

**CONSTITUTION
OF THE
Association of Syracuse Defense Comptrollers**

ARTICLE I – Organization Name and Purpose

The name of the Association shall be the Association of Syracuse Defense Comptrollers, hereafter referred to as the “Association”. The Association may also be identified by the short title “ASDC”. The Association is formed exclusively for educational purpose within the meaning of Section 501C (3) of the Internal Revenue Code, specifically for the purpose of promoting the welfare and enhancing the prestigious educational program of the Defense Comptrollership Program (DCP), Martin J. Whitman School of Management and The Maxwell School of Citizenship and Public Affairs, Syracuse University, located in Syracuse, New York.

ARTICLE II – General Provisions

Section 1. The objectives of the Association are to:

- a. Establish an organization which will foster, maintain and strengthen a sense of fraternity among alumni of the DCP and provide a forum for continued education and professional development.
- b. Strengthen the relationship and personal contacts among DCP alumni and students to transfer the experience and knowledge of the former to the latter.
- c. Promote alumni support in the educational activities of the DCP and its mission.
- d. Promote interest in and support of activities of the DCP and its mission.

Section 2. To meet these objectives, the ASDC shall conduct meetings and symposia, issue correspondence and appropriate publications, and publish information of mutual interest to ASDC members.

ARTICLE III – Policy

Section 1. The Association is a private association and, therefore, has no official relationship between its activities and the official positions/duties of the Department of Defense personnel who may be members or participants.

Section 2. A copy of this Constitution and its associated By-Laws shall be posted at all times on the Association’s website (<http://www.su-asdc.org/>) its principal place of business. All companies, organizations and individuals with whom the Association transacts business shall take strict and careful notice of the provisions of this Article.

Section 3. The Constitution may be amended by majority vote of the General Membership present at any meeting called by the Board of Directors. Final adoption of any amendment voted by the General Membership is contingent upon legal review to ensure that the Association’s status, as a private organization, remains intact.

Section 4. By-Laws may be enacted or amended by majority vote of the Board of Directors at any of their regularly scheduled or special meetings.

Section 5. In furtherance of its objectives, no use of the net earnings of the Association shall benefit any officer or member. Also, no activities of the Association shall be for the purpose of influencing government legislation or intervening (including publishing or distributing statements) in political campaigns on behalf of any candidate for public notice.

ARTICLE IV – Membership

Section 1. Membership in the Association shall be voluntary. There shall be three classes of membership. Categories (a) and (b) shall constitute the General Membership. To be eligible for membership in the Association, individuals shall meet the following qualifications:

- a. Regular Membership: Possess a diploma from the DCP by virtue of successfully completing the course or have served on the Syracuse University Whitman School of Management or Maxwell School of Citizenship and Public Affairs faculty for at least one academic year.
- b. Student/Associate Membership: Be officially enrolled as a student in good standing in the DCP; be the surviving spouse of any regular member; or have served on the Syracuse University Whitman School of Management or Maxwell School of Citizenship and Public Affairs faculty for less than one academic year.
- c. Honorary Membership: Persons not otherwise eligible for membership who have: (1) made an outstanding contribution to Defense financial management or to the DCP, and (2) been nominated for Honorary membership by a member of the Board of Directors and approved by that body for such membership. Honorary Members have the right to speak at meetings, but not to pay fees or assessments, make motions, vote, or hold any ASDC office.

Section 2. Regular and Student/Associate memberships shall be conferred upon eligible persons upon their application and payment of prescribed membership fees (reference Article X) to the Vice President for Finance of the Association. Honorary membership shall be conferred without regard to payment of fees. Membership shall be terminated upon written request of the member concerned, death or any other valid cause (e.g., member brings discredit upon the DCP or ASDC) as determined by the Board of Directors.

Section 3. Any member failing to pay duly authorized fees and assessments within two years or other time period fixed by the Board of Directors shall be suspended. If this cause for suspension is not rectified within one year from date of delinquency, the member shall be dropped from the rolls of the ASDC.

Section 4. A member who resigns, is suspended without reinstatement, or is denied the privilege of further membership shall forfeit all privileges in the ASDC and all rights in ASDC assets.

Section 5. All Regular members shall be eligible to hold office and to vote at membership meetings.

Section 6. Membership in the Association shall not be based upon race, color, religion, sex, age or national origin.

ARTICLE V – Governing Body

Section 1. The ASDC shall be governed by the Board of Directors (BOD), the composition of which shall be:

- a. Elected Officers
- b. Immediate Past President
- c. Appointed Officers (e.g., Standing Committee Chairpersons)

Section 2. The BOD shall meet quarterly and at such additional times as the President may direct.

Section 3. The BOD shall exercise all powers not specifically granted to other persons or bodies by this Constitution.

ARTICLE VI – Officers

Section 1. The Elected Officers of the Association, each of whom must be a Regular member in good standing, shall be the:

- a. President
- b. Vice President for Operations
- c. Vice President for Support
- d. Vice President for Membership
- e. Vice President for Information Technology
- f. Vice President for Finance
- g. Vice President at Large

Section 2. The power of administration, management and operations, as well as dissolution of the Association, shall be vested in the Board of Directors. The BOD shall be comprised of the Elected Officers of the Association, members defined in Article V, Section 1b and 1c, and shall be chaired by the Association President.

Section 3. The term of office for Elected Officers shall be two years. Elected Officers shall serve without compensation for the two-year period or until successors have been regularly elected or appointed. No restriction shall exist to preclude Elected Officers from serving successive terms for the same offices or for a different office.

Section 4. The President shall fill vacancies in any office. Appointments of Regular members to fill unexpired terms of Elected Officers shall be subject to approval by the BOD.

Section 5. The Elected Officers shall assume responsibilities of their respective offices immediately after election.

ARTICLE VII – Duties of the Officers

Section 1. President. Executive and operational control of the Association shall be exercised by the President, aided by the other Elected Officers, and shall be in accordance with the policies and procedures adopted by the Board of Directors. The President of the Association shall be the Chairperson of the Board of Directors and shall preside at all meetings of the Association or Board of Directors.

The President shall also:

- a. Execute such papers as shall require his/her signature
- a. Be ex-officio member of all committees or other properly constituted bodies and may, at his/her pleasure, examine their minutes, records, and books
- b. Exercise general supervisory control over all other ASDC officers
- c. Biennially appoint an Auditor or Audit Committee to examine the ASDC financial and membership records and to issue a report of findings to the Board of Directors.

Section 2. Vice President for Operations. In the absence of the President, the vice President for Operations shall preside at Association meetings. The VP for Operations shall coordinate the periodic ASDC luncheon to include selection of venue and meal, coordinate the guest speaker, prepare the luncheon brochure, take reservations and coordinate with the VP for Finance, and write follow-up thank you note to guest speaker. The VP for Operations shall liaison with the Greenberg House and coordinate Special Events (extracurricular activities, and seminars), as appropriate.

Section 3. Vice President for Support. The Vice President for Support shall preside at Association meetings in the absence of the President and the Vice President for Operations. The VP for Support shall also serve as custodian of the ASDC Constitution, seal, documents, and official papers; arrange the guest speaker gift; and record minutes at various gatherings and meetings, as needed. The VP for Support shall promote awareness and visibility of the ASDC.

Section 4. Vice President for Membership. The Vice President for Membership shall update and maintain membership rosters, and promote and encourage additional membership. The VP for Membership shall prepare a quarterly newsletter, coordinating and editing contributions from ASDC members. The newsletter shall be officially published on the ASDC website.

Section 5. Vice President for Information Technology. The Vice President for Information Technology (IT) shall be the web master for the ASDC website. The VP for IT shall maintain a distribution list of ASDC members and provide email notification of luncheons, events and other information, as required. The VP for IT shall liaison with

Syracuse University to ensure the ASDC web page is a focal point for news and current events for both DCP alumni and current students. The ASDC website is the virtual place of business for ASDC, which the VP for IT shall architect to meet the needs of the Association by (a) keeping member records; (b) providing a repository for all official documents; and (c) hosting all official content for Association members.

Section 6. Vice President for Finance. The Vice President for Finance shall maintain the Association's finances to include: (a) receipt and deposit of all ASDC monies; (b) payment of just bills; (c) entering transactions into and maintaining books of account; and (d) making appropriate reports of the financial condition of the ASDC to the President, the Board of Directors and members attending General Membership meetings.

Section 7. Vice President at Large. The Vice President at Large shall serve as the acting officer for any Association office where the current elected official is not able to serve. He/she shall also serve as the official liaison to the Syracuse University Alumni Association, Washington DC chapter and to other organizations as directed by the President. The VP at Large shall (a) coordinate community service; (b) organize membership outreach activities; and (c) take on any duty of the Association as directed by the President.

Section 8. DCP Class Leaders. Duly appointed Class Leaders shall: (a) maintain a current list of members of their respective DCP classes; (b) provide changes of address and status to the VP for Membership and VP for Information Technology; and (c) correspond with each class member at least annually to solicit current personal information for publication to ASDC members.

ARTICLE VIII – Elections and Voting

The officers shall be elected from a slate of nominations by majority vote of the General Membership present at a meeting. The nomination slate shall be prepared in open forum and shall consist of no more than three nominees for each office. Proxy voting will be permitted for voting members who are unable to attend General Membership meetings.

ARTICLE IX – Standing Committees

Section 1. The President shall be empowered to create ad hoc committees as necessary to carry out business and activities of the Association. Ad hoc committee chairpersons shall be appointed by the President and shall remain in office at the pleasure of the President.

Section 2. Standing Committee Chairpersons may recruit members for their committees, as they desire, subject to the concurrence of the President. Committee Chairpersons shall advise the President and the Board of Directors on matters within their purview.

Section 3. Standing Committee Chairpersons and committee members shall receive no compensation from the Association for serving in such capacity. When so authorized, they may be reimbursed for expenditures they incur on behalf of the Association.

ARTICLE X – Method of Financing

Section 1. The Association shall be financed through annual membership dues and gifts. The ASDC membership year is 1 October through 30 September (fiscal year basis), regardless of the date of membership application.

Section 2. Effective upon adoption of this revised Constitution, the dues schedule for each fiscal year shall be:

- a. Regular Annual Membership - \$10.00
- b. 5-Year Membership - \$20.00
- c. Lifetime Membership - \$50.00

Section 3. Student/Associate membership will be valid for one year from the date of enrollment after which time membership renewal will be as a Regular member for those individuals who remain eligible for continued membership. Lifetime Membership will be valid for the life span of the member. The fee schedule may be changed to maintain the financial integrity of the Association by majority vote of the Board of Directors as ratified by the membership.

Section 4. The Association may accept gifts and monetary donations from its members when such gifts aid in the operation of the Association and are consistent with its purpose and objectives.

Section 5. An independent, qualified auditor shall audit the Association's financial records at least every two years. The auditor may be a member of the Association, but may not have held any Association office.

Section 6. Upon dissolution of the ASDC, all bona fide debts shall be paid and any residual funds shall be donated to the Syracuse University Whitman School of Management to be used specifically and exclusively for the DCP.

ARTICLE XI – Taxes

The Association shall only engage in activities permitted under the provisions of Sections 501C (3) and 170C (2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Code). As the Association is a not-for-profit association, the Association shall secure tax-exempt status from appropriate Federal, State, and local taxing authorities through full and proper registration.

ARTICLE XII- Insurance Coverage

The Association shall consider acquiring liability insurance coverage for Association officers while lawfully performing Association business in an official capacity as provided for in the Charter.

ARTICLE XIII – Local Chapters

Since the ASDC is essentially composed of members residing in the Metropolitan Washington, D.C. area, the Board of Directors will consider establishment of local, regional chapters. Establishment of such chapters will be considered for approval upon receipt of a petition with signatures of at least five eligible potential members.

ARTICLE XIV – Meetings and Quorums

Section 1. The Board of Directors shall meet at least quarterly and at the call of the President. Three members of the BOD shall constitute a quorum, and the action of the BOD shall be by a majority vote of the total members present. The Association President shall ensure that all BOD members are provided with reasonable notice of the time, date, and location of all BOD meetings.

Section 2. The BOD shall offer the Director, Defense Comptrollership Program (DCP) an invitation to serve as an honorary member of the BOD. The Director, DCP, shall be entitled to attend and speak at all meetings of the Association Board of Directors, but shall have no vote. No membership fee or dues shall be required.

Section 3. The BOD may also offer a Syracuse University Whitman School of Management or Maxwell School of Citizenship and Public Affairs faculty representative, from among those individuals eligible for Regular membership in the Association, an invitation to serve as an honorary member of the BOD. The faculty representative shall be entitled to attend and speak at all meetings of the Board of Directors, but shall have no vote. No membership fee or dues shall be required.

Section 4. The general membership of the Association shall meet at least twice annually at a time and place determined by the Board of Directors. All business transacted, a statement of financial conditions, and a record of the election of officers and amendments to this Constitution, as appropriate, shall be entered in the minutes. The Board of Directors shall ensure that all members are provided with reasonable notice of time, date, and location of General Membership meetings.

Article XV – Activities

Section 1. The Association shall engage in activities appropriate to the objectives of the Association as determined by the Board of Directors, such as: (a) conduct periodic symposia, conferences, and meetings of the Association to promote educational and professional development of its current and prospective members; (b) conduct extracurricular

activities (e.g., cultural or sporting events) to promote esprit de corps among ASDC members and between the ASDC and other Syracuse University alumni associations; (c) publish an Association Newsletter to promote fraternity among Association members, to transmit useful information on matters of professional development, and to conduct Association business; (d) recognize outstanding alumni, student, and faculty members of the DCP.

Section 2. Notwithstanding any other provisions of the Constitution, the Association shall only engage in activities permitted under the provisions of Sections 501(c) (3) and 170 (c) (2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Code).

ARTICLE XVI – Awards and Gifts

The Association may give awards of certificates and material objects. Material objects shall be an appropriate symbol of the founding principles of the Association and shall not exceed \$35.00 per object. The Association may also bestow gifts to the DCP and the Syracuse University Whitman School of Management. No single gifts shall exceed \$150.00 and any such gift shall be approved by a majority vote of the Association's Board of Directors.

ARTICLE XVII – Amendments

Section 1. This Constitution may be amended by a two-thirds vote of the Regular members present at a General Membership Meeting.

Section 2. Amendments will only be recognized by the Association President if they have been previously submitted to the Board of Directors and published to the membership at least thirty days prior to a General Membership meeting.

ARTICLE XVIII – Effective Date

This Constitution supersedes the Constitution adopted on 13 June 2006 and shall become effective immediately upon adoption by a two-thirds vote of the Regular members assembled at a General Membership meeting.

ARTICLE XIX – Dissolution

The Association shall be dissolved by a majority vote of the Board of Directors. Upon dissolution, all funds in the treasury will be used to meet any outstanding debts, liabilities, or obligations. The balance of these assets will be disposed of in accordance with Article X.