



# MILITARY ORDER OF THE WORLD WARS

# MOWW Bylaws

15 AUG 2023, AS AMENDED IN MOWW CONVENTION  
OPR: CONSTITUTION & BYLAWS COMMITTEE

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## **ARTICLE 1    Finances**

SECTION 1. Fiscal Year. The MOWW Fiscal Year (FY) will be reflected in the MOWW Policy Manual.  
[Section revised by National Convention approval in 2016]

SECTION 2. Payment of Regular (Annual) Membership Dues. Each Regular and Hereditary Member shall, on or before the anniversary date of their joining, pay to MOWW, Inc., national dues in an annual amount to be established by the MOWW Convention upon recommendation of the Executive Committee of the General Staff and published in the MOWW Policy Manual.

SECTION 3. Payment of Perpetual Membership Dues.

- A. An individual who directly joins the Order as a Perpetual Member (officer veteran or Hereditary) and remits the full Perpetual Membership contribution at the time of application shall be exempt from all National and local dues.
- B. New members and current annual dues-paying members converting to Perpetual Membership using the installment payment plan will be carried on the National Rolls as Regular Membership until the full amount of the Perpetual Membership contribution has been received at National Headquarters.
- C. Members using the installment payment plan will not be liable for the payment of national and local dues during this period but must remit the total Perpetual Membership contribution within one (1) year of application.

SECTION 4. Perpetual Membership Dues Payment Options.

- A. The amounts of the one-time contributions of Perpetual Members (including Hereditary Perpetual Members) shall be established by the National Convention upon recommendation of the Executive Committee of the General Staff and published in the MOWW Policy Manual. [Section revised by National Convention in 2023.]
- B. A special schedule of one-time contributions for Perpetual Members may be established to recognize the applicant's age, the period elapsed between his initial commissioning as second lieutenant or ensign, or his initial appointment as a warrant officer in any eligible service.
- C. National Headquarters may accept an installment contribution plan of four equal payments within one year of the application for Perpetual Membership. However, until the full contribution has been received at National Headquarters, the Companion concerned will be continued the rolls as a Regular Membership but shall not be liable for the payment of annual dues.

**SECTION 5. Chapter Cadre Dues.**

- A. Ten dollars (\$10.00 US) for each new Regular or Hereditary annual dues-paying member shall be remitted to a cadre organized under the Bylaws, Article III (Charters), Section 6.
- B. The period of eligibility for such rebate shall expire one (1) year after the cadre has reached ten (10) living members, the minimum number necessary to receive a chapter charter.

**SECTION 6. Chapter and Department/Region Dues.**

- A. Chapter Bylaws may provide for local dues payable to such chapters by their own members in addition to the National dues as provided by the Bylaws, Article I (Finances), Section 2. Perpetual Members and Senior Members shall not pay local dues. A chapter may exempt any worthy member from chapter dues for such period, as it may desire.
- B. Department and Region Bylaws may provide for annual financial support from chapters assigned to them in such amounts and using such formulae as may be agreeable to those chapters.

**SECTION 7. Non-Payment of Dues (NPD).** Members who have failed to pay their dues for six months shall be dropped from the rolls of chapters if there shall have been sent to their recorded last address at least three notices of their delinquency. Members so dropped shall be eligible for reinstatement or election to another chapter of the Order upon payment of dues in full for the current fiscal year only.

**SECTION 8. Memorial Membership.** The contribution for a Memorial Membership in Perpetuity shall be two hundred fifty dollars (\$250.00 US), payable to the Military Order of the World Wars. [Section revised by National Convention approval in 2023.]

**SECTION 9. IRS Tax Filing and HQ MOWW Certification.** This section is to be updated annually or as required as the IRS established or updates its requirements. [Section revised by National Convention approval in 2019.]

- A. The Military Order of the World Wars (i.e., the “Parent Organization”) and each (sub-element) chapter shall have an Employer Identification Number (EIN). Other MOWW sub-elements, e.g., regions and departments, which have bank accounts shall also have EINs.
  - 1) Each “sub-element” (in IRS parlance) of The Military Order (the ‘parent organization”) with an EIN or Taxpayer Identification Number (TIN) shall conform to the requirements for tax-exempt status under the provisions of Internal Revenue Service (IRS) Code 501(c)(19).
  - 2) In accordance with Federal Law (26 U.S.C. §6033), all chapters and other sub-elements having an EIN shall successfully file annually with the IRS using online Form 990-N (e-Postcard) or other IRS 990-Series Forms, as appropriate. If e-Postcards are used, sub-elements must email a copy of the IRS receipt saying that their filing was “Accepted” by IRS to the MOWW Treasurer General NLT 60 days after the end of their respective tax year. [Note: Sub-elements that are required to file 990-Series tax forms other than 990-

N (e.g., Form 990-EZ) will get additional time to file due to their complexity. These sub-elements must indicate successful filing by mailing a copy of their filing to the MOWW Treasurer General.]

- 3) Chapter Commanders are responsible for ensuring that their chapters file their tax returns accurately and in a timely manner. Chapter commanders may delegate this task (but not the responsibility) to other chapter officers (e.g., the Chapter Treasurer).
  - 4) In certain circumstances, e.g., severe and prolonged medical illness, death, resignation or transfer of the chapter commander and treasurer, or prolonged disruption of the infrastructure due to natural causes (hurricane, flooding, etc.), the affected sub-element may submit a request in writing thru the Chain of Command to the MOWW Commander in Chief (copy: Chief of Staff) for extension of time to file and stating the reason(s) therefore. The Commander in Chief may approve or disapprove such requests on a case-by-case basis, based in part on the recommendations of subordinate commanders. If the request is approved, the CINC shall so notify the Treasurer General.
- B. MOWW will not send PM Dividend or other funds to any chapter until receiving proof that the subordinate organization successfully filed with the IRS and certified with the MOWW Treasurer General per paragraph A above. [Note: Sub-elements other than chapters do not receive PM Dividends.]
- 1) The sub-element's fiscal (tax) year will be as set for that sub-element by IRS. [Per IRS Publication 538, a new sub-element establishes its tax year when it files its first tax return.] Sub-elements may change their fiscal years by following appropriate IRS procedures therefor and then notifying the Treasurer General in writing of the change.
  - 2) Any sub-element's failure to successfully file annually with IRS and certify with the Treasurer General before 60 days following the end of the sub-element's just-concluded fiscal year will result in the delinquent MOWW sub-element forfeiting all funds due and payable in subsequent MOWW fiscal years. Payments shall not be made after the last day of the MOWW Fiscal Year in which the payment was due.
  - 3) The MOWW Trustees shall deposit non-distributed funds into the MOWW Endowment Fund."

SECTION 10. MOWW Investment Funds. The Order shall have a written investment strategy published in the MOWW Policy Manual. [Section revised by National Convention approval in 2019.]

## **ARTICLE 2 Charters**

SECTION 1. Charter Actions. A region, department or chapter charter may be granted, revoked or surrendered with the consent of the Executive Committee of the General Staff (EXCOM), i.e., the Board of Directors of MOWW, Inc., a nonprofit organization, provided MOWW Policy Manual provisions for the same are followed. [Section revised by National Convention approval in 2019.]

SECTION 2. Committing the Order. No region, department or chapter, at any region, department or chapter convention, meeting or assembly, may take any action committing the Order in matters of policy affecting the Order since the National Convention is the only body with such authority and it is the body representative of all the chapters and Companions of the Order.

SECTION 3. Compliance and Consistency. The Order shall have one constitution, the MOWW Constitution. Region, department and chapter bylaws must always be consistent with the National Constitution and Bylaws of the Order.

SECTION 4. Election Timing. Organized region, department and chapter officers shall be elected and installed during the second quarter of the calendar year and assume their duties at that time.

- A. The results of such elections shall be reported to National Headquarters on or before 30 June of each year. Failure to so elect and report such officers shall be cause for the Commander-in-Chief either to order an election to be held, or to appoint officers to conduct the business of the organized region, department or chapter.
- B. If a two-year term is used for any elected position in the region, department or chapter, "installation" is only required at the beginning of the term. [ADDED, 2010 MOWW Convention]

SECTION 5. Approved Charter. Text The text of a region, department or chapter charter shall be as determined by the EXCOM. [Section revised by National Convention approval in 2019.]

SECTION 6. Establishing a New Chapter. A letter of authorization to recruit a new chapter may be issued by the Executive Committee of the General Staff to a group of five (5) or more Companions, upon application. It may be sponsored by a National Officer or by another chapter for a period of one (1) year. The granting of this authorization will be for one (1) year and permits the applicants to establish a recruiting cadre. Authorization may be extended to an additional year, if five (5) or more Companions have been added during the original 12-month period. Cadres will have all the privileges of a chapter except a charter and the right to send voting delegates to the National Convention.

SECTION 7. Unaffiliated Members. Companions not affiliated with local chapters shall be grouped into the BG Bultman Chapter (At-Large), where they will enjoy the same rights and privileges of membership as those Companions affiliated with local chapters. (See the MOWW Bylaws, Article V (Duties of Officers), Section 1.c(6).) Local commanders and appropriate committees are authorized to encourage members-at-large to participate in local activities and to organize as cadres and chapters, when sufficient numbers for those purposes exist in any area.

SECTION 8. New Chapters. New chapters must be approved by the EXCOM. To receive such approval, the applicants, e.g., a cadre wishing to transition to chapter status or any other group of Companions

wishing to form a new chapter, must demonstrate that they have established itself or themselves as a “viable” chapter to the satisfaction of the EXCOM. [Section revised by National Convention approval in 2019.] Viability may be established by taking such actions to include, but not limited to, the following steps:

- A. Electing officers and receiving commander and treasurer training.
- B. Applying for and receiving a federal Tax Identification Number (TIN)/ Employee Identification Number (EIN).
- C. Filing any and all federal and other tax returns that may be required by law.
- D. Establishing a regular meeting schedule.
- E. Developing a Chapter Action Plan (CAP) to begin to achieve scalable, capability -based outcomes derived from the MOWW Strategic Plan, to include, necessarily, a recruiting plan; and
- F. Reporting results as required by MOWW policy.



## **ARTICLE 3    Organizational Insignia**

The insignia of the Order shall be a red enameled Formee cross surmounted by a bronze eagle with spread pinions and surrounded by a bronze wreath. On the cross is superimposed a bronze medallion having on it in low relief a figure of Justice and the name of the Order.



## **ARTICLE 4    Duties of Officers**

SECTION 1. Duties of National Officers. The duties of the Officers of the Military Order of World Wars shall be as follows:

- A. The Commander-in-Chief (CINC).
  - 1) The CINC shall preside at the National Convention, and meetings of the General Staff and the Executive Committee of the General Staff.
  - 2) He shall enforce a strict observance of the Constitution and Bylaws and perform such other duties as custom and parliamentary usage may require, or which the General Staff may prescribe.
  
- B. Vice Commanders-in-Chief (VCINC).
  - 1) The Senior Vice Commander-in-Chief (SVCINC) and the four Vice Commanders-in-Chief (VCINC)s shall assist the Commander-in-Chief (CINC) when called upon.
  - 2) In case of the CINC's absence or disability, the SVCINC followed by one of the four VCINC)s (as determined by the General Staff) shall act in his stead. In the event of the CINC's resignation or death, the CINC shall be succeeded to his office by the SVCINC or if he is not able to serve, by one of the four VCINC)s, as determined by the General Staff.
  - 3) If the CINC is replaced by the SVCINC, a VCINC will be selected by the General Staff to fill the SVCINC position and the vacant VCINC position will be filled by one of the appointed General Staff Officers, as determined by the General Staff. [Section revised by National Convention approval in 2019.]
  
- C. The Chief of Staff (CS).
  - 1) The Chief of Staff is responsible for conducting the Order's affairs pursuant to the Resolutions and Directives of the National Convention, the General Staff and the National Constitution and Bylaws.
  - 2) The Chief of Staff is responsible for the routine business correspondence of National Headquarters with Commanders of the Order and individual Companions.
  - 3) The Chief of Staff shall maintain close liaisons with Regions, Departments and Chapters.
  - 4) The Chief of Staff shall implement the policies of the Order and is the custodian of records and files, as well as the seal of the Order.
  - 5) The Chief of Staff is responsible for recording and reporting all meetings of Conventions, the General Staff and the Executive Committee of the General Staff and shall transmit copies of minutes of such meetings to members of the General Staff and Chapter Commanders by mail, email and/or the Order's web site, as prescribed by actions of the Order.

- 6) The Chief of Staff shall also serve as both Commander and Adjutant of the National Headquarters Chapter to provide appropriate administrative support to the members of that chapter to the extent that they would be entitled to such support as any other chapter of the Order. Such support will include the designation of the appropriate number of members of the National Headquarters Chapter as delegates to the National Convention, as described by the rules of the Order in the MOWW Policy Manual. Notwithstanding his status as Commander of the National Headquarters Chapter, the Chief of Staff does not in consequence enjoy the right to serve as, or to be considered as, a voting delegate to any meetings of the General Staff or to the National Convention.
  - a) The Chief of Staff shall serve as the Editor-in-Chief of *The Officer Review*<sup>®</sup> magazine.
  - b) The Chief of Staff is a member of:
    - (1) The General Staff and Executive Committee of the General Staff (*ex officio* without a vote)
    - (2) The Magazine Committee (*ex officio* without a vote).
    - (3) The Finance Committee (Co-Chair).
    - (4) The Legislative and Resolutions Committee (*ex officio* without a vote).
    - (5) The Information & Publicity Committee (*ex officio* without a vote).
    - (6) The National Convention & Seminars Committee (*ex officio* without a vote).

D. The Treasurer General.

- 1) The Treasurer General is responsible for all monies paid into the National Headquarters. This includes, but is not limited to, its proper allocation, safe custody and disbursement as authorized by the approved budget or by the General Staff. The Treasurer General's account books shall always be open to members of the General Staff.
- 2) The Treasurer General shall annually submit to the General Staff and National Convention a certified public accountant (CPA) audit of the receipts, disbursements, permanent funds, assets, and liabilities of the Order. The CPAs shall give a corporate surety bond, satisfactory to the General Staff, in such sum as the General Staff may direct, the premium thereon paid by the Order. The CPAs shall be members *ex officio* without a vote of the Board of Trustees.
- 3) At the end of each fiscal year, the Treasurer General shall publish the results of the annual audit by independent Certified Public Accountants (CPA) in the MOWW Convention Book.

- E. The Judge Advocate General shall give legal advice on matters pertaining to the Order upon request by a National Officer, the General Staff, or any Companion of the Order. The Judge Advocate General shall report to the General Staff and National Convention on all matters referred to him/her.

- F. The Surgeon General shall report at National Conventions on such matters in the physical welfare field as may be of timely interest to the Order and shall perform such other duties as may be prescribed by the General Staff.
- G. The Chaplain General shall lead National Conventions and General Staff meetings with prayer and perform such other duties customary to his office, as directed by the General Staff.
- H. The Historian General shall acquire and preserve records of historical interest relating to the Order and/or its members and arrange for safe custody and accessibility of such records, subject to General Staff approval.
- I. General Staff Officers (GSO).
  - 1) General Staff Officers-at-Large: As many as ten GSOs may be appointed by the CINC and SVCINC to perform such duties as directed by the CINC/SVCINC. [Section revised by National Convention approval in 2019 and 2022.]
    - a) Preparation, processing and presentation of staff studies, as directed by the Commander-in-Chief or assigned Vice Commander-in-Chief. Assignment of preparation, processing, and presentation of a staff study shall include designation of the General Staff Member-at-Large who shall be responsible for carrying through the studies to completed action. This shall include necessary coordination with other Vice Commanders-in-Chief, National Officers and Chairs of Committees, to include (in every case) the Policy Planning Committee, prior to submission to the assigning officer. The Commander-in-Chief shall be consulted as necessary and appropriate.
    - b) Monitoring the activities of standing and *ad hoc* committees assigned to the Vice Commanders-in-Chief by the Commander-in-Chief. Exempted from such assignments shall be committees chaired by the Commander-in-Chief, Vice Commanders-in-Chief, Past Commanders-in-Chief, or others specifically designated by the Commander-in-Chief.
    - c) Representing, as requested, the Commander-in-Chief or a Vice Commander-in-Chief at designated functions within the Order.
    - d) Performing other duties as may be assigned by the General Staff.
  - 2) The Chief of Staff shall be kept informed of the activities of these General Staff Officers and provide such assistance as may be feasible to assist them in performing their duties.
- J. The Board of Trustees. The duties of the members of the Board of Trustees of the Military Order of the World Wars are prescribed below:
  - 1) Within any policy guidance established by the General Staff or the Order in National Convention, the Board of Trustees of the Order shall administer the Order's funds by investing and reinvesting all monies committed to its charge in the appropriate funds.

- 2) The Board of Trustees shall submit a report to the National Convention and the General Staff, upon request, listing the investments held in each of the funds (and their parts) entrusted to their care. The report shall provide such additional data as maybe directed from time to time by the General Staff.
- 3) The Trustees shall also report on the amount of the *corpus* for the Perpetual and Memorial Membership Fund at each National Convention meeting. At any scheduled meeting, any two (2) members of the Board of Trustees shall constitute a quorum. If records are inadequate, the Board of Trustees shall use its best judgment in establishing the *corpus* amount.

#### SECTION 2. Promoting Activity and Cooperation Among Chapters.

- A. *Region Commanders* shall promote activity and cooperation among existing chapters of their Region and shall encourage the formation of new chapters and the increase of membership through improving and broadening the Order's public standing in their Region. They shall engage the support of his Department Commanders. They shall make regular reports to the Commander-in-Chief, and report to the General Staff and the National Convention.
- B. *Department Commanders* shall promote the activity of and cooperation among existing chapters of their respective Departments, and shall encourage the formation of new chapters, the increase of membership and the improving and widening of the Order's public standing in their respective Departments.
  - 1) They shall support their respective region commander, making such reports as necessary or required by their region commander, the vice commanders-in-chief, Commander-in-Chief and the General Staff.
  - 2) Each department commander shall, during the second quarter of the calendar year, call a convention of the delegates of the chapters within the Department to elect department officers and for such other business as may properly be considered.

SECTION 3. General Staff Support of Region Commanders. Each elected additional member of the General Staff from a Region shall, as possible, assist the Commander of the Region and, in case of necessity, function as relief for the Regional Commander.

SECTION 4. Replacement of Officers. In the absence of any officer or their failure to perform their duties satisfactorily, these duties may be assigned to another Companion by the General Staff.

## **ARTICLE 5    Region and Department Organization**

SECTION 1. Regional Designation. The regions organized in the United States and its Territories will be designated by Roman numerals. [Section revised by National Convention approval in 2012.]

SECTION 2. Regional Composition. The composition of the Regions may be adjusted, and the States and Territories in any Region may be combined, by order of the Commander-in-Chief, with approval of the General Staff.

SECTION 3. Presenting and Discussing Matters. All geographical areas that have been organized into Regions/Departments as provided for in these Bylaws, and have elected Region/Department Commanders and staff, shall have the opportunity to present and discuss matters relating to the Region's/Department's internal governance with their elected officers and staff prior to submission to the General Staff.

## **ARTICLE 6 Committees and Councils**

SECTION 1. Standing National Committees. Except for the Executive Committee of the General Staff (EXCOM), the following committees shall serve as Standing Committees of the General Staff and of the National Convention:

- A. Constitution & Bylaws Committee
- B. Education & Training Committee [Section revised by National Convention approval in 2016]
- C. Ethics Committee
- D. Finance Committee [*ADDED, 2018 MOWW Convention*]
- E. Homeland Security Committee
- F. Information & Publicity Committee [Sub-section revised by National Convention approval in 2012.]
- G. Public Safety and Law & Order Committee. [Sub-section revised by National Convention approval in 2021]
- H. Legislative and Resolutions Committee
- I. Magazine Committee [Sub-section revised by National Convention approval in 2012.]
- J. MOWW-Pershing Rifles Group Committee [Sub-section revised by National Convention approval in 2016]
- K. National Convention & Seminars Committee
- L. National Security Committee
- M. Nominating Committee
- N. Patriotic Education Committee
- O. Scouting Committee. [Section revised by National Convention approval in 2019.]
- P. Strategic Growth Committee. [Added by National Convention approval in 2021]
- Q. Strategic Planning Committee
- R. ROTC Committee
- S. Veterans Affairs [Sub-section revised by National Convention approval in 2015]

SECTION 2. Limits on Standing Committee Chairs. A Companion of the Military Order shall not be Chair of more than one regular standing committee during the same period unless so designated by the Bylaws.

SECTION 3. Advisory Councils. The advisory councils of the Order are:

- A. Council of Past Commanders-in-Chief
- B. Council of Area Commanders [Section revised by National Convention approval in 2016]

SECTION 4. CINC Appointments of Committee Chairs. Except as required by the provisions of the Constitution and Bylaws, the Commander-in-Chief shall appoint chairpersons of each national committee—both standing and *ad hoc* committees—and as many committee members as he/she may desire. The remaining committee members shall be appointed by the respective committee chairpersons, within any limits set by the Constitution and Bylaws or the Commander-in-Chief. The chairpersons and members of such committees shall be announced by the Commander-in-Chief, so far as is possible, at the Post-Convention meeting of the General Staff.

SECTION 5. Limits on National Committee Membership. Except with the express consent of the Commander-in-Chief, a member of the Order may not be a member of more than two standing committees at the same time and may not, in any case, be a member of more than three (3) standing committees except in those cases where, because of National Officer status or past National Officer status, an assignment to more than one (1) standing committee is mandatory under provisions of the Constitution and/or Bylaws. In such instances, a Companion may be a member of one (1) additional, non-mandatory, standing committee.

SECTION 6. Formation of National Ad Hoc Committees. Nothing in these Bylaws shall preclude formation of *ad hoc* committees by the Commander-in-Chief, the General Staff or the National Convention. The Commander-in-Chief shall appoint the members of such committees, unless a motion at the National Convention or General Staff meeting to form an *ad hoc* committee names its chair and/or members. Each such committee shall be formed for a specific purpose and shall be dissolved when its purpose has been accomplished and a report made to the Commander-in-Chief, General Staff, or National Convention, as required. At the Post-Convention meeting of the General Staff, the Commander-in-Chief shall recommend the retention or discontinuance of *ad hoc* committees formed in previous years.

SECTION 7. Reporting Committee Proceedings & Progress. Committees shall report their proceedings and progress at each National Convention and at such other times as may be requested by the General Staff or the Commander-in-Chief.



## **ARTICLE 7    Order of Business**

SECTION 1. Parliamentary Procedure Governance. *Robert's Rules of Order Newly Revised (RONR)* shall govern parliamentary procedure in all meetings, assemblies, and conventions of the Order. If any nominee or candidate for office fails to receive a plurality vote, they shall not be considered elected to such office.

SECTION 2. General Staff Meeting Agendas.

- A. The order of business at General Staff (GS) meetings shall be in accordance with an agenda prepared by the Chief of Staff, pursuant to the direction of the Commander-in Chief. In the absence of an agenda directed by the Commander-in Chief, the order of business at General Staff meetings shall be:
- 1) Call to order
  - 2) Invocation
  - 3) Pledge of Allegiance
  - 4) Reading of the Preamble
  - 5) Roll call
  - 6) Approval of minutes of preceding meeting and action thereon. Reports by the Commander-in-Chief, Chief of Staff, Treasurer General and other Officers
  - 7) Reports of Committees
  - 8) Unfinished business
  - 9) New business
  - 10) Benediction and adjournment
- B. The national flag of the United States of America and the organizational flag of the Military Order of the World Wars shall always be displayed when the General Staff and/or the Executive Committee of the General Staff are in session.

SECTION 3. National Convention Agendas.

- A. The order of business at National Conventions shall be in accordance with an agenda prepared by the Chief of Staff, pursuant to direction of the Commander-in-Chief. In the absence of an agenda directed by the Commander-in-Chief, the order of business at National Conventions shall be:

- B. Opening ceremonies will include the call to order, invocation, Pledge of Allegiance, reading of the Preamble, Welcome, Commander-in-Chief's address, the first day resolution, and:
- 1) Minutes of the previous convention
  - 2) Reports of rules, credentials and registration committees
  - 3) Reports of National Officers
  - 4) Report of the Board of Trustees
  - 5) Report of the General Staff
  - 6) Report of the Executive Committee of the General Staff
  - 7) Reports of standing committees (except the Legislative and Resolutions Committee, and the Constitution and Bylaws Committee)
  - 8) Reports of *Ad Hoc* Committees
  - 9) Report of the Legislative and Resolutions Committee
  - 10) Report of the Constitution and Bylaws Committee
  - 11) Report of the Nominating Committee and the election of National Officers
  - 12) Unfinished business (to include citations and installation of officers not to be installed at banquet)
  - 13) New business
  - 14) Annual banquet (to include installation of certain officers)
  - 15) Benediction and adjournment

#### SECTION 4. National Convention Memorial Service.

- A. National Conventions shall include an ecumenical memorial service, including the presentation of the national flag of the United States of America. Any specific religious faith group of persons in attendance at a National Convention that desires to participate in an additional worship or celebration service during the Convention should contact the Chaplain General in advance for arrangements.
- B. The national flag of the United States of America and the organizational flag of The Military Order of the World Wars shall always be displayed when the Convention is in session.

## **ARTICLE 8    Amendments**

SECTION 1. Bylaws Amendments. Any member or sub-division of the Order may submit a proposal to amend the Bylaws of the Order by submitting such proposals to the Chair, Constitution and Bylaws Committee, at the address listed in the current National Directory of the Order by 15 March of each year. At the Committee's considered judgement, proposed amendments may be forwarded to the delegates to the MOWW Convention or not. Proposed amendments so submitted to the Committee but not recommended by the Committee for consideration at the next annual MOWW Convention may again be proposed from the floor during convention. No other amendments from the floor will be considered with the exception of those tabled from the previous convention. [Section revised by National Convention approval in 2021]

SECTION 2. Standard Form Requirements. The Executive Committee of the General Staff shall designate standard form requirements for the drafting of proposals submitted to amend the Bylaws of the Order, which shall be published in the MOWW Policy Manual.

SECTION 3. Approving Amendments to Bylaws. These Bylaws may be amended by the Order in National Convention by two-thirds (2/3) of the delegates voting provided that the chapters and members of the General Staff are given notice of such proposed amendment at least sixty days prior to the first convention session of the Convention at which they are to be presented for adoption.

SECTION 4. Management and Administration. The Chief of Staff shall be responsible for maintaining, publishing and distributing the Constitution and Bylaws of the Order, and may name, re-name, title, re-title, number, re-number, letter or re-letter and/or order or re-order any article, section and/or sub-section in a uniform manner, provided that such a system adopted for differentiating the articles, section and sub-sections shall not be considered as substantive in the interpretation of the Bylaws.

## **ARTICLE 9    Indemnification**

SECTION 1. General Staff members, Trustees or other MOWW officials.

- A. The indemnification herein provided for shall also apply in respect to any amount reasonably paid in a compromise settlement of any such action, suit, proceeding or claim asserted against such General Staff member, Trustee or other official designated above (including expenses, counsel fees and costs reasonably incurred in connection therewith) provided that the General Staff shall first have approved such a proposed compromise settlement and determined that the General Staff member or other such designated person involved was not guilty of gross negligence or willful misconduct.
- B. In taking such General Staff action, any such person involved shall not be qualified to vote thereon, and if for this reason, a quorum of the General Staff cannot be obtained to vote thereon, the above determinations shall be made by a committee of three (3) persons appointed by the members of the General Staff or other such designated official(s) may be lawfully entitled.

SECTION 2. Indemnification of Leadership. Each member or former member of the General Staff, Trustee or national committee chair of the Order, and/or his/her legal representatives legally authorized to act in the name of the Order, shall be indemnified by the Order against liabilities, expenses, counsel fees and costs reasonably incurred by him/her or their estate in connection with, or arising out of any action, suit, proceeding or claim in which he or she is made a party by reason of his or her being or having been such General Staff member or official.

- A. Any person who, at the request of the Order, served as an Officer, Trustee, National Committee Chair or in any other decision-making position, and with which the Order conducted a duly authorized activity, that person and/or his or her legal representatives, shall in like manner be indemnified by this organization, provided that in either case this organization shall indemnify such General Staff member, Trustee, or such designated person with respect to any matters as to which he or she shall be finally adjudged to have acted in any performance of his or her duties as such members of the General Staff at a duly called special meeting or at a regular meeting.
- B. In determining whether a General Staff member, Trustee, or such other person designated above was guilty of gross negligence or willful misconduct in relation to any such matter, the General Staff or Committee appointed by its members as above may rely conclusively upon an opinion of independent legal counsel selected by the General Staff or the said Committee.

SECTION 3. Other Rights. The right to indemnification herein provided shall not be exclusive of any other rights to which such General Staff member or Trustee is entitled.