



BYLAWS OF MILE HI VETERANS

Article I

NAME, VISION, MISSION, AND CORE VALUES

Section 1. Name

The official name of this corporation shall be "Mile Hi Veterans" ("MHV").

Section 2. Vision and Mission

Vision: The MHV Vision is a community in which all veterans are supported, respected, and honored.

Mission: The mission of MHV is to further the patriotic, historical, charitable, and educational interests of veterans, their families, and the community.

Section 3: Core Values

UNITY

Cultivate, Strengthen and Preserve UNITY among our MHV members through mutual display of kindness, respect, and camaraderie.

PATRIOTISM

Foster and model PATRIOTISM through responsible citizenship.

ADVOCACY

Support and ADVOCATE for veterans, active military, MHV members, and their families.

VOLUNTEERISM

Support and promote the initiatives, programs and activities of MHV through VOLUNTEERISM.

INTEGRITY

Represent MHV with INTEGRITY through truthful, moral and ethical verbal and written communication.

SERVICE

Provide and promote meaningful community service activities to achieve personal fulfillment through Service not self.

EDUCATION

Promote quality education through scholarship awards and leadership opportunities.

ARTICLE II - GENERAL MEMBERSHIP

Section 1. Membership Eligibility

MHV members will work to recruit veterans to become members of the MHV organization. This includes engaging in membership campaign drives to actively recruit military veterans.

All persons who are United States citizens or legal residents and who have been recommended for membership by a MHV member in good standing are eligible to be MHV members.

Applicants for membership must adhere to application criteria and procedures and must be approved by a majority vote of the eligible MHV membership present at a regular membership meeting. Members are assigned to one of the following Divisions.

a.) Veterans Division

- 1) At the time of membership, individuals of the Veterans Division must be active military or have served honorably for at least six (6) months in the Armed Forces of the United States of America, the National Guard or other official component for military service or training to be eligible for membership in the Veterans Division. Any veteran wishing to become a member must provide a DD214 or other positive proof of identity recognized by the Department of Veteran Affairs at the time the membership application is submitted and must fulfill general membership eligibility requirements.
- 2) For a one-time fee, a member may register a deceased Veteran family member for Membership in Memoriam. Upon approval by the membership, the MHV member may post the deceased's photo along with the branch of service on the Members in Memoriam webpage.

b.) Women's Division

At the time of membership, any female 18 years of age or older who fulfills the general membership eligibility requirements and is not a veteran or military member of the U.S. Armed Forces will be eligible for membership in the Women's Division

Section 2. New Member Application Procedure

Applicants will submit an application for admission to the New Member Enrollment Committee. The committee reviews the application, confirms the sponsor recommendation, and conducts a new member interview.

Section 3. Nomination and Notification

- a.) Applications for MHV membership must be submitted to the New Member Enrollment Committee. The New Member Enrollment Committee will (1) review all applications, (2) submit a list of eligible candidates for review prior to the General Membership Meeting.
- b.) The New Member Enrollment Committee will notify candidates and sponsors of the date and time of the next General Membership Meeting where a vote on applications for membership will be held. All fees are due upon installation.

Section 4. Oath of Membership

All individuals approved for general membership must take the following oath:

"I do solemnly promise and swear that I will uphold the Constitution and the Flag of the United States and of my State, that I will abide by the Bylaws of the MHV, that I will conduct myself in a manner consistent with the MHV Core Values and that I will neither wrong nor harm the MHV organization nor any member, SO HELP ME GOD."

Section 5. Membership Dues and Fees

MHV membership dues must be paid annually by each member, except those Veterans who served in WWII and the Korean Conflict/War. Their yearly membership fees are waived in appreciation and recognition of their military service.

MHV annual membership dues are to be paid on or before January 31 of each year. Dues paid after this date will be assessed a late fee which will be added to the yearly dues. If a membership expires due to nonpayment of dues for one year, that person is no longer considered an active member of MHV. If the person wishes to rejoin, the new member rate will be charged and there will be no discount on membership dues for that year.

Officers' dues must be paid prior to installation

Section 6. Suspension or Termination of MHV Membership

If a member participates in actions or conduct that is potentially detrimental to MHV, such conduct may be raised to the Commander or Commander's designee.

Upon receipt of a complaint, the Executive Board shall meet to determine if the alleged conduct warrants consideration for suspension or termination. If the Executive Board determines the actions or conduct should not be considered for suspension or termination, then MHV shall cease any further action, however, the Executive Board can assess a different remedy or sanction that it believes is appropriate.

If the Executive Board believes the matter should proceed to consideration for suspension or termination, then the Commander or the Commander's designee will notify the member in writing that the conduct in question will be reviewed by the MHV Executive Board for potential suspension or termination. The notice shall state the grounds for potential suspension or termination and provide the member with the opportunity to present any information that they believe should be considered as part of the review. The notice shall state the date and time when the Executive Board will meet to consider a suspension or termination, during which time the member may present their information either orally or in writing. The review meeting by the Executive Board shall be at least 15 days from the notice and any such suspension or termination will not go into effect until at least five days after the review meeting.

The following alleged conduct may be considered for Suspension or Termination of a MHV membership.

- Bullying, harassment or violence
- Defaming or damaging MHV's or a member's reputation
- Neglect of duty
- Threatening or damaging actions that compromise MHV security
- Criminal and other actions against MHV or its interests
- Other actions or conduct that is inconsistent with MHV's mission or core values as recommended by the MHV Commander for consideration

Protocol for Suspension or Termination of MHV's Membership

- Written notice of the Executive Board's meeting to consider the suspension or termination will be sent to the member by first class mail or certified mail to the member's address on file.
- MHV shall proceed in good faith and with reasonable promptness with the goal of completing the process within 90 days from the time the Commander first notified the MHV member of the suspension.
- The Commander will appoint an impartial Review Committee to investigate and gather information and facts relevant to the matter. During the process, the Review Committee will allow the member the opportunity to provide any and all information that they believe is relevant to the Executive Board's consideration.
- The Review Committee will gather (i) all information that they believe is relevant to the allegations against the member and (ii) all the information that the member has provided. Once the review committee has gathered the information, they shall submit the information to the Executive Board for consideration along with a summary report of the information gathered.
- The Executive Board will review the Review Committee's report and the information gathered.
- The Executive Board will then convene their meeting to discuss the information gathered by the Review Committee and then it will provide the member the opportunity to present their information and arguments. The Executive Board shall then determine, by a majority vote, if the member's membership should be suspended or terminated, or if additional information is needed, or if some other sanction or outcome is warranted.
- If the Executive Board decides not to suspend or terminate the member's membership, the member will be provided written notice of the Executive Board's decision and any other sanction or remedy imposed by the Executive Board.
- If the Board decides to suspend the member, the member will be notified in writing of the terms of the suspension and the conditions for reinstatement.
- If a membership is terminated, there will be no opportunity for reinstatement into the MHV Organization.

ARTICLE III. - MEETINGS

Section 1. Quorum

The quorum to legally conduct business at a regular general membership or special meeting shall be 15 members, including at least three (3) officers.

Section 2. Meetings

a) General Membership Meetings

General Membership Meetings will be held once a month.

b. Special Meetings

The Executive Board can call a special meeting as necessary.

Section 2. Meeting Procedures

1. Call to Order, 2. Official Prayer, 3. Pledge of Allegiance, 3. Roll Call of Officers, 4. Introduction of Guests, 5. Approval of new Members, 6. Oath of Membership, 7. Report of Officers and BOT. 8. Report of Committees, 9. Unfinished Business, 10. New Business, 11. Good and Welfare, 12. Adjournment

2. Reports should be limited to three (3) minutes. And discussion should be limited to (2) two minutes. If issues cannot be resolved in a timely manner, they must be sent back to the responsible committee for clarification and resolution.

Section 3. Prayer

Dear Lord,

We honor our veterans and all currently serving members of the armed forces who gave their best when they were called upon to serve and protect our country. We pray that you will bless them, and all MHV members and their families for their unselfish service in the continual struggle to preserve our freedom, our safety and our country's heritage for all of us. Amen

Section 4. Attendance

All MHV Meetings are open to any member. No advance notice need be given to attend any meeting. However, all guests must be recognized by the Commander or Committee/Division Chair. In addition, if members wish to be placed on the agenda, they must put in a request to the Executive Board/BOT/Committee/Division Chair one week prior to the meeting.

Section 5. Voting

An individual must be a member in good standing for 30 days to vote at any MHV General Membership Meeting. However, to vote in a MHV Election of officers, a member must be in good standing for 60 days. (See Article IV, Section 5c, Election Procedures.

ARTICLE IV - EXECUTIVE BOARD

Section 1. Composition and Role

a.) Composition

Executive Board shall consist of the elected officers of MHV to include the Commander, Vice-Commander, Chairwoman, Vice Chairwoman, Secretary, and Treasurer. Other officers may be elected or appointed according to the provisions of these bylaws.

b.) Role

The Executive Board of MHV shall have the authority to make recommendations to the members on matters of MHV policy and the operation of the organization. It shall protect all interests of the members by abiding by and enforcing the bylaws of MHV. Between meetings they shall have the power to direct the affairs of MHV. In the event that no quorum is present at any general membership meeting and matters of great importance arise, the Executive Board shall act in the best interest of the membership and such action; if approved by 2/3 of the board in attendance, shall be binding. It shall provide an accounting of all general and financial matters to the general membership on a monthly basis.

Section 2. Term of Office

All officers shall serve for a term of two years from January 1-December 31. No restriction shall be made as to holding office for consecutive terms, or the number of times they may

serve in any official capacity. No member shall hold more than one elected (or appointed) office at the same time. The Board members stagger their terms to enable consistency among the Executive Board. The Executive Board Members' terms will be staggered to provide consistency for the Board.

Section 3. Elections

The MHV officers will be elected, by a majority vote, at the general membership meeting in November by the eligible MHV membership in good standing and present. The newly elected officers shall take the oath of office at the January General Membership Meeting. A transition meeting will be held between the outgoing officer(s) and the incoming officer(s) by December 1st for the purpose of exchanging records specific to the office, to share duties and other information related to the position.

Section 4. Executive Board Election Candidate Eligibility

A candidate for an elected or appointed office must be a current member in good standing of MHV for six months prior to the date of the election. No member shall be a candidate for any office in MHV if he or she is in arrears of any monies due to MHV.

Section 5. Election Procedures

The Election Committee - a special committee - shall consist of at least three (3) members, in good standing, appointed by the Commander at the beginning of the calendar year. The committee shall enforce the election procedures. These procedures include, but are not limited to,

- a. Notification, in all sections of these Bylaws, will be defined as information provided to members by electronic means or by U.S. Postal Service mail.
- b. Notification of upcoming elections shall be provided to the general membership at least fourteen (14) days prior to any election of officers.
- c. Any member may vote for the election of officers or at a special election provided he or she has been a member in good standing for sixty (60) days prior to the date of the election and his or her membership is on record with the Treasurer.
- d. No proxy votes will be allowed.

Section 6: Meetings

The Executive Board shall meet at least seven (7) days prior to the general membership meeting. A quorum requires the attendance of forty (40) percent of the Executive Board membership to conduct business.

Section 7. Qualifications and Duties

Elected Officers

1) Commander

The Commander must be a Veteran. The Commander shall be the presiding

officer at all regular meetings; shall sign all official proclamations and declarations made in the name of MHV, unless he or she expressly authorizes another officer to do so; shall be the official representative at all social, civic, and other functions wherein MHV is asked to participate; shall make all appointments, and exercise such other duties and functions as normally fall within the scope of his or her office as specified in Robert's Rules of Order. The Commander shall serve as a liaison between the Executive Board, the membership, and the Board of Trustees.

The Commander has the Authority to sign all MHV contracts.

2.) Vice Commander

The Vice Commander must be a Veteran. The Vice Commander shall perform the duties of the Commander in his or her absence; shall be an ex-officio member of all committees and shall perform other duties as may be required or assigned by the Commander.

3) Secretary

The Secretary shall handle all general matters and correspondence from this office and be supervised by the Commander; shall keep a permanent record of MHV meetings, shall maintain a copy of the records at MHV, shall develop and distribute minutes, shall receive and manage correspondence and perform all duties usually and customarily pertaining to the office of the secretary, shall maintain a record of member attendance at all general membership and special meetings, and shall perform other duties as may be required or assigned by the Commander.

4) Treasurer

The Treasurer shall receive, expend, and account for all MHV Financial Records; shall keep a current account of all income and disbursements of the MHV funds; shall provide a revenue and expense report, in writing, at the monthly general membership meeting; shall maintain a copy of records and receipts of all expenditures of the MHV; shall work with the Chairperson of the New Member Enrollment Committee to keep a current membership account; shall be responsible for the annual review of MHV Financial Records and if necessary, coordinate an external audit. Otherwise, the Commander shall appoint a special committee to conduct a review and a status report of their MHV Financial Records if requested by the membership. Such a request must be approved by a majority of the eligible members present at a general membership meeting. Further, the Treasurer shall submit an annual report, shall serve as a member of the New Member Enrollment Committee, and shall perform other duties as may be required or assigned by the Commander.

5) Chairwoman of the Women's Division

The Chairwoman shall set the agenda and preside at all meetings of the Women's Division and appoint special committees as needed. The Chairwoman implements decisions made by the Executive Board and oversees the execution. This individual represents the division when communicating with the General Membership and will be a representative of the General Membership to the Board of Trustees.

5) Vice Chairwoman of Women's Division

The Vice Chairwoman shall assist the Chairwoman and assume such duties assigned by the Chairwoman. Become familiar with the purpose, process and planning involved in leading the Women's Division. Perform the duties of the Chairwoman when the Chairwoman is absent.

Appointed Officers

1.) Sergeant-At-Arms

The Sergeant-at-Arms shall be responsible for the enforcement of all commands at the General Membership Meeting of MHV. Further, he or she shall be responsible for the general meeting preparation for all members and the introduction of all guests and the preservation of order. He or she shall perform other duties as may be required or assigned by the Commander.

2.) Parliamentarian

The Parliamentarian is well-versed in MHV Bylaws, Robert's Rules of Order, and Parliamentary Procedure and shall provide opinions to the Commander and the Executive Board as to those matters if questions or conflicts arise.

3.) Chaplain

The Chaplain shall render the official prayer and invocation at MHV meetings and events and perform any other duties usually and customarily pertaining to this office.

He or she shall perform other duties as may be required or assigned by the Commander.

4.) Historian

The Historian shall develop and maintain a record of all the activities of MHV and maintain an up-to-date history of MHV, using pictures, newspaper clippings, etc.

Section 9. Oath of Officers

All elected officers shall take the following oath:

"I, (give name) do solemnly promise and swear that I will uphold the Constitution and the Flag of the United States and of my State, and I will abide, by the By-laws of MHV of which I am (give position held); that my conduct and thoughts shall always be for the betterment and advancement of MHV, that I will serve to-the best of my ability and will strive for cooperation with all officers and committees of said organization, and that I will adhere always to this end and uphold the same to the utmost, SO HELP ME GOD.

Section 10. Vacancies

Any office may be declared vacant, by the Commander or general membership, if the officer fails to attend two (2) consecutive Executive Board, or two (2) consecutive general membership meetings without a valid excuse or does not attend at least 50% of the meetings in a 6-month period. The Commander will announce any vacancy at a regular membership meeting and a special election to fill the vacancy will be held at the next general membership meeting.

Section 11. Resignation or Removal

1. Resignation from an elected or appointed position must be submitted in writing and received by the Commander.
2. An elected or appointed officer may be removed by a two-thirds vote of the eligible MHV general membership present at a general membership meeting.

ARTICLE V- DIVISIONS AND COMMITTEES

Section 1. Formation

The Commander may recommend to the Executive Board the creation of standing and special committees, as needed. The Commander may appoint the chairperson of all committees.

a) Divisions

Divisions, such as the Veterans and the Women's Division, shall focus on the general mission and operation of the MHV Organization. Furthermore, these divisions should adhere to MHV goals within their annual planning activities. Divisions shall report monthly at the General Membership Meeting.

b) Standing Committees

Committees shall focus on their specific goals that directly support and advance the MHV mission and the operation of the organization. Furthermore, these committees should adhere to MHV goals and their annual planning activities. Committees shall report monthly at the General Membership Meeting.

c) Special Committees

Committees shall be established to address a specific issue or need of the MHV. Special Committees shall have a defined timeline to address and complete their mission. When the task is complete, their final report is submitted.

ARTICLE VI BOARD OF TRUSTEES

Section 1. Composition and Role

a) Composition

The Board of Trustees shall be comprised of **seven (7)** members. **Five (5)** of the members will be elected, as needed, by the MHV membership at the November General Membership meeting. The other two members who serve as a liaison for Membership will be the elected **Commander, and Chairwoman of Women's Division** of the Executive Board of MHV.

b) Role

The Board of Trustees shall be responsible for the management of the hall/lounge, building and external grounds/property that are leased to the MHV by Mile Hi Veterans Services. They have the authority to establish operating procedures and to select personnel to manage and operate the hall/lounge and building.

The Trustees shall be responsible for addressing any MHV issues or grievances related to the management of the hall/lounge. The Trustees shall be responsible for keeping the membership informed of major policy changes and should get input from members, on any major policy changes.

The BOT Chairperson is responsible for signing all BOT contracts.

Section 2. Term of Office

Trustees will be elected for a two **(2)** year term. Trustees may not serve more than two consecutive terms. Terms are considered consecutive unless there is an intervening one (1) year period between elected terms. No member shall hold more than one elected (or appointed) office at the same time.

Section 3. Meetings

The Board of Trustees shall meet on a monthly basis as determined by the Board of Trustees. A quorum requires the attendance of at least **four (4)** of the **seven (7)** trustees to conduct business.

Section 4. Elections

The Board of Trustees will be elected by a majority vote of the eligible MHV membership in good standing present at the November general membership meeting. The newly elected officers shall take the oath of office following the election. A transition meeting will be held between the outgoing officer(s) and the incoming officer(s) no later than December 1 for the purpose of exchanging records and sharing duties information specific to the office. The incoming officers will take office effective January 1.

Section 5. Election Eligibility

Any candidate for an elected Trustee position must be a current member in good standing of the MHV. He or she must have been a member in good standing of the MHV for the two (2) years prior to the date of any election. No member shall be an eligible candidate for trustee if he or she is in arrears of any monies due MHV or has not met the membership status of two (2)

full years - i.e. 24 consecutive months prior to the date of any election.

Section 6. Election Procedures

See Article IV Section 5

Section 7. Duties

1. Chairperson shall be the presiding officer at all Board of Trustees meetings.

The Chairperson may assign Board of Trustee duties including appointing the following manager positions: Bar manager, Hall Rental manager, Band manager, and Building manager. These manager positions do not need to be filled by a BOT member, but in this case must be approved by majority vote of Board of Trustees, and must be given designated authority. The Board Chairperson shall provide a report at the monthly general membership meeting.

2. Vice Chairperson

The Vice Chairperson shall perform the duties of the Chairperson in his/her absence or as directed by the Chairperson and shall perform other duties as may be required or assigned by the Chairperson.

3. Secretary

Duties: The secretary shall handle all general matters of correspondence of the Board of Trustees, shall keep a permanent record of the meetings and transactions of the Board of Trustees at the MHV shall maintain a copy of the records at the MHV, perform all duties usually and customarily pertaining to the office of the Secretary and shall perform other duties as may be required or assigned by the Chairperson

4. Treasurer

a) Duties: The Treasurer shall receive, expend and account for all building funds; shall keep a current account of all revenue and expenses of the building funds; shall provide a revenue and expense report to include receipts of all expenditures, in writing, at the monthly general membership meeting; shall maintain a copy of records at the MHV; shall be responsible for an annual review of the Board of Trustee Financial Records as necessary, reasonable, and financially affordable; shall be responsible for the annual review of Board of Trustees Financial Records. The members of MHV or BOT can decide if an external audit is needed and the Treasurer can coordinate the audit.

b) The Board of Trustees Treasurer has the authority to select and supervise Assistant Treasurer(s) with approval of the BOT Chairperson. Their responsibilities will be determined by the BOT Treasurer.

c) The BOT Treasurer shall be a member of the MHV Finance

Committee. The Treasurer shall submit an annual written report and shall perform other duties as may be required or assigned by the Chairperson.

Section 8. Vacancies

Any trustee position may be declared vacant by the Commander if the Trustee fails to attend two (2) consecutive regular Board of Trustee meetings without a valid excuse or does not attend at least 50% of the meetings in a six (6) month period. The Commander will announce any vacancy at a general membership meeting and a special election to fill the vacancy will be held at the next general membership meeting. The newly elected Trustee will fill the unexpired term of the departing Trustee and take the oath of office following the election.

Section 9. Resignation or Removal

Resignation from an elected or appointed position must be submitted in writing and received by the Commander. The resignation affects all duties and responsibilities of the position.

A Trustee may be removed by a two-thirds vote of the eligible MHV general membership present at a general membership meeting.

ARTICLE VII - GENERAL PROVISIONS

Section 1. Amending the Bylaws

These Bylaws may be amended provided the following conditions are met:

- a) Any proposed amendment(s) to the bylaws must be provided in writing, to the Commander and the Executive Board of MHV.
- b) The Commander shall meet with the Executive Board to review the proposed amendment(s) for merit and approval or disapproval. If the proposed amendment is not recommended by the Executive Board, it must be reported to the general membership.
- c) The Commander or designee shall notify all members in good standing at least fourteen (14) days prior to the next general membership meeting that proposed revisions are available for review by the membership. After publication via email or USPS of proposed bylaws revisions, a Special Meeting will be held so that members can review and make suggestions to revisions. If a member cannot attend the revisions meetings, they should submit written suggestions to the Commander prior to the Special Bylaws Revisions Meeting(s). Bylaws amendments will be voted on at a General Membership Meeting and must be approved by 2/3 of the eligible MHV members present

Section 2. Review of Bylaws

A Bylaws Committee appointed by the Commander shall conduct a general review of the bylaws at least every five (5) years. The committee shall present any amendments to the bylaws in accordance with Article VII.

Section 3. Use of MHV Records

Mailing lists and other confidential material and records of MHV shall not be released to any person except by the authorization of the Commander.

Section 4. Retention of Records

The records of all organizational meetings and financial transactions shall be retained at MHV for at least six (6) years.

CERTIFICATIONS

These Bylaws were adopted during the General Membership Meeting of MHV by more than two-thirds majority of the members present at the meeting. The amendments and modifications to MHV Bylaws that are reflected in these by laws that were adopted on July 9, 2026 were presented to, and then approved by, the general membership of MHV in full compliance with the requirements in Article VII Sections 1 and 2 of the corporation's prior bylaws that had been adopted on September 20, 2020.

Attested By: **Deana Gallegos**
Commander
Benjamin Conde on behalf of
Reina Conde-Armenta
Attested By: **Secretary**

7/9/26
Date

7/9/26
Date