

**BYLAWS AND RULES OF PROCEDURE
FOR THE TOWN OF GILBERT
VETERANS ADVISORY BOARD**

ARTICLE I. AUTHORITY

The Veterans Advisory Board hereinafter referred to as “Board”, was created by Town Ordinance 2766 as set forth in Town Code Chapter 1, Article IV, Division 4, and as subsequently amended.

ARTICLE II. POWERS AND DUTIES

A. Advisory Body. The mission of the Board is to create and foster a supportive Town atmosphere and examine issues affecting the history, morale, health and well-being of service members, Veterans, government contractors and their families. Its powers are advisory only unless additional powers and authority are provided by Town ordinance.

B. Function. The function and mandate of the Board is to determine those matters which are or can be of assistance to any military Veteran. In pursuit of this endeavor, the Board shall use its best efforts to find ways and means by which the Town can acknowledge the service and dedication of these persons. These efforts shall include, but not be limited to, the following:

1. Engage in fundraising to pay for the various events and programs initiated by the Town of Gilbert and the Board for the benefit of military Veterans and their families. Funds shall be raised by the Board and its various Pillars, directed to the Town of Gilbert and held in a separate (fenced) account. Funds shall “roll over” year to year and are restricted to Veteran functions and use. The Board shall review and recommend projects to be funded by the Board and its volunteers. The Board’s fundraising authority is subject to and controlled by the Town Council’s Policy of Fundraising by the Veterans Advisory Board.

2. Provide communication and assistance to military Veteran associations, boards, and other city, county, state, and federal agencies as directed by the Town Council.

3. Provide assistance to Active Duty, Reserve, and National Guard servicemembers and Veterans of those services.

4. Collaborate and coordinate activities with other military Veteran associations, boards, and other city, county, state and federal agencies.

C. Annual Report. The Board shall make an annual report to the Town Council regarding the status of activities and recommendations, including any fundraising activities no later than April 1st of each year.

ARTICLE III. MEMBERS AND TERMS OF OFFICE

A. Appointing Authority. All members of the Board, per Town of Gilbert ordinance, shall be appointed by the Town Council.

B. Size. The Board shall be comprised of seven members unless the Board size is modified by the Town Council in Town Code.

C. Qualifications. No less than five of the seven members shall be currently serving or honorably discharged members of the United States Armed Forces. Two members may be members of the civilian community. Veterans must be willing to submit a DD214 upon request. All members of the Board shall be residents of the Town of Gilbert.

D. Term of Office. Appointments shall be for a term of three years except that the original Board members shall be appointed for staggered terms, three for two years, and four for three years. A member may serve multiple terms as authorized by the Town Council.

E. Attendance. Board members are expected to attend all monthly Board meetings as well as all Pillar, committee, ad-hoc committee, and subcommittee meetings for which they are a member. Except for any absence occasioned by active duty in the United States Armed Forces or serious illness as determined by the council liaison of the Board, a Board member's office shall be automatically vacated for non-attendance after missing three consecutive scheduled meetings or more than 50% of the meetings in a 6-month period, or the failure to take any required training. A Board member may be removed by the Town Council for conviction of a crime involving moral turpitude, repeated disruptive behavior after warning, or when in the opinion of the Town Council removal is in the best interest of the Board.

F. Officers.

1. Chairperson. The Chairperson shall be elected by a majority of the Board, at the June Board meeting and shall serve a one-year term. The Chairperson may serve a second successive term if elected by the board members. In the event the Chairperson resigns, becomes incapacitated, or is unable to perform the duties of office or is otherwise removed, the Vice Chairperson will fill the unexpired term of the Chairperson being replaced.

a. Duties of Chairperson. The Chairperson shall be responsible for:

1. establishing a regular meeting schedule;
2. presiding over Board meetings, including deciding upon all points of order or procedure;
3. appointing Board members to serve on Pillars, committees, ad-hoc committees, and subcommittees of the Board;
4. prior to Board meetings and other such mutually convenient times, review with the staff liaison, agenda items for future Board meetings;
5. consider all such matters and concerns of the Board as set forth in these Bylaws or as directed by the Mayor and Town Council.

2. Vice Chairperson. The Vice Chairperson shall be elected by a majority of the members of the Board at the June Board meeting. In addition to such other duties, if any, as may be appointed upon the Vice Chairperson by virtue of the office, or as assigned by the Chairperson, the Vice Chairperson shall preside over meetings of the Board in the absence of the Chairperson. A vacancy in the office of Vice Chairperson shall be filled for the unexpired term by a new election at the first regular meeting of the Board following the vacancy.

3. Secretary. A member of the Town Staff will act as Secretary. The Secretary shall not be a member of the Board and shall have no voting authority. The Secretary is responsible to keep meeting minutes and publish agendas as required by the Arizona Open Meeting law.

4. Other Officers. The members of the Board shall also determine the need, define the role(s) and elect such other officers as they deem necessary. The election of other officers shall be by a majority of the members present at the meeting called for that purpose.

G. Legal representation. The Town Attorney, or designee, shall provide legal representation and advice to the Board as necessary.

ARTICLE IV. MEETINGS

A. Schedule. Meetings of the Board shall be scheduled on a monthly basis at a time and location selected by the Chair.

B. Notice. Notice and Agenda of meetings shall be published in accordance with applicable laws and ordinances.

C. Quorum. A quorum of the Board shall consist of a majority of its appointed members. Any action voted on by a majority vote of the quorum present shall be considered an action of the Board. In the event a quorum is not present for a meeting, the Board is prohibited from discussing any items from the agenda and the meeting shall be rescheduled. In the event a quorum is present at the beginning of a meeting and is NOT maintained throughout the meeting, no votes requiring action may be taken after the loss of a quorum and the meeting must end.

D. Open Meetings. The Board, its Pillars, committees, ad-hoc committees, and subcommittees shall hold all meetings and conduct all business in accordance with Arizona Open Meeting Laws A.R.S. § 38-431 *et seq.* All meetings of the Board, except Executive sessions authorized by A.R.S. § 38-431.03, shall be open to the public.

E. Procedures not Contained in the Bylaws. In the event these Bylaws fail to provide for any procedures, the most current edition of the Town of Gilbert Rules of Procedure for Public Meetings, as determined by the Chair, shall prevail.

F. Proxy Voting and Telephone Participation.

1. Proxy voting shall NOT be permitted.

2. Telephonic or internet (via a virtual platform like Zoom or Teams) participation may be permitted where, in the opinion of the Chairperson, members can participate fully by

speakerphone or Internet based system.

G. Agenda Items. Items for the agenda may be proposed by any member of the Board if submitted two weeks in advance of said scheduled meeting. The Chairperson shall approve the agenda for each meeting.

H. Pillars/Committees. The Board, through a majority vote, may establish such Pillars, committees, ad-hoc committees, and subcommittees as the Board deems necessary and appropriate for carrying out Board business. Pillars are established by the Board and members shall be comprised of Board members. These assignments shall be done at the June meeting. The Chairperson shall appoint, with majority approval by the Board, the members of the committees, ad-hoc committees and subcommittees created and shall also appoint a Chairperson of each Committee. Any such Pillars, committees, ad-hoc committees and subcommittees report to the Board in an advisory capacity and such committee shall exist only so long as necessary to fulfill the purposes for which they were created. Members of committees do not need to be members of the Board but have no authority to operate in any official capacity. Any committee and all members of said committees so created shall abide by the dictates of these Bylaws and procedures as established by Town Council.

I. Reimbursement. The membership of the Board as well as its officers serve in a voluntary capacity and shall not be reimbursed for out-of-pocket expenses unless approved in advance by the Chairperson in coordination with respective Town staff and must be in accordance with Town Procurement Policies. Itemized receipts will always be required prior to any reimbursement.

J. Budget. The Chairperson, in coordination with the Vice-Chairperson shall present a budget to the Town Council annually, for approval, on or before the first Council meeting in April for the following year's requirements.

K. Obligation of Funds. No member of the Board can financially or otherwise, obligate the Town of Gilbert outside the scope of the Board and these Bylaws.

ARTICLE V. SPOKESPERSON

The Chairperson shall be the only official spokesperson for the Board and any Pillar or committee established hereunder unless otherwise designated by the Chair.

ARTICLE VI. RECORDS

The following shall be considered the official records of the Board and will be maintained and posted in accordance with Town ordinance and state law:

- A. Agenda (and agenda packets, if applicable); and
- B. Minutes approved by the Board; and
- C. These Bylaws and any amendments.

ARTICLE VII. MISCELLANEOUS

A. Conflict of Interest. Any member of the Board who has a substantial interest as defined in A.R.S. § 38-502 in the outcome of any matter brought before the Board shall make known that interest and the minutes of the meeting shall reflect that the member made such fact known. The member shall refrain from voting or in any way participating in that matter.

B. Amended Bylaws. These Bylaws may be amended at any meeting duly called for that purpose. The effective date and time of any amendment shall be the date and time of the approval of Town Council.

C. Requests for Special Reports. Requests for special studies or reports will be made only to the designated Town staff representative and approved by a majority vote of the Board.

D. Annual Acceptance. Board Members must sign a copy of these Bylaws annually.

ARTICLE VIII. EFFECTIVE DATE OF BYLAWS

These Bylaws will be effective upon approval of a majority of the members present at a meeting called for that purpose, provided a quorum is present, with final approval by Town Council.

Adopted and acknowledged by the Board this 19th day of June, 2024.



Board Chairperson

ATTEST:


Board Secretary