to the Board each year until there is a total of fifteen members and the minimum number shall increase by two each year until it reaches eleven.

Section 2 – Terms:

The initial five Board members shall be appointed by the organization's incorporator. These are the founding Board members. The founding Board members shall have thirteen-, twelve-, eleven-, seven- and six-year terms respectively. All Board members thereafter shall have a five-year term and are eligible for re-election to one additional five-year term. The current Board members and their term periods are:

1. Rick Cameron, Founding Board Member (2015-2028)
2. Eric Dempsey, Interim (2021-2027)
3. Mike Taylor Founding Board Member (2015-2026)
4. Amy Boley, Interim (2024-2025)
5. Joshua Thayer (2024-2029)

Section 3 – Meetings and notices:

The Board shall meet at least once quarterly, at an agreed upon time and place. Meetings may be conducted in person or via electronic conference. Quarterly Board meetings require that each Board member have notice sent from the Board Secretary via email at least four weeks in advance.

Section 4 – Board elections:

New and current Board members shall be elected or re-elected by a simple majority vote of the members in attendance at the 2025 National Convention. Thereafter, Board members shall be elected and re-elected by the Member Council.

Section 5 – Nominations:

Nominations for Board members shall be submitted to the Member Council Chairperson at least one month in advance of the quarterly Member Council meeting immediately prior to the National Convention and shall not be self-nominated.

Section 5 – Quorum:

A quorum shall consist of sixty percent of the Board members and a representative from the Member Council.

Section 6 – Officers and Duties:

There shall be four officers of the Board, consisting of a President, Vice-President, Secretary and Treasurer. These shall serve as the National Officers and Executive Committee and shall be elected by the Board of Directors each year during the National Convention.

Their duties are as follows:

- The President shall convene and preside over regularly scheduled Board meetings. If the President is unable to attend a Board meeting, he or she shall arrange for another member of the Executive Committee to preside in their place in the following order: Vice-President, Secretary and Treasurer.
- The Vice-President shall chair committees on special subjects as designated by the Board.
- The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board Member,

and assuring that organization records are maintained.

- The Treasurer shall make a report at each board meeting. The Treasurer shall chair the Finance Committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and the public.
- The President shall appoint a National Sergeant-at-Arms from the Member Council for the purpose of maintaining order at all National Conventions and Meetings, enforcing organizational bylaws, rules and regulations, and to provide any and all required security. The National Sergeant-at-Arms reports directly to the National President and Member Council Chairperson.

Section 7 - Vacancies:

When a vacancy on the Board or of an Officer of the Board exists mid-term, the President shall call an emergency session of the Board. An interim Board member or Officer will be selected by the remaining Board members in this emergency session. All vacancies will be filled only to the end of that particular term.

Section 8 – Resignation, termination, and absence:

- Resignation from the Board must be in writing and received by the Secretary.
- A Board member shall be terminated from the Board for more than two unexcused absences from Board meetings in a year. A Board member may be removed for infractions of the Code of Conduct by a seventy-five percent vote of the remaining directors or by a seventy-five percent vote of the Member Council.
- Any absence from a Board meeting or function must be approved by the Officers of the Board in advance to be excused.

Section 9 – Special meetings:

Special meetings of the Board shall be called upon the request of the President, or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member at least one week in advance.

ARTICLE IV – COMMITTEES

Section 1 – Committee formation:

The Board may create committees as needed, such as fundraising, public relations, data collection, etc.

Section 2 – Executive Committee:

The four officers serve as the Executive Committee. Except for the power to amend the Bylaws, the Executive Committee shall have all the powers and authority of the Board of Directors and is subject to the direction and control of the full Board.

Section 3 – Finance Committee:

The Treasurer is the chair of the Finance Committee, which shall include three other Board members selected by the Board. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plans and the annual budget. The Board must approve the budget, and all expenditures must be within budget. Any major change in the budget must be approved by the Board. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization shall be available to the Board of Directors and Member Council.

ARTICLE V – DIRECTOR AND STAFF

Section 1 – Executive Director:

The Board of Directors may hire an Executive Director to handle day-to-day responsibilities for the organization, including carrying out the organization's goals and policies. The Executive Director shall attend all Board meetings, report on the progress of the organization and answer questions of the Board members. The Board may designate other duties as necessary.

ARTICLE VI – MEMBER COUNCIL

Section 1 – Purpose:

The purpose of the Member Council is to represent the interests of the general membership, Chapters and State Divisions and to elect the Board of Directors.

Section 2 – Formation:

Beginning in 2025, representatives of the Member Council shall be elected at the respective Annual Meetings of State and Chapters. This Member Council shall consist of the following:

- One representative elected from each state by the members of that state
- One representative elected from each chapter by the members of that chapter

- One representative elected from each State Division by the officers of that State Division

Section 3 – Nominations:

Nominations for Member Council shall be submitted at least one month in advance of the Annual State Convention or Annual Chapter Meeting and shall not be self-nominated.

Section 4 – Qualifications and Terms:

Candidates for Member Council shall be in good standing and a member of the State or Chapter they represent. Members of the Board of Directors are ineligible for Member Council.

The term for Member Council shall be one year. There shall not be a limit on terms.

Section 5 – Positions and Duties:

The Member Council shall choose a Chairperson and a Co-Chairperson. These positions shall be chosen annually.

The Chairperson shall be responsible for conducting quarterly meetings. If the Chairperson is unable to conduct a meeting, the Co-Chairperson shall assume the duties of Chairperson in his/her absence.

The Chairperson shall act as an ambassador of the Member Council to the Board of Directors. The Chairperson shall attend all Board Meetings as an observer and be available to the Board as an advisor pertaining to the general membership.

Section 6 – Meetings and Notice:

The Member Council shall meet at least quarterly, at an agreed upon time and place. The Chairperson shall send notice via email at least four weeks in advance of any meeting. Meetings may be conducted electronically.

Section 7 – Special meetings:

Special meetings of the Council shall be called upon the request of the Chairperson, or one-third of the Council. Notices of special meetings shall be sent out by the Chairperson to each Council Member at least one week in advance.

ARTICLE VII – STATE DIVISIONS

Section 1 – Formation:

State Divisions shall be formed in any State where a minimum of two (2) chapters exists. If only one (1) chapter exists in that State, that chapter shall serve as an interim State Division.

Section 2 – Officers and Duties:

There shall be four officers of the Division, consisting of a President, Vice-President, Secretary and Treasurer. These shall serve as the State Officers.

Their duties are as follows:

- The President shall convene regularly scheduled Division meetings, shall preside, or arrange for other officers of the State Division, to preside at each meeting in the following order: Vice-President, Secretary and Treasurer. The President shall appoint a State Sergeant-at-Arms for the purpose of maintaining order at all State Conventions and Meetings, enforcing organizational bylaws, rules and regulations, and to provide any and all required security. The State Sergeant-at-Arms reports directly to the State President and National Sergeant-at-Arms.
- The Vice-President shall chair committees on special subjects as designated by the State Officers.
- The Secretary shall be responsible for keeping records of Division actions, including overseeing the taking of minutes at all Division meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each State Officer and State Sergeant-at-Arms, and assuring that Division records are maintained.
- The Treasurer shall make a report at each Division meeting. The Treasurer shall chair the Finance Committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to State Officers, State Members and the Board of Directors.

Section 3 – Terms:

The initial State President shall be appointed by the National President. The initial Vice-President, Secretary and Treasurer shall be appointed by the State President. Each term shall be for a period of 2 years. President and Treasurer terms begin and end on even numbered years, Vice-President and Secretary terms begin and end on odd numbered years.

Section 4 – Meetings and Notice:

The State officers shall meet at least semi-annually, at an agreed upon time and place. An official State meeting requires that each State officer have notice sent via email at least four weeks in advance. The State Division shall hold an Annual State Convention.

Section 5 – State Elections:

State officers shall be elected or re-elected by a simple majority vote of the State Members. This election shall coincide with the Annual State Convention.

Section 6 – Nominations:

Nominations for State officers shall be submitted at least one month in advance of the Annual State Convention and shall not be self-nominated.

Section 7 – Quorum:

For State Division meetings, a quorum shall exist with seventy-five percent of State Officers present.

Section 8 – Vacancies:

When a vacancy of a State Office exists mid-term, the remaining State Officers shall select an interim Officer to fill the vacancy only to the end of that Office's term.

Section 9 – Resignation, termination and absences:

Resignation of a State Officer must be in writing and received by the State Secretary. A State officer shall be terminated from office due to excess absences, more than two unexcused absences from State meetings in a year. A State officer may be removed for infractions of the Code of Conduct by a two-thirds vote of the remaining officers.

Section 10 – Special Meetings:

Special meetings of the State Division shall be called upon the request of the State President or two-thirds of the remaining officers, or upon the request of the National President. Notice of special meetings shall be sent out by the State Secretary no less than one week in advance.

Section 11 – Committee formation:

The State Division may create committees as needed, such as fundraising, public relations, data collection, etc. The State President appoints all committee chairs.

ARTICLE VII – CHAPTERS

Section 1 – Formation:

Chapters shall be formed with a minimum of five members upon submission of application to their respective State Division and shall be approved by a majority vote of State Officers and submitted to the Board of Directors for final issuance of a Chapter Charter. If no State Division has been established in the applicant's State, application shall be submitted to the Board of Directors. All applicants must be in good standing and current on member donation requirements and not owe any fees to the organization.

Section 2 – Officers and Duties:

There shall be four officers of the Chapter, consisting of a President, Vice-President, Secretary and Treasurer. These shall serve as the Chapter Officers.

Their duties are as follows:

- The President shall convene regularly scheduled monthly Chapter meetings, shall preside, or arrange for other officers of the Chapter, to preside at each meeting in the following order: Vice-President, Secretary and Treasurer. The President shall appoint a Chapter Sergeant-at-Arms for the purpose of maintaining order at all State Conventions and Meetings, enforcing organizational bylaws, rules and regulations, and to provide any and all required security. The Chapter Sergeant-at-Arms reports directly to the Chapter President and State Sergeant-at-Arms.
- The Vice-President shall chair committees on special subjects as designated by the Chapter Officers.
- The Secretary shall be responsible for keeping records of Chapter actions, including overseeing the taking of minutes at all Chapter meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Chapter Officer and Chapter Sergeant-at-Arms, and assuring that Chapter records are maintained.
- The Treasurer shall make a report at each Chapter meeting. The Treasurer shall chair the Finance Committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Chapter Officers, Chapter Members and the State Division.

Section 3 – Terms:

The initial Chapter President shall be appointed by the State President. The initial Vice-President, Secretary and Treasurer shall be appointed by the Chapter President. Each term shall be for a period of 2 years. President and Treasurer terms begin and end on even numbered years, Vice-President and Secretary terms begin and end on odd numbered years.

Section 4 – Regular meetings:

The Chapter shall meet monthly, at an agreed upon recurring time and place selected by a majority vote of Chapter members.

Section 5 – Annual meetings:

An annual meeting of Chapter members shall take place in the month of December at the regularly scheduled Chapter meeting. At the annual meeting the members shall elect officers, receive reports on the activities of the Chapter, and determine the direction of the Chapter for the upcoming year.

Section 6 – Nominations:

Nominations for Chapter officers shall be made at the November meeting and shall not be self-nominated.

Section 7 – Special meetings:

Special meetings of the Chapter shall be called upon the request of the Chapter President or two-thirds of the remaining officers, or upon the request of the State President or National President. Notice of special meetings shall be sent out by the Chapter Secretary no less than one week in advance.

Section 8 – Quorum:

The members present at any properly announced special or regularly scheduled meeting shall constitute a quorum.

Section 9 – Voting:

All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

Section 10 – Vacancies:

When a vacancy of a Chapter Office exists mid-term, the remaining Chapter Officers shall select an interim Officer to fill the vacancy only to the end of that Office's term.

Section 11 – Resignation, termination, and absences:

Resignation of a Chapter Officer must be in writing and received by the Chapter Secretary. A Chapter officer shall be terminated from office due to excess absences or more than two unexcused absences from Chapter meetings in a year. A Chapter officer may be removed for infractions of the Code of Conduct by a seventy-five percent vote of Chapter Members.

Section 12 – Committee formation:

The Chapter may create committees as needed, such as fundraising, public relations, data collection, etc. Committee chairs are selected by a majority vote of members present at the meeting at which the committee is established.

ARTICLE VIII – AMENDMENTS

Section 1 – Amendments:

These bylaws may be amended, when necessary or the Member Council. Approval must be with an eighty percent majority of the Board AND an eighty percent majority of the Member Council. Proposed amendments must be submitted to the National Secretary and the Co-Chairperson and sent out via email with regular Board and Council announcements.

CERTIFICATION

These bylaws were approved at a meeting of the Board of Directors by a seventy-five percent majority vote on

DATE:

Secretary

Date