

**BI-LAWS OF L. Z. FRIENDLY, INC.
(Vietnam Veterans)**

These are the Bi-laws of L. Z. Friendly, inc. (Vietnam Veterans) and are intended to inform and confirm the continuing effort of this organization to insure a friendly environment and a good time. But, as is so true in a lot of organizations, there must be fair (yet firm) rules in place, with the Board of Directors approval and the memberships approval also. The following shall take effect June 1, 2005.

**ARTICLE ONE
(Membership)**

I This corporation shall have two types of membership.

A. Voting Membership

- 1. Life-time membership:** Those regular members who have paid a life membership fee set by the board.
- 2. Regular members:** Voting membership in the Corporation is limited to persons who have served or is currently serving in any of the Armed Forces of the United States. (Article VII of the Articles of Incorporation)

B. Non-Voting Membership

- 1. Associate members:** There will be allowed associate membership in this Corporation in the categories listed below. Associate membership will not require the payment of dues, and will not have voting privilege or be allowed to hold office in the Corporation.
 - (a) Spouses of U. S. Veterans
 - (b) Widows of U. S. Veterans
- 2. Honorary members:** Honorary members will be those persons who are accepted as a member of the Corporation that do not meet the requirements to become a Regular or Associate Member. To become an Honorary Member said person must be nominated by a minimum of three voting members in good standing and be approved by 2/3 vote of the Board of Directors and then 2/3 vote of a quorum of the voting membership.

I Meetings

- A. Regular Meetings:** Membership/Board meetings occur the last Sunday of every month except July and December. (At least 6 months a year.) The Board of Directors will meet at the call of the President, or Presiding Officer, however, it is required that the board meet at least eight (8) times a year. Presiding Officer, when the President is unable to preside, will be the next officer below the President as outlined in Article XVII. Non voting members may not attend regular meetings but shall form auxiliary.
- B. Special Meetings:** Special meeting may be called whenever the Board of Directors deem appropriate.
 1. Notice to members will be by telephone or regular mail Exceptions are permitted when time urgency dictates the need to contact only as many members as feasible to conduct a formal meeting. This shall include the area where verbal instruction have previously been given.
 2. Members not notified of said meeting may request the Board, at the following meeting be set aside and a new vote be taken. This, however, excludes decisions which are impossible to change-such as changes in by-laws or elections.
 3. Meeting place shall be designated by the Board prior to each meeting, but normally will be held at Camp Chip at approximately 1300 hours.

II Conduct at meetings

- A.** All official business meeting shall be conducted according to parliamentary procedure as set forth by Robert's Rules of Order.
- B.** Members must adhere to the conduct requested by the Board and/or the Sergeant-at-Arms at each meeting or be prohibited from attendance at said meeting. Members may be ejected from meeting at the discretion of the Sergeant-at-Arms or by direction of the Presiding Officer.
- C.** The President, or Presiding Officer, shall be responsible for the direction of every meeting.
- D.** Discussions and/or proposals shall be limited to only those areas set forth by the board, prior to each meeting, as areas to be covered. Other areas brought forth by

members will be scheduled for discussions and/or proposals at the following scheduled membership meeting. Exceptions to this may only occur by 2/3 vote of a

quorum of Board Members present

- E.** There will be no absentee or proxy voting-including elections.
- F.** The following are also expected to be followed at all meetings.
 - 1. Meetings must be orderly and productive. That means: Sergeant-at-Arms to secure doors.
 - (a)** No personal attacks (verbal)
 - (b)** No cheap shots
 - (c)** No false accusations
 - (d)** No finger pointing
 - (e)** That you limit any discussion on the floor to two (2) minutes

Note: Anyone not adhering to these rules will be ejected from the meeting.

III Quorum

- A.** Membership quorum shall consist of 10 per cent of the voting membership plus one, or a minimum of one (1) voting members for each Board member present, whichever is less. Board quorum shall consist of 2/3 of the Board of Directors. No vote, except to adjourn, may be taken unless a quorum is present.

ARTICLE THREE

I ELECTIONS

- A.** The elections of officers shall be held Saturday of Memorial Day weekend @ 12 noon newly elected officers shall take full office immediately after elections and swearing in. At that time the newly elected officers shall begin immediately and shall meet within 30 days of election.
- B.** No Commander/President of any other Veterans organizations shall hold any position on L. Z. Friendly's as it may cause a conflict of interest.
- C.** Any officer who was removed from office before end of their term, will not hold a Position on the Board of Directors of L. Z. Friendly, incorporated, ever.

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II ELIGIBILITY

- A.** To be eligible to run for office, every candidate should be nominated by written Petition to the Board at the meeting, thirty (30) days prior to the election Signed and dated petitions are to be presented to the Secretary and checked to see if member is eligible. (See Article IV section E)
- B.** Must be paid up member.

C. **Must** be a voting member in good standing.

ARTICLE FOUR

I BOARD OF DIRECTORS

A. Office and Duties

1. **President:** oversee, assist, and when possible be involved in all areas of operations of the Corporation. Speak for, and in general, represent L. Z. Friendly, Inc. as dictated by the by-laws and the Board of Directors. Be responsible, directly for all publicity, promote L. Z. Friendly, inc. and attempt to at least increase membership in the Corporation in his term of office. In emergencies, has full immediate decisions to the requirement of an immediate decision when Board agreement is unobtainable. Has authority to take command of any operation conducted by L. Z. Friendly, Inc. or direct a member to take command if required. Be responsible to the Board of Directors for all actions. monitor conduct and actions of all Board Members and take appropriate measures before the Board when deemed necessary.
 2. **Sr. Vice President:** Shall assume the office of President should that office become vacant prior to the next election. Assume responsibility of the President in the absence of the President on a temporary basis and with the full knowledge and agreement of the Board of Directors. Shall interpret the articles of Incorporation and By-Laws of L. Z. Friendly, Inc.
 3. **Jr. Vice President:** Shall assume the office of Sr. Vice President should that office become vacant prior to the next election. Assume responsibility of the Sr. Vice President in the absence of the Sr. Vice President on a temporary basis and with the full knowledge and agreement of the Board of Directors shall interpret the articles of Incorporation and By-Laws of L. Z. Friendly, Inc. Shall act as Parliamentarian with Sergeant-at-Arms. Security Officer to insure Roberts Rules of Parliamentary Policy are to be followed.
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4. **Operations Officer:** Shall oversee and insure that all operations conducted by L. Z. Friendly, Inc. shall make sufficient preparations and have a suitable working force to accomplish said task. Shall oversee all operations in regards to layout, planning, and actual operations.
 5. **Treasurer:** Shall record all financial transactions and supply a monthly report of all receipts and disbursements of L. Z. Friendly, Inc. A copy of this report to be attached to the official minutes. Two (2) trustees will be elected to verify financial reports. Shall be soulfully accountable for any misappropriations, including petty cash. Board shall set up a final committee of three (3) members to audit books.

6. **Membership Officer:** Shall be responsible to insure growth in membership of the Corporation. Maintain proper records of all dues paying members. Furnish the Board with the names of eligible voters as outlined in B: paragraph 1, (A) when necessary.
7. **Requisition Officer:** Be responsible in supplying a list of needs for each operation and obtaining, or be aware, that each of the items on said list are obtained.
8. **Secretary:** Shall be responsible for the minutes of each meeting of L.Z. Friendly, Inc. Shall provide all Board members and the corporation files a copy of said minutes within thirty (30) days of each meeting. Shall be responsible to insure that minutes are taken in his absence.
9. **Security Officer:** Shall be responsible for security and safety at all corporate functions, assist Sergeant-At-Arms in maintaining order at both meetings and functions and assist in Parliamentary Procedures.
10. **Sergeant-At-Arms:** Shall be responsible to insure that all meetings of the Corporation are conducted in an orderly fashion and respectable manner. Provide assistance to the Security Officer in all Corporate functions. Shall verify all members membership status. Shall act as Parliamentarian at meetings with Jr. Vice President.

B. Officers Code Of Conduct

1. All officers must comply with the decisions of the Board of Directors and/or The membership of the Corporation.
2. Officers will promote L. Z. Friendly, Inc. and it's policies regardless of their personal disagreements with said policies.

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3. Officers shall welcome all members regardless of any personal feelings.
4. Officers are required to attend all meetings, events, or any other function of the Corporation or explain their absence prior to the function involved, if feasible, or immediately following such function as circumstances allow.
5. All policy decisions must be reported to the Secretary as quickly as possible so they can be recorded and reported.
6. Officers will report to an assist the person appointed by the President, or the Board, to take charge of an operation. Furthermore, in addition to regular

duties, all officers will assist in all areas of Corporate functions when feasible.

7. No Board Member shall spend over \$250 without Board & Membership approval.

C. Dismissal of Officers

1. At anytime 2/3 of the full Board will ask an officer to step down for any of the following reasons, and will be voted on by membership.
 - (a) Non-attendance or non-support to the point at which the Board feels it is no longer acceptable.
 - (b) Fraud or misuse of funds, materials or Corporate name.
 - (c) Failure to abide by Board decisions or policies.
 - (d) Failure to maintain proper image as an Officer, as determined by the Board.
 - (e) Determination by the Board that said Officer cannot work in an effective manner due to health problems, alcohol, drug misuse, personal conflicts or personal problems.

D. Vacancies

1. President

- (a) In the event the office of President should become vacant, the Sr. Vice President shall assume all duties and powers of the President.

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2. Other

- (a) In the event any other position should become vacant, the President may appoint another voting member to fill that position following a 2/3 majority vote approved by the full board.
- (b) The successor to any vacant position shall hold that office until the next general election of Officers.
- (c) The duties of a vacant position must be assumed by another Board Member, at the discretion of the Board, or filled within thirty (30) days of vacancy.
- (d) When, in the opinion of the Board, an officer is shown to be incapable of filling more than one position on the Board, the vacant position assumed will

be again declared vacant and a new officer appointed to that position. In no case will an officer be allowed to fill more than two (2) positions on the Board.

- (e) Officers are requested to present the President a written letter of resignation thirty (30) days prior to said resignation. Following resignation a 2/3 majority of the Board is required for reinstatement.
- (f) Dismissal will result in three (3) unexcused consecutive missed meetings or four (4) missed meetings total.

E. DD 214 Forms (President, Sr. Vice, & Jr. Vice)

- 1. Not only is a DD Form 214 required to join, but it is also required for proof that the Offices of the President and the Vice President are authorized to wear the Vietnam Service Ribbon.

ARTICLE FIVE

I CAMPING POLICIES

A. Camp Sites

1. Permanent camp sites

- (a) Only life members shall have this right. Yet in order to keep said camp site they must work said number of days or pay a fee set by the Board of Directors by the 31st of December of each year.

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- (b) If said life member shall default on said camp site, (for not paying and/or not working designated number of days) they shall no longer be considered a member in good standing until they have satisfied agreement.
- (c) If agreement has not been fulfilled after one (1) year said property on camp site shall automatically become the property of L. Z. Friendly, Inc. to do with as the Board of Directors see fit.
- (d) All members who stay on site and use L. Z. Friendly facilities, I.E. Hot water heaters, gas heaters, kitchen, etc. will be required to pay \$3.00 per day even if they have own power to hooch. No one shall stay 30 days or longer without approval of 2/3 of the Board and must have extenuating circumstances to do so then. 90 days is the maximum for anyone to stay at L. Z. Friendly. No permanent residents unless Board and membership vote on a caretaker.

2. Regular Camp Sites

- (a) Any regular member, in good standing, may camp at any site not reserved by a life member at any time.

Special Note: Each member is responsible for their own power or pay set cost per day when Using L. Z. Friendly, Inc. power. Set by Board of Directors.

3. Guests: Members will be allowed his or her immediate family subject to the following conditions during any camp out/reunion, and must pay fee.

- (a) Member will be responsible for the actions of their guests at all times while attending an L. Z. Friendly function, and each guest will fall under the same disciplinary action as any member.
- (b) During the camp outs/reunions, all under aged guests will only be allowed to stay on property if accompanied by another family member or suitable supervision, if found by parents/guardian.
- (c) At no time may any member have as a guest, anyone who is “not in good standing” or any former member who has been banned from L. Z. Friendly, without written approval of the Board of Directors.

I PUBLIC STATEMENTS

A. All public statements concerning the intent, image, or purpose of L. Z. Friendly, Inc. must be cleared by the President and/or Board. Any change in policy shall be cleared

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by the voting membership. Any statement by a member of L. Z. Friendly not cleared by the President or the Board shall not represent the official position of L. Z. Friendly, Inc. and may result in member/members loosing their “good standing”.

ARTICLE SEVEN

I LADIES AUXILIARY

A. The ladies Auxiliary, in support of L. Z. Friendly, Inc., shall be directly responsible to the L. Z. Friendly Auxiliary Board of Directors. Funds raised shall be placed in the Ladies Auxiliary bank account. The Treasurer must maintain accurate records and give the Treasurer of L. Z. Friendly a financial statement, at least quarterly, for filing purposes. All projects or functions will be approved by voting membership.

ARTICLE EIGHT

I COMMITTEES

A. Committees shall be appointed by the President or Presiding Officer

- 1. Chairman:** Each committee shall elect a chairperson if one has not been appointed by the President.
- 2. Meeting:** All committees shall meet at the call of the Chairperson of the committee.

ARTICLE NINE

I AMMENDMENTS

- A.** Amendments must be referred to the Board of Directors for review. If the Board fails to take action by second scheduled meeting, any ten (10) voting members may force the amendments presentation to the voting membership by written petition to the President.

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ARTICLE TEN

I MEMBERSHIP CARDS

- A.** Color-coded membership cards, (at the discretion of the Membership Director) shall become effective as of August 1, 1987 to distinguish "Regular Members", Associate Members", "Honorary Members" and Life Members".

ARTICLE ELEVEN

I EXISTING CONDITIONS

- A.** Upon agreement of these Articles of Incorporation and By-laws by the Board of Directors and the voting membership, it shall be binding that the following existing conditions in this Corporation shall become a part of this constitution.

- 1. Location:** The permanent location of L. Z. Friendly, Inc. will be at 1050 Johnny McElroy Road - Colbert, GA 30628

ARTICLE TWELVE

I LOCATION

- A.** The registered office of the Corporation shall remain as in Article XI of these Articles of Incorporation.

1. Office: The General Office of the Corporation is 1050 Johnny McElroy Road
Colbert, GA 30628

ARTICLE THIRTEEN

I PUNISHMENT AND CHARGES

- A.** The following are types of punishment that the Board of Directors may/can/will invoke upon any guest and/or member that violates any of L. Z. Friendly Policies, Articles of Incorporation and/or By-laws.

1. Written reprimand must be filed with Secretary (Limit of two (2) warnings.)
2. Loss of “good standing” status. This member may not attend any meeting for said amount of time (set by the Board of Directors and Membership.)

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4. One year minimum loss of all privileges at Camp Chip and loss of good standing status including family members.
5. Life time ban is reserved for violations that L. Z. Friendly, Inc. and its Board of Directors/Membership feel are serious to the extent they will not be tolerated.

NOTE # 1: Life members who wish to keep their campsite while under disciplinary status must pay the set yearly fee. Cannot work off fee.

NOTE # 2: Members who are on life payment plan have one (1) year to pay in full, and will not be allowed a permanent camp site until this time.

II RULES

- A.** This list of rules are intended to give each and every member/guest a visible zero tolerance kind of behavior, and (the Board of Directors and Membership) feel the best way to avoid violation of any of these “Rules” is to have an understanding of them .
- B.** These rules will be enforced under the Zero Tolerance Behavior Act.
1. Theft (zero tolerance)
 2. Vandalism (zero tolerance)
 3. False information on application/investigation (zero tolerance) Permanent suspension with no re-admission.

4. Contacting any members employer for personal reasons.
5. Discharge of any firearms on property. (zero tolerance) Permanent suspension with no re-admission.
6. Conspiracy to over throw or put L. Z. Friendly, Inc. in jeopardy of “going under” for personal/financial reasons.
7. Giving false information in any way that reflects poorly on the membership and/or Board of Directors of L. Z. Friendly, Inc. (This also includes, but not limited to, phone call, E-mail, publications or any written statements.)
8. Physical assault and/or harassment (zero tolerance) Five years to life. Must re-apply for re-instatement.
9. Sexual assault and/or harassment (zero tolerance) Five years to life. Must re-apply for re-instatement.
10. Inappropriate/sexual behavior towards a minor.
11. Fraud in any form.
12. Any member tampering with L. Z. Friendly, Inc. policy meetings and/or elections.
13. Indecent exposure (zero tolerance) Written reprimand plus suspension at the boards discretion.

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14. Terrorist threats/verbal assault (zero tolerance) One year suspension and privileges plus two years probation.
15. Interference with band/entertainment, including any other member or guest of band.(zero tolerance) First offence, leave campground. Second offence, suspension at Boards discretion.
16. Have any open container of liquor in common area (must be in cup)
17. Disrupt any meeting for any reason.
18. No unnecessary cutting of trees.
19. No nails/screws are to be put in any of the trees.
20. Speed or any other action deemed to be unsafe.
21. Not keeping camp site tidy.
22. Non payment of use of L. Z. Friendly, Inc. power.
23. Not keeping guest/children under control.
24. Having more than one camp site.
25. Disturbing the peace in any way.

26. Trespassing on L. Z. Friendly, Inc. property.
27. Starting/spreading false rumors.
28. No drugs will be allowed on L. Z. Friendly, Inc. property (Camp Chip) unless prescribed by a Medical Doctor.

NOTE: Most of these infractions are familiar to most of us, but as of this date (1 June, 05) let it be known that this Organization is serious. From this date forward, the Board of Directors shall address any/all of the above infractions and shall enforce them on a one to one basis. Also, any member complaints must be submitted in written form to the Secretary within seven (7) days of infraction. The Board of Directors will address each written complaint and will take action at that time.

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REMEMBER: All members/guests fall under these rules and guidelines. Also infractions by guests will result in member being subject to the same punishment.

NOTE: “Life” member will hold this status unless punishment exceeds five (5) years. At this time L. Z. Friendly, Inc. will not be responsible for any reimbursement of “life” member’s life time fee. But with the re-admission of said member, that member will be responsible to repay “Life” membership fee if they wish to reclaim “Life Time” status.

ARTICLE FOURTEEN

CARETAKER

- A.** At any time the Board of Directors may appoint a veteran who is a member in “good standing” and willing to “keep an eye” on the property and maybe some light maintenance around the property, may be given this title (with the Board of Directors approval.)
- B.** At that time, the Care Taker will inform the Operations Officer on the condition of L. Z. Friendly, Inc., (Camp Chip) property and report any trespassers to the Board of Directors (this includes members/guests who have “bans” against them), and shall enjoy all rights and privileges on the property.
- C.** If the position of Caretaker becomes vacant, the keys must be turned in to the Board of Directors from former Caretaker (if applicable.)

Note: All work done on L. Z. Friendly, Inc. (Camp Chip) “above and beyond” shall count toward “work days”.

FINAL COMMENT: L. Z. Friendly, Inc. (Vietnam Veterans) wish each and every member/guest

to enjoy themselves at “Camp Chip”. We, The Boare of Directors and the Membership, hope that these By-laws will be a “guide” to what is accepted behavior, and what is not. Because we want everybody to have a good time, and a safe time at “Camp Chip”. These By-Laws are for everybody’s benefit. So please, remember to “check your attitude” at the gate and enjoy.

**THANK YOU “WELCOME HOME”
BOARD OF DIRECTORS**

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**PURPOSE OF L. Z. FRIENDLY
(MISSION STATEMENT)**

L. Z. FRIENDLY IS A NON-PROFIT, NON-POLITICAL AND NON-AFFILIATED VIETNAM VETERANS ORGANIZATION INCORPORATED IN THE STATE OF GEORGIA.

THE PURPOSE OF THE ORGANIZATION IS:

- 1. TO PUT ON ANNUAL CAMPOUTS AND FAMILY GATHERINGS FOR VIETNAM ERA VETERANS IN MADISON COUNTY, GEORGIA OVER THE MEMORIAL DAY AND VETERANS DAY WEEKENDS.**
- 2. TO ENHANCE PRIDE IN VIETNAM VETERANS FOR HAVING SERVED THEIR COUNTRY HONORABLY DURING AMERICAS MOST CONTROVERSIAL CONFLICT OF THIS COUNTRY.**
- 3. TO PROVIDE A SUPPORT ORGANIZATION FOR VIETNAM VETERANS THAT ASSISTS DURING TIME OF NEED.**
- 4. TO EXPOSE VIETNAM VETERANS TO THE MAINSTREAM VETERAN’S ORGANIZATIONS THAT MAY INTEREST OR BENEFIT THEM, AS WELL AS NON-TRADITIONAL VETERAN’S GROUPS AND ORGANIZATIONS SPECIFICALLY FOR VIETNAM VETERANS.**
- 5. TO PROMOTE BETTER FAMILY UNDERSTANDING OF WHAT THE VIETNAM VETERAN HAS EXPERIENCED.**
- 6. TO ENHANCE THE IMAGE OF THE VIETNAM VETERAN IN SOCIETY.**
- 7. TO ASSIST IN AND ENCOURAGE THE BUSINESS AND SOCIAL NETWORKING AMONG**

VIETNAM VETERANS.

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