

**VETERANS' ASSOCIATION**  
**of the**  
**CHICAGO and NORTH WESTERN RAILWAY CO.**

**CONSTITUTION**

**ARTICLE I**

Name

The name of this association shall be the "Veterans' Association of the Chicago and North Western Railway Co."

**ARTICLE II**

Objects

Section 1: The object of this association shall be to create and maintain friendly relations among the veteran employees of the C&NW Ry.

Section 2: The Association shall promote dinners and reunions at various locations, to provide opportunities for the Members and their families to visit with old friends, renew acquaintances, and make new friends among fellow employees.

Section 3: The Association shall provide membership cards to identify veterans.

**ARTICLE III**

Membership

Section 1: Membership in this Association shall consist of two classes; Active and Honorary Members.

Section 2: Active members: Any person, having been in the Service of the C&NW Ry. or any of its controlled or subsidiary companies.

A person, desiring Active Membership in this Association, shall file an application with the Secretary, setting forth his or her name, residence, and record of Service.

Section 3: Honorary Membership: Each local chapter may admit 1 (one) person as an Honorary Member, per calendar year, who are or have been prominently identified with railway service.

**ARTICLE IV**

General Officers

Section 1: The Officers of the Association shall consist of a General President, a General Vice-President, and a General Secretary-Treasurer. They shall be elected by a plurality of the ballots of the Active Members at the Annual Meeting of the Association. They shall be installed at their election, except that the Secretary-Treasurer shall take office on January 1st following the election.

Section 2: In addition to the Vice-president elected hereinbefore provided, the Presidents of the Local Chapters shall be Vice-Presidents of this Association ex-officio.

Section 3: All officers shall hold office for two years or until their successors are elected and installed. All vacancies occurring between elections shall be filled by the Board of Directors.

**ARTICLE V**

Board of Directors

Section 1: There shall be a Board of Directors in addition to the General President, General Vice-president, and General Secretary-Treasurer, consisting of twelve (12) members.

Section 2: The Directors shall be elected at the Annual Meeting in the same manner as herein provided for the election of the General Officers. Their election shall be for a period of three (3) years, four (4) to be elected each year.

Section 3: The Directors shall exercise a general supervision over the affairs of the Association. They shall fix the amount of fees or annual dues, arrange for the calling of the Annual or Special Meetings of the Association, and authorize all necessary purchases and expenditures over \$400.00 required in conducting the business of the Association.

They shall not authorize expenditures to an amount in excess of the funds in the treasury, plus the amount of dues or fees owed the Association.

All expenditures for special purposes shall be provided for by an appropriation, especially acted upon by the Association at a regular or special meeting.

They shall be empowered to authorize the organization of local Chapters of the Association, and shall have such supervision of such Local Chapters as shall be necessary to have them conform to the Constitution and By-Laws of this Association.

## ARTICLE VI

### Duties of Officers.

Section 1: The General President shall arrange for the calling of the Annual or Special Meetings of the Association. He/She shall call all meetings of the Association to order, preside thereat, enforce the observation of the Constitution, By-Laws and other regulations, appoint all committees unless provided for otherwise, see that all officers perform their respective duties, and inspect and announce results of all votes, whether by ballot or otherwise.

He/She shall have no vote except in case of a tie and shall then cast the decisive vote.

He/She shall authorize and approve all expenditures authorized by the Board under \$400.00 submitted by the general Secretary Treasurer in conducting the business of the Association.

Section 2: The general Vice-president shall preside at all meetings in the absence of the President, and he/she shall perform all the duties of that officer in case of the latter's absence, disability or death.

Section 3: The General Secretary-Treasurer (GST) shall keep a record of the names and residences of each Member, with the date of entrance, suspension, expulsion, death, etc. He/She shall keep a record of the minutes of meetings: shall be custodian of all records and papers of the Association, and shall conduct correspondence involving transactions of the Association.

At the end of each year, he/she shall prepare and mail, or e-mail, to all Members, upon their request, an Annual Report. The report shall list all receipts and expenditures; date, location of all Chapter Dinners, including the Association's Annual Dinner, Membership Data, Deaths and other information pertinent to the affairs of the Association.

He/She shall have custody of all funds and securities, deposit same to the credit of the Association in such bank or banks or depositories as the GST shall designate.

He/She shall collect all dues, fines and other monies due the Association, and pay the Association's obligations by check upon approval of the President.

He/She shall enter properly in the books of the Association to be kept by him/her for that purpose; full and accurate accounts of all monies received and monies paid out by him/her, on account of the Association. In general he/she shall perform all the duties incidental to the office of Treasurer, subject to the control of the Board of Directors.

The Treasurer shall give bond for the faithful discharge of his/her duties, and in such amount and with such security as the Board of Directors may require.

The Board of Directors shall have the authority to have an audit of the Treasurer's accounts once a year or as often as in their judgment such audit may be necessary. An Audit of the Treasurer's records will be

conducted each year by the Audit Committee. The Audit Committee will be appointed by the General President.

Section 4: Any officer found negligent or incompetent in the discharge of the duties of his office, may be removed by the Board of Directors after such officer has been duly served with formal charges of such neglect or incompetence, and has had an opportunity of answering same. A vote of two-thirds of the full Board shall be necessary for such removal.

Any member of any committee charged with neglect or found incompetent, shall be removed in the same manner as any officer.

Vacancies on the Board of Directors may be filled by them to serve until the next Annual Meeting.

## **ARTICLE VII**

### **Meetings**

Section 1. The annual Meetings of the Association shall be called by the Board of Directors through the General President and held at such time and place as shall be designated by him/her.

Section 2. The Board of Directors shall hold meetings quarterly, or as may be deemed necessary on call of the General President, or any three members of the Board.

## **ARTICLE VIII**

### **Local Chapters**

Section 1. When any ten (10) or more members of this Association shall make application in writing to the General Secretary-Treasurer for the privilege or organizing a Local Chapter, such application shall be presented to the Board of Directors for action.

The organization of Local Chapters shall be independent of the parent organization in the election of their officers, and the management of their affairs, providing that such chapters in their objects, members and activities, conform to the objects of this Association, and are subject to the Constitution and By-Laws of the System Association.

Section 2. Copies of the written records of Local Chapters may be filed with the Association for the benefit of the Board of Directors and other Local Chapters.

## **ARTICLE IX**

### **Amendments**

Section 1: Amendments to this constitution shall only be made at the Annual Meetings, called to consider such amendments, upon thirty (30) days notice to each active member. Adoption of any amendment shall be by three-fourths vote of all members present.

Revised November 12, 2013.