

**2022 July 12 BYLAWS**  
**NATIONAL LADIES' AUXILIARY OF THE**  
**NATIONAL SOCIETY OF THE SONS OF THE AMERICAN REVOLUTION**

**Article I. NAME**

The Name of this organization shall be the National Ladies Auxiliary of the Sons of the American Revolution, also known as NLSAR and hereafter called NLSAR.

**Article II. PURPOSE AND DISSOLUTION**

Section 1. To maintain a nonprofit association of women interested in the objectives and activities of the National Society Sons of the American Revolution, hereafter called NSSAR.

Section 2. To stimulate greater interest in and support of the NSSAR.

Section 3. To assist the NSSAR in the promotion of membership and in furthering the objectives and patriotic activities of the Society, as listed in the Articles of Incorporation and Bylaws of the NSSAR.

Section 4. To provide educational activities for the wives, and other interested relatives of the members of the NSSAR.

Section 5. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other purposes not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by any organization, contributions to which are deductible under 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 6. Upon dissolution of the organization, assets shall be distributed to the National Society of the Sons of the American Revolution (the recipient organization), whose current address is 809 West Main Street, Louisville, KY 40202, as long as the recipient organization is tax exempt under section 501 (c) (3) of the Internal Revenue Code at the date of distribution or, if the recipient organization does not so qualify there under, agrees, pursuant to a binding contract, to spend the dissolution funds for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Alternatively, when such criteria cannot be met by the aforementioned designated recipient organization, the organization assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

### **Article III. INSIGNIA**

Section 1. Seal: This organization shall have a common seal with the NSSAR with the words National Society at the top, and Ladies Auxiliary on the bottom.

Section 2. Seal: Said seal shall be used as approved by the general membership, i.e., letterhead, stationary, pins.

### **Article IV. MEMBERSHIP**

Section 1. Membership in the NLASAR shall be open to all women who wish to support SAR and its mission.

Section 2. A woman may join the NLASAR by completion of membership form and payment of dues. She shall receive all the rights and privileges of the NLASAR and will be eligible to hold office.

### **Article V. BOARD OF DIRECTORS**

Section 1. The Board of Directors of the NLASAR shall consist of six elected officers, and appointed committee chairmen as provided in Article V, Section 5.

Section 2. The officers of the NLASAR shall be a President, three (3) Vice Presidents, a Secretary, and a Treasurer, elected by the general membership.

Section 3. Nominations for officers shall be presented by a Nominating Committee of three members. The Nominating Committee shall be elected at the November meeting and shall consist of two Past Presidents and one member-at-large of the NLASAR, all of whom are members in good standing.

Section 4. Election of officers shall be at the annual meeting which shall coincide with the NSSAR Congress. The officers shall be elected by the membership for a term of two years. They shall take office directly after the election. No individual shall be eligible to hold the same office for more than three successive terms.

Section 5. The Board of Directors may authorize the President to appoint one or more special committee or coordinators. The President shall be the ex-officio member of all committees except the nominating committee. The immediate Past President shall be an advisor to the Board of Directors.

Section 6. Vacancies of elected members of the Board (except the President) shall be filled by appointment by the remaining Board members. Vacancies of appointed members of the Board shall be filled by appointment by the President. A vacancy shall occur upon death, resignation, removal, or absence from three consecutive meetings of the Board of Directors without satisfactory explanation.

Section 7. A member of the Board of Directors may be removed by a two-thirds vote of the Board members present, the member involved not being included in the count.

Section 8. The Board of Directors shall have authority to transact the business of the NLASAR between meetings and such other business as may be referred to it by the NLASAR.

### **Article VI. MEETINGS**

Section 1. One meeting per year shall be held for the general membership to coincide with the NSSAR Congress. A quorum shall consist of the members present. Election of officers shall be held at this meeting every other year.

Section 2. Additional meetings may be scheduled as approved by the Board in accordance with the scheduled meetings of the NSSAR.

Section 3. The Board of Directors shall meet at least three times during the year. The first meeting shall be held at the NSSAR Congress. A quorum shall consist of four members. The other two meetings will be at the scheduled NSSAR Fall and Spring Leadership meetings.

Section 4. Should the Executive Committee of the NLSAR deem it necessary, a meeting of the NLSAR may be held entirely by means of telephonic, electronic, or other communications facility that permits all participants to communicate adequately with each other during the meeting.

#### **Article VII. DUTIES OF ELECTED OFFICERS**

Section 1. The President shall preside at all meetings. She shall direct the affairs of the NLSAR in accordance with the wishes of the membership and the Board of Directors. She shall call all the meetings, appoint committee chairmen and appoint officers. She shall be an ex-officio member of all committees except the Nominating Committee.

Section 2. The First Vice President shall be the Administrative Assistant to the President and will be the Program Chairman. She will act as presiding officer in the absence of the President.

Section 3. The Second Vice President shall supervise the Ways and Means activities of the NLSAR turning all proceeds over to the Treasurer.

Section 4. The Third Vice President shall supervise the Membership activities of the NLSAR, promoting membership to all ladies attending NLSAR events. She shall maintain a current record of the membership of the NLSAR. She shall process all applications for membership as directed by the Board.

Section 5. The Secretary shall keep the official minutes of both the Board of Directors meetings and the general membership at the respective meetings. She shall keep a current copy of the bylaws and the general membership.

Section 6. The Treasurer shall collect and receive all monies due the NLSAR. The funds shall be kept in a checking account and/or a savings account as directed by the Board of Directors. She shall pay approved bills and shall keep full and accurate accounts of receipts and disbursements and make a financial report at each meeting of the membership of the NLSAR, and at the Board of Directors meetings. She shall serve as Chairman of the Budget and Finance Committee.

#### **Article VIII. APPOINTED OFFICERS AND COMMITTEES**

Section 1. The following officers: Chaplain, Historian, and Parliamentarian shall be appointed by the President and assume the normal responsibilities pertaining to that office.

Section 2. Standing committees shall be limited to the following: Assembly, Budget, and Finance. Special Committees may be appointed as needed by a majority of the Board of Directors with the approval of the General Membership present at a meeting.

#### **Article IX. FINANCES**

Section 1. Annual dues for members-at-large shall be determined by the Board of Directors and these dues are payable by February 1. Members of a current state-affiliated auxiliary are considered members of the NLSAR without further payment of dues.

Section 2. Unbudgeted disbursements in excess of \$100 must be approved by a majority vote of the Board of Directors present at a meeting or by e-mail.

Section 3. The fiscal year of the NLSAR shall be from January 1 to December 31 to coincide with that of the NLSAR.

Section 4. The Board of Directors shall appoint an auditor to review the Treasurer's books at the end of the fiscal year.

Section 5. All costs of operation of Ladies' Auxiliary shall be borne by the membership of that Ladies Auxiliary.

## **Article X. PARLIAMENTARY AUTHORITY**

All meetings shall be conducted according to Robert's Rules of Order, Newly Revised, except when in conflict with these Bylaws or with the laws of the State of Kentucky.

## **Article XI. AMENDMENTS**

These bylaws may be altered or amended only by a two-thirds or better vote of those delegates present and voting at an NLASAR meeting held at the Annual Congress of the SAR provided that such amendments shall have been proposed to the Board by a prior Annual Meeting of the NLASAR, by the NLASAR Board, or by a State Society, and provided further that at least forty-five days' notice of such proposed amendment shall have been given by the President to each of the National Officers, members of the Board, and to the listed President of record of each State Society and this notice shall be posted on the website of the National Ladies Auxiliary Sons of the American Revolution. The notice period hereunder shall be computed from the date of such posting.

Adopted at NSSSR Congress, Chicago, IL  
Monday, July 7, 2003

Amended at NSSAR Congress, Louisville, KY  
Monday, July 6, 2005

Amended at NSSAR Congress, Atlanta, GA  
Monday, July 6, 2009

Amended at NSSAR Congress, Cleveland, OH  
Monday, June 28, 2010

Amended at NSSAR Congress, Phoenix, AZ  
Monday, July 9, 2012

Amended at NSSAR Congress, Renton, Washington  
Monday, July 12, 2021

Amended at NSSAR Congress, Savannah, Georgia  
Tuesday, July 12, 2022

<https://nlasar.org/index.htm>