



**BYLAWS OF THE
NATIONAL CONFERENCE
OF VETERAN AFFAIRS
CATHOLIC CHAPLAINS**
(NCVACC)

*Amended January 2022
Revised April 2011*

INTRODUCTION

Rev. Fr. Alejandro J. De Jesus, PhD
President

The National Conference of Veterans Affairs Catholic Chaplains (NCVACC) was established in 1985. Catholic Chaplains in the VA are endorsed by the Archdiocese for Military Services, USA (AMS), through the Episcopal Vicar for Veterans Affairs.

2011 Revision of the NCVACC Bylaws

The main purpose of the 2011 Revision was to simplify and consolidate two documents of the organization at that time into one: the Constitution and the Governing Rules, better known as the Bylaws. Part of this consolidation was to eliminate the discrepancies as well as the “contradictions” between these two documents (2011 Report of the NCVACC Bylaws Committee).

In addition to resolving organizational challenges to making the Executive Board, previously referred to as the Board of Directors, more responsive to the needs of the NCVACC, there was similarly a forward-looking aim to improve and support the certification processes of the members. Other amendments touched on updating the organization’s procedures for dealing with elections, dues and the amendment process.

2022 Amendment of the NCVACC Bylaws

The process of amending the Bylaws started in 2021, ten years after the last revision was approved. In the midst of the pandemic in 2020-2021, the Board made common sense decisions and exceptions to guarantee the effective functioning of the NCVACC in spite of limitations on in-person meetings, gatherings and the annual conference.

The idea of amending the Bylaws to make it more responsive to new and unexpected challenges in managing a national organization, such as those presented by the pandemic, became a necessary course of action. Thus, the new Board of 2020 started to consider amendments to the Bylaws that require adjustments to new and changing situations. Since annual in-person conferences were prohibited for 2020 through beginning of 2022, the amendment was proposed electronically in January 2022.

The communication from the Chancery of the Archdiocese for Military Services, USA on January 15, 2022 included the recorded talks of Archbishop Timothy Broglio, JCD, Bishop Joseph L. Coffey and Rev. Fr. Alejandro De Jesus, President of the NCVACC. The recording was virtually viewed by the members. Replying to the same communication, the members expressed their overwhelming approval of the 2022 Amendment to the Bylaws.

The amendment includes portions that were outdated such as the certification processes, which was merged with the certification process of the National Association of Catholic Chaplains (NACC), as recommended by the United States Conference of Catholic Bishops (USCCB) Commission on Certification and Accreditation. Interested NCVACC applicants are now granted the unique title BCC-VA for distinctive VA-specific competencies.

Some amendment proposals maximize the use of electronic communications media on elections, meetings and other decision-making processes of the organization. Still other proposals deal with streamlining other procedures and schedules to allow for easier adjustment or implementation, especially considering limitations to in-person meetings or gatherings when they do occur.

Conclusion

A twin of noteworthy considerations from the activities of the 2011 Revision were upheld in current amendment process: (a) allowing the members of the Executive Board more active roles in the operations of the organization, and (b) “more democratic” participation of the members. We were able to achieve both in securing the approval of the amendment notwithstanding the restrictions imposed by the pandemic. Moving forward, the Executive Board will work tirelessly to encourage members and provide opportunities to participate in NCVACC’s journey to achieving its goal through fraternal support and professional growth.

Easter Tuesday, 19 April 2022

EXECUTIVE BOARD 2020

Rev. Fr. Alejandro J. De Jesus, PhD
President

Rev. Fr. James Connolly
Vice-President

Rev. Fr. Patrick C. Fitzsimons
Treasurer

Rev. Fr. Thomas Kirchhoefer
Secretary

Rev. Fr. Charles Barnes, SJ
At-Large

Rev. Fr. Cosmas Archibong
At-Large

Rev. Fr. Stephen Brandow
At-Large

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ARTICLE I

NAME

The name of this organization shall be the NATIONAL CONFERENCE OF VETERANS AFFAIRS CATHOLIC CHAPLAINS, officially abbreviated as NCVACC.

ARTICLE II

OBJECT

The object and purpose of this association, organized as a non-profit corporation, shall be to:

- A. Provide mutual support for members working in the Chaplaincy Service of the VA,
- B. Provide a forum for the training, study and development of all phases of VA Pastoral care,
- C. Assist members acquire certificates of proficiency as the bylaws may allow,
- D. Serve as the corporate body for VA Catholic chaplains to contact and communicate with the National Episcopal Advisor, the Archdiocese for the Military Services, U.S.A. and other agencies for the support and benefit of the members.

ARTICLE III

MEMBERS

Section 1. Classification. The National Conference of Veteran Affairs Catholic Chaplains shall have the following membership classifications:

- A. Regular. To qualify for regular membership an individual shall give evidence of holding an official appointment as a VA Catholic Chaplain endorsed by the Archdiocese for the Military Services. Membership becomes effective with receipt of dues by NCVACC.
- B. Honorary. To qualify for honorary membership an individual shall 1) give evidence of being retired from active ministry as a VA Catholic Chaplain, or 2) give evidence of notable service to NCVACC and express a desire to further the mission of NCVACC. An individual shall be granted honorary membership by a majority vote of the regular membership at the annual education and membership meeting upon recommendation by any regular member. Honorary members shall not pay dues, and shall not have the right to vote but will otherwise enjoy the benefits of regular membership.

Section 2. Board Certified Catholic Chaplain. To qualify for Board Certification with the unique title BCC-VA for distinctive VA-specific competencies, interested applicants shall apply to the National Association of Catholic Chaplains (NACC), Commission on Certification.

Section 3. Dues

- A. Annual Dues: Annual dues shall be as set forth in the NCVACC Standing Rules.
- B. Dues Adjustment: Dues may be adjusted following a proposal by the Executive Board and approved at the Annual Conference by a two thirds vote of the regular membership. Dues adjustments take effect the 1st day of January following the annual education and membership meeting during which the dues adjustment was approved.
- C. Dues Payment Dates: Dues shall be due and payable to the Treasurer by January 1. Membership shall be delinquent if dues are not paid by the last day in February and forfeited if dues are not paid by the last day in April. The Executive Board may extend this due date for individual members experiencing unexpected dire circumstances.
- D. Dues Proration: There is no proration of dues for new members joining after the first of the year.

Section 4. Fees. Fees for services related to membership shall be determined by the Executive Board.

Section 5. Membership Year. The membership year shall be January 1 through December 31.

Section 6. Reinstatement. Reinstatement shall be granted by the affirmative two thirds vote of the Executive Board after the following are received: 1) written request for reinstatement, 2) any applicable past and current annual dues, and 3) reinstatement fee.

ARTICLE IV OFFICERS

Section 1. Elected Officers. The elected officers of the National Conference of Veterans Affairs Catholic Chaplains shall be a president, a vice-president, a secretary, a treasurer, and three members at-large.

Section 2. Qualifications. To be eligible for elected office a person shall be a regular member.

Section 3. Terms of Office. The elected officers shall assume office at the close of the annual education and membership meeting at which they are elected. These officers shall serve for three years until the close of that year's annual education and membership meeting, or until their successors assume office. Officers shall not serve more than two consecutive terms in the same office.

Section 4. Salaries. Officers shall not receive salaries for their services, but by resolution of the Executive Board a fixed sum and expenses of attendance, if any, may be allowed for each regular or

special meeting of the Executive Board.

Section 5. Vacancy in Office. In the case of a vacancy in the office of president, the vice-president shall serve as president for the remainder of the term. A vacancy in the office of vice-president, secretary or treasurer shall be filled by a majority vote of the Executive Board from among the elected officers. Anyone so elected will fill that office for the remainder of the term. A vacancy in the member-at-large office shall be filled by appointment of the president; any member-at-large so appointed will remain in office for the remainder of that term.

Section 6. Resignation of Office. An elected officer resigning from office shall submit his resignation in writing either to the president of NCVACC or, in the event of the president's resigning, to the vice-president.

Section 7. Removal from Office. An elected officer may be removed from office with or without cause by

- A. a two thirds vote of the membership at a general membership if the notice of the meeting names the elected officer being considered for removal at such meeting, or
- B. a two thirds vote of the executive board at an executive board meeting if the notice of the meeting names the elected officer being considered for removal at such meeting.

Section 8. Duties of Officers. The elected officers shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, by the Executive Board, or in the adopted parliamentary authority.

- A. Duties of the President. The president shall:
 - 1) be the chief executive officer and official spokesman of NCVACC;
 - 2) appoint, subject to the approval of the NCVACC Executive Board, the following:
 - a) the chairman and members of each standing committee except the nominating committee and the certification committee;
 - b) the chairmen of the education and liturgy, site and services, and registration and hospitality subcommittees of the planning committee;
 - c) the chairman and members of special committees.
 - 3) be ex-officio a member of all NCVACC committees, except the nominating committee and the certification committee;
 - 4) appoint members-at-large as committee and/or subcommittee chairmen.
- B. Duties of the Vice-President. The vice-president shall chair the planning committee and be a member of the budget and finance committee.

- C. Duties of the Secretary. The secretary shall be the recording officer of NCVACC and the custodian of its records, except those assigned to others.
- D. Duties of the Treasurer. The treasurer shall:
- 1) be the principal accounting and financial officer of NCVACC;
 - 2) serve as chairman of the budget and finance committee;
 - 3) make a financial report to the Executive Board at each meeting and at other times when requested by the president or the Executive Board;
 - 4) submit the most recent budget report and financial statement at the annual education and membership meeting.
- E. Duties of the Members-at-Large. The members-at-large shall serve a) as standing committee chairmen or b) as subcommittee chairmen on one of the three standing subcommittees of the planning committee (education and liturgical, site and services, registration and hospitality).

ARTICLE V

NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee

- A. Membership. The nominating committee shall consist of a chair and two members from the regular membership appointed by the Executive Board. No member of the nominating committee shall serve for more than two consecutive terms.
- B. Duties. The nominating committee:
- 1) shall hold a meeting no later than April 1 of the election year or on a date approved by the Executive Board;
 - 2) shall consider all candidates for elected officers whose names are proposed by any NCVACC member and received by the committee by March 30 of the election year or on a date approved by the Executive Board;
 - 3) may consider additional candidates during its deliberations;
 - 4) shall submit at least one name for each position to be filled.
- C. Committee Report. The report of the committee shall be submitted to the Executive Board for inclusion a) in the NCVACC website and b) in the call to the annual education and membership meeting, and shall be read on the first day of the annual education and membership meeting.

D. Nominations from the Floor. Following the report of the committee, additional nominations may be made from the floor. No name shall be placed in nomination without written consent of the nominee. This provision is dispensed with when elections are held via electronic communications media.

Section 2. Election of Officers. Officers shall be elected by ballot at the annual education and membership meeting or, with the Executive Board's approval, via electronic communications media. The vote required shall be that described in Article VI, Section 4.

ARTICLE VI MEETINGS

Section 1. Annual Education and Membership Meeting. The annual education and membership meeting shall be held in the fall of each year at a place, date, and time determined by the Executive Board.

- A. Purpose. The purposes shall be as follows:
 - 1) for education, fellowship, support, networking, and sharing of experiences; and
 - 2) for the purpose of electing officers, receiving reports, and transacting such other business as may properly come before it.
- B. Notice. Written notice of the annual education and membership meeting, giving the place, dates, and times shall be given at least three months in advance.
- C. Quorum. The quorum at the annual education and membership meeting shall be a majority of the regular members who have registered for that meeting.

Section 2. Special Membership Meetings. Special meetings of the members may be called by the Executive Board. It shall be the duty of the Executive Board to call special meetings upon the request of not less than fifteen of the regular members.

- A. Notice. The secretary shall give notice of any special meetings, giving the purpose, place, date, and time at least thirty days in advance.
- B. Quorum. The quorum at a special meeting shall be 50 members.

Section 3. Postponement. In the event of an emergency, the Executive Board by a two-thirds vote may postpone any annual or special membership meeting after notice was given. All members shall be notified of the postponement in a manner determined by the Executive Board to be fair and reasonable.

Section 4. Voting. Regular members shall be entitled to one vote on each matter submitted to a vote.

There shall be no absentee voting or voting by proxy. Adoption of a main motion and any election shall require the affirmative vote of a majority of regular members.

ARTICLE VII

EXECUTIVE BOARD

Section 1. Composition. The members of the Executive Board shall be the president, vice-president, secretary, treasurer, and the three members-at-large.

Section 2. Power and Authority. The Executive Board shall have full power and authority over the affairs of NCVACC between the annual education and membership meetings except as otherwise provided for in these bylaws; the Executive Board shall adopt special rules of order and standing rules to govern its proceedings and the affairs of NCVACC over which it has power and authority.

Section 3. Duties. The Executive Board shall:

- A. adopt a budget;
- B. determine the place, date, time, and registration fee for the annual education and membership meeting upon the recommendation of the planning committee;
- C. set the fees for services related to membership;
- D. approve the report of the auditor annually;
- E. fill vacancies as provided in these bylaws;
- F. appoint a parliamentarian;
- G. have such other duties as are prescribed for the Executive Board in these bylaws, by the annual education and membership meeting, or in the adopted parliamentary authority.

Section 4. Meetings.

- A. Regular. Regular sessions of the Executive Board shall be held at quarterly intervals.
 - 1) The first and last sessions shall be held at the site of the annual education and membership meeting, just prior to and just following the annual education and membership meeting.
 - 2) The first meeting of the Executive Board shall be defined as the meeting just following the annual education and membership meeting to coincide with the election, if any, of new board members.
 - 3) Call of a regular meeting shall be given by the Secretary of the Board who will give due consideration for the need for preparation.

- B. Special. Special meetings of the Executive Board may be called by the president. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least a seven-day notice shall be given.
- C. Observers. With the exception of executive sessions, members of NCVACC may attend meetings of the Executive Board as observers.

Section 5. Quorum. A majority of the board members shall constitute a quorum.

Section 6. Vote Required. Adoption of a main motion and any election shall require the affirmative vote of a majority of the members of the Executive Board present.

ARTICLE VIII COMMITTEES

Section 1. Standing Committees.

- A. Composition and Terms. The six standing committees of the NCVACC shall be auditing, bylaws, budget and finance, communications, membership, and planning.
 - 1) The budget and finance committee shall be composed of the treasurer as chairman, the vice-president, and two members elected by the Executive Board ;
 - 2) The planning committee shall be composed of the vice-president as chairman, one member-at-large and one or more members elected by the Executive Board;
 - 3) All standing committee chairmen shall be members of NCVACC.
 - 4) Committee members may include honorary members and nonmembers of NCVACC recommended by the respective chairman, appointed by the president and approved by the Executive Board.
 - 5) All standing committees shall report to the Executive Board and shall be responsible to the president between meetings. Policies set by a committee shall be approved by the Executive Board.
 - 6) The chairman of each standing committee shall be ex-officio a member of all subcommittees within the respective committee.
 - 7) When drafting of a bylaw revision is authorized, the bylaws committee shall consist of a chairman and at least two other members.
 - 8) The term for committee members shall correspond to that of the officers.
- B. Auditing Committee. The committee shall:
 - 1) consist of three members appointed by the president;

- 2) audit the treasurer's account annually and additionally as directed by the Executive Board;
 - 3) report to the membership at the annual education and membership meeting;
 - 4) due to conflicts of interests, the treasurer shall not serve on the auditing committee.
- C. Bylaws Committee. In regards to NCVACC Bylaws and Standing Rules, the committee shall:
- 1) review all submitted amendments and edit for composition;
 - 2) possess the right to originate amendments; and
 - 3) submit proposed amendments and revisions to the members together with recommendations for action not less than three months prior to the annual education and membership meeting.
- D. Budget and Finance Committee. The committee shall:
- 1) have general supervision of the finances and investments subject to the approval of the Executive Board; and
 - 2) prepare an annual budget for presentation to the Executive Board.
- E. Communications Committee. The committee shall:
- 1) investigate and recommend methods for increasing communications among NCVACC members;
 - 2) investigate and recommend methods of acquainting the general public with NCVACC;
 - 3) be responsible for the NCVACC newsletter;
 - 4) be responsible for the NCVACC website; and
 - 5) appoint, with the approval of the Executive Board, a webmaster to maintain and update the NCVACC website.
- F. Membership Committee. The committee shall:
- 1) process applications for membership in NCVACC;
 - 2) submit membership fees to the treasurer as received;
 - 3) promote recruitment and retention of membership; and
 - 4) maintain and update the membership roster.
- G. Planning Committee. The committee shall:
- 1) be responsible for planning the annual education and membership meeting;
 - 2) submit to the Executive Board for approval the brochure, as well as the education, liturgical, and site and services plans for the annual education and membership meeting;

- 3) contract with the annual education and membership meeting site for site and services following approval of the Executive Board;
- 4) contract with the board approved speakers and presenters; and
- 5) be composed of three subcommittees with duties as follows:
 - a) Education and Liturgy Subcommittee: The subcommittee shall
 - i. create and develop the educational content for the annual education and membership meeting, and identify the speakers and presenters, for approval of the planning committee chairman and the NCVACC Executive Board, and
 - ii. Create and develop the liturgy celebrated during the AEMM for approval of the planning committee chairman, and the NCVACC Executive Board.
 - b) Site and Services Subcommittee. The subcommittee shall develop all plans relating to the identifying, scheduling, and contracting of the site and the services the site will provide for the annual education and membership meeting, and will submit these recommendations for approval of the planning committee chairman, and the NCVACC Executive Board.
 - c) Registration and Hospitality Subcommittee. The subcommittee shall be responsible for creating and maintaining a list of attendees, and for receiving attendees and assigning their rooms.

Section 2. Special Committees. Special committees may be created as necessary by the NCVACC Executive Board.

Section 3. President as Ex-Officio Member. The president shall be ex-officio a member of all committees except the certification committee and the nominating committee.

ARTICLE IX

ELECTRONIC MEETINGS AND COMMUNICATIONS

Section 1. Meetings. The NCVACC Executive Board and all committees and subcommittees shall be authorized to meet via electronic communications media so long as all the members shall simultaneously hear each other and be able to participate during the meeting.

Section 2. Communications. Unless members indicate otherwise to the NCVACC Executive Board, all communication required in these bylaws may be sent electronically, including meeting notices, provided that the electronic system used provides confirmation that the communication was received. All references in these bylaws to mail may be sent using this method.

ARTICLE X
ADMINISTRATIVE OPERATIONS

Section 1. Headquarters. The NCVACC shall continuously maintain in the State of Illinois a registered office.

Section 2. Registered Agent. The NCVACC shall continuously maintain a registered agent whose business is identical with such registered office.

Section 3. Fiscal Year. The fiscal year shall be from January 1 through December 31.

ARTICLE XI
INDEMNIFICATION

Any officer, employee, or agent of NCVACC who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceedings, shall be indemnified for all expenses and liabilities actually and reasonably incurred in connection therewith to the extent permitted by applicable law of the jurisdiction in which NCVACC is incorporated.

ARTICLE XII
PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of NCVACC in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules of order that NCVACC may adopt, and any statutes applicable to this organization that do not authorize the provisions of these bylaws to take precedence.

ARTICLE XIII
AMENDMENT AND REVISION

Section 1. Amendment. The bylaws may be amended at any annual education and membership meeting by a two-thirds vote, provided that the amendment has been studied for a considerable time and approved by the bylaws committee, and contains the identification of proposer(s) and any recommendations for action. The proposed amendment will be communicated via electronic communications media to the membership prior to the annual education and membership meeting.

Section 2. Revision. These bylaws may be revised only upon authorization by the membership at the

annual education and membership meeting.

- A. Preparation of Revision. Preparing and presenting an authorized revision shall be the duty of the bylaws committee.
- B. Notice of Proposed Revision. The proposed revision shall be communicated to the members within a considerable time prior to the start of the annual education and membership meeting.
- C. No Amendment to Existing Bylaws. If a revision is authorized there shall be no other amendments proposed to the existing bylaws.