



**NAVY LEAGUE of the UNITED STATES**

**FOUNDED 1902**

**The Citizen Arm of the Navy**

**PHILADELPHIA COUNCIL**

**Standing Rules**

**And**

**Continuing Resolutions**

**The following represent Rules and Resolutions of a continuing nature, passed at a duly authorized meeting of the Board of Directors. These Rules and Resolutions stand in force unless specifically rescinded or amended by subsequent Board actions. It would take a 2/3 majority of directors present if NO notice of the intention to rescind or amend had been given in the notice to the meeting. If proper notice had been give, a simple majority would be sufficient to take action.**

**If a conflict arises between the Standing Orders, Resolutions or the Bylaws, then the Bylaws would take precedence.**

**It would be the duty of the Council Secretary to maintain an accurate record of resolutions. These Rules and Resolutions should be reviewed annually. Each resolution should be reaffirmed, amended or rescinded.**

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# **STANDING ORDERS**

# Officer Duties

## Council President

**Position Responsibilities.** The Council President shall:

- Uphold the Navy League’s policies and procedures
- Define and monitor the goals and objectives of the Council
- Coordinate agendas for Board of Directors meetings
- Preside over business meetings of the council and its Board of Directors
- Submit a written report prior to each Board of Directors meeting
- Mentor the First Vice President
- Keep the membership informed of programs and information pertinent to them through various means of communications — newsletter, email, telephone, website, business meetings
- Keep abreast of changes within the Navy League through attendance at Area, Region and National meetings
- Facilitate the Leadership Retreat/Strategic Planning Session
- Write a “President’s Message” article for each edition of the Council newsletter
- Prepare the Council Annual Report and submit it to the Region President, Area President and National Headquarters by March 1<sup>st</sup> annually
- Appoint all standing committees and designate their chairs, in consultation with the Board of Directors
- Serve in an “ex officio” member of all committees except the Nominating Committee
- Serve on the Finance Committee to prepare the Council’s annual budget
- In support of strategic initiatives, assign changes to committees
- Represent the Council with outside organizations and the media
- Should not miss no more than one Board of Directors meeting annually
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**Abstract.** The primary responsibility of the Council President is to integrate the Navy League mission into the Council goals and objectives, then monitor progress towards goal attainment. The Council President keeps current with all new information and policies within the Navy League and coordinates the dissemination of this information to pertinent members. The Council President and the First Vice President should serve as the primary spokespersons (points of contact) for the council. During meetings, the Council President should initiate discussion about Navy League organizational improvements and encourage other leaders to share ideas that have been successfully implemented. The Council President should have the ability to conduct meetings, formulate ideas, consummate plans, and delegate responsibility. S/he should be able to

communicate effectively on all levels and seize any opportunity to positively represent the Navy League at meetings or social functions. The Council President is also responsible for upholding the Navy League's policies and procedures and for handling problems among council members. In order to keep the lines of communication open, the Council President should be available to other officers and members by phone, email and at meetings. S/he should return Navy League related phone calls and emails in a timely manner. The Council President should also prepare the Council Annual Report to summarize the year's activities during his/her term of office.

**Requirements.** The Council President position requires at least 10-20 hours per month. Requirements should include previous experience with volunteer Board of Directors (recommended) and skill in leadership, facilitation, communications, presentations, parliamentary procedures, team building, goal setting, project management, delegation, meeting management and multi-tasking. Personal qualities needed are dedication, innovation, diplomacy and tact.

## First Vice President

**Position Responsibilities.** The First Vice President shall:

- Normally succeed to the office of Council President, if elected, at the expiration of the Council President's term, or earlier if the office becomes vacant for any reason
- Submit a written report prior to each Board of Directors meeting
- Provide a written report two weeks prior to the annual meeting describing the activities and accomplishments of the office and recommendations for the next year
- Identify and recruit new potential leaders
- Chair the committee planning the Leadership Retreat/Strategic Planning Session
- Chair the Finance Committee to prepare the Council's annual budget
- Chair the Fund Raising Committee
- In the absence of the Council President, assume the duties of the Council President
- Serve as the Board of Directors advisor to assigned committees
- Attend the Annual Leadership Retreat/Strategic Planning Session
- Attend Area and Region meetings

**Abstract.** The First Vice President should work closely with the current Council President on every endeavor to learn all duties of the presidency. Therefore, this office is primarily a learning experience. However, the First Vice President will assume the duties of the Council President in the event of an absence or vacancy. A qualified candidate for this office needs to possess the same skills and experience requested of the Council President. The First Vice President may also be asked to perform additional duties at the request of the Council President and/or the Board of Directors. The First Vice President should also prepare a final report of the year's activities of the office that includes recommendations for the following year.

**Requirements.** The First Vice President position requires 10-12 hours per month. Requirements should include previous experience with volunteer Board of Directors (recommended) and skill in leadership, facilitation, communications, team building, goal setting, project management, delegation, meeting management and multi-tasking. Personal qualities needed are dedication, innovation, diplomacy and tact.

## Second Vice President

**Position Responsibilities.** The First Vice President shall:

- Normally succeed to the position of First Vice President, if elected, at the expiration of the Council President's term, or earlier if the office becomes vacant for any reason
- Submit a written report prior to each Board of Directors meeting
- Provide a written report two weeks prior to the annual meeting describing the activities and accomplishments of the office and recommendations for the next year
- Identify and recruit new potential leaders
- Chair the Membership/Retention Committee
- Chair the Publicity Committee
- Serve on Finance Committee to prepare the Council's annual budget
- In the absence of the First Vice President, assume the duties of the First Vice President
- Assist the 1<sup>st</sup> Vice President in planning the Leadership Retreat/Strategic Planning Session
- Serve as the Board of Directors advisor to assigned committees
- Attend the Annual Leadership Retreat/Strategic Planning Session

**Abstract.** The Second Vice President should work closely with the current Council President and First Vice President on every endeavor to learn all duties of the presidency. Therefore, this office is primarily a learning experience. However, the 2<sup>nd</sup> Vice President will assume the duties of the 1<sup>st</sup> Vice President in the event of an absence or vacancy. A qualified candidate for this office needs to possess the same skills and experience requested of the Council President. The 2<sup>nd</sup> Vice President may also be asked to perform additional duties at the request of the Council President and/or the Board of Directors. The 2<sup>nd</sup> Vice President should also prepare a final report of the year's activities of the office, which includes recommendations for the following year.

**Requirements.** The 2<sup>nd</sup> Vice President position requires 10-12 hours per month. Requirements should include previous experience with volunteer Board of Directors (recommended) and skill in leadership, facilitation, communications, team building, goal setting, project management, delegation, meeting management and multi-tasking. Personal qualities needed are dedication, innovation, diplomacy and tact.

## Appointed Vice Presidents

**Position Responsibilities.** Appointed Vice Presidents manage multiple committees, generally organized by function (e.g. Administration). The functional duties of each Council Vice President are defined by the council's organization. The general responsibilities of a Council

Vice President are:

- Submit a written report prior to each Board of Directors meeting detailing activities of assigned committees
- Provide a written report two weeks prior to the annual meeting describing the activities and accomplishments of the office and recommendations for the next year
- Coordinate the annual submission of Council awards information for assigned committees
- Coordinate the Board of Directors' activities/interactions with assigned committees
- Provide liaison with National Headquarters functional Directors for their function
- Anticipate and inform the Council President and the Board of Directors of any changes affecting his/her function and suggest ways of dealing with those changes
- Identify, recruit, train and cultivate new volunteers and mentor potential leaders
- Attend the Annual Leadership Retreat/Strategic Planning Session

**Abstract.** The appointed Vice President's primary responsibility is to assist the Council President by managing the function assigned. Examples of functions that may be assigned to a Council Vice President are Administration, Education and Operations. Committees are created within a function based upon the capabilities and interests of the council's membership. Appointed Vice Presidents may serve as the chair of major committees. The Appointed Vice President positions are training ground for future Council Presidents. Therefore, the individual should also become knowledgeable of the duties and responsibilities of the Council President. This serving two purposes. First, to better assist the Council President in fulfilling his/her duties; and second to expose the individual to the expectations of higher office. Appointed Vice Presidents may be asked to assume additional responsibilities, as assigned by the Council President or the Board of Directors. The Appointed Vice President should also seek out and cultivate new leadership for the council. Like the Council President, this officer should seek opportunities to represent the Navy League in a positive manner at professional and social functions. The Appointed Vice Presidents should also prepare a final report of the year's activities of the office, which includes recommendations for the following year.

**Requirements.** The appointed Vice President position requires 3-10 hours per month. Requirements should include previous experience with volunteer Board of Directors (recommended) and skill in leadership, facilitation, communications, team building, project management, delegation, meeting management and multi-tasking. Personal qualities needed are dedication, innovation, diplomacy and tact.

## Council Treasurer

**Position Responsibilities.** The Council Treasurer shall:

- Maintain accurate records of the financial status of the council
- Verify accurate accounting of dues rebates from National
- Deposit all money received by the Council in the designated council account (operating funds, restricted funds, endowment funds, scholarship funds)
- Pay all bills approved by the Council Board of Directors, obtaining and recording all receipts for payments made
- Provide investment strategies and seek advice for balancing risk and return as appropriate

for each Council account

- Obtain co-signatures, from an elected officer, on checks for payments in excess of \$500.
- Review the financial records of previous years before drafting an annual budget to submit to the Finance Committee preparing the annual budget
- Assist the Audit Committee in the performance of the annual financial audit and the financial audit upon departure from office, if necessary
- Prepare tax returns (US and state), if required and submit on time
- Submit a monthly written financial report prior to each Board of Directors meeting
- Submit an annual financial report two weeks prior to the annual meeting for inclusion in the Council Annual Report
- Coordinate the collection of council annual dues from all members and make sure that delinquent membership dues and special assessments are collected
- Submit an analysis of the council's financial condition for each edition of the council newsletter and provide quarterly financial statements for publication in the council's newsletter
- Serve on the financial advisory committee to prepare the annual budget
- Attend the Annual Leadership Retreat/Strategic Planning Session
- Miss no more than one Board of Directors meeting annually

**Abstract.** The primary responsibility of the Treasurer is stewardship of the Council's funds. The Treasurer recommends fiscal policies to the Board of Directors and directs the implementation of approved policies. The Treasurer prepares a budget proposal for the Board of Directors annually, which serves as a guide for expenditure decisions for the Council. The Treasurer monitors the disbursement of funds related to specific budgeted uses throughout the year and makes recommendations for adjustments needed to maintain a balanced budget. A written financial report should be presented to the Board of Directors for each Board meeting. In addition, an annual fiscal report should be presented to the Board and the membership at the Annual Meeting, and be included in the Council Annual Report. The Treasurer should recognize the need for non-dues income and propose specific projects to the Board of Directors for generating new sources of income. This officer must be a detail-oriented person and possess exceptional organizational skills. S/he may have other duties assigned by the Council President and/or the Board of Directors. The Council Treasurer prepares a written report annually describing the activities of the office and includes recommendations for the following year.

## Council Secretary

**Position Responsibilities.** The Council Secretary shall:

- Prepare agendas for Board of Directors meetings and business meetings in coordination with the Council President
- Provide timely notice to all council members of all meetings (email, mail, phone, newsletter)
- Take minutes of each Board of Directors meeting and business meeting
- Distribute (mail or email) written minutes from meetings at least two weeks prior to the next meeting
- Prepare a written report prior to each Board of Directors meeting

- Collect written reports from all officers and distribute (mail or email) before each Board of Directors meeting
- Maintain all Council records (Charter, Constitution, Bylaws), minutes of meetings, election results, correspondence and historical files
- Assist in the election of officers and Board members by distributing ballots, tallying votes and reporting results
- Receive incoming correspondence and distribute to the appropriate action officer, as directed by the Council President
- Submit a written report two weeks prior to the annual meeting describing the activities and accomplishments of the office and recommendations for the next year.
- Obtain notary services, as required (does not need to be a notary public)
- Serve as the Board of Directors advisor to assigned committees
- Attend each Board of Directors meeting and business meeting, or make arrangements for the Council Secretary duties to be performed in his or her absence
- Attend the Annual Leadership Retreat/Strategic Planning Session

**Abstract.** The primary responsibility of the Council Secretary is to make sure all council records are accurately kept and regularly maintained. Superb record-keeping an eye for detailed information, and organizational skills are necessary traits for the holder of this office. The Council President and/or the Board of Directors may assign other additional duties. The Council Secretary should also prepare a final report of the year's activities of the office and include recommendations for the following year.

**Requirements.** The Council Secretary position requires 2-5 hours per month. Requirements include previous experience with volunteer Board of Directors (recommended) or experience as a committee chair. Skills needed are word processing on a computer, listening, minute taking, communications, and administration (office skills). Personal qualities needed are attention to detail, diplomacy and tact.

## Council Judge Advocate

**Position Responsibilities.** The Council Judge Advocate shall:

- Advise the Council President and the Board of Directors on legal matters
- Interpret Council Bylaws for the Board of Directors
- Act as Parliamentarian during meetings, if assigned by the Council President and/or Board of Directors
- Assess risk to the Navy League from activities of the council, such as employment practices, ownership of property, fundraising, money management, legislative affairs, privacy act, and partnerships
- Recommend risk management strategies to the Board of Directors
- Advise the Board of Directors on 501(C)(3) tax exemption maintenance and other tax matters for non-profit organizations, both federal (IRS) and state/local (e.g. charitable solicitation laws)
- Draft contracts and agreements as directed by the Board of Directors
- Advise the Board of Directors on Navy League policies and procedures

- Serve in an advisory capacity to all committees for legal matters
- Miss no more than two Board of Directors meetings annually

**Abstract.** The primary responsibility of the Council Judge Advocate is to advise the officers, Board members and committee chairs on legal matters. Risk assessment is a vital element of this officer's advice. Assistance in preparation of contracts, employment agreements, partnership agreements and other legal documents may be required. Periodic review and interpretation of Council Bylaws may be required. The Board of Directors may also seek advice as to the affect of council activities on the council's 501(c)(3) tax-exempt status. S/he should provide written reports of risk assessments and legal opinions to the Board of Directors. The Council Judge Advocate should also prepare a written report prior to the annual meeting summarizing the year's activities during his/her term of office.

**Requirements.** The Council Judge Advocate position requires 1-10 hours per month. Requirements include previous experience with volunteer Board of Directors (recommended) and legal training (law degree preferred). Skill in negotiation, facilitation, and communications are needed. Personal qualities needed are dedication, attention to detail, diplomacy and tact.

# **Standing Committee Duties**

## **Executive Committee**

Only those in the Bylaws.

## **Nominating Committee**

Only those in the Bylaws.

## **Finance Committee**

Only those in the Bylaws.

# **Special Committee Duties**

*NO DUTIES OR RESPONSIBILITIES FORMERLY  
STATED FOR ANY OF THESE SPECIAL COMMITTEES*

**Sea Cadets**

**Golf Outing**

**Navy Birthday Ball**

**Scholarships**

**Awards**

**Special Programs & Projects**

**Navy Day Luncheon**

**Navy Day Regatta**

**Adopt-a-Ship/Station**

**Visiting Ships**

**Community Education**

**Fund Raising**

**Public Relations**

**Newsletter**

**Website**

**Liaison Navy Affairs**

**Liaison Marine Corp Affairs**

**Liaison Merchant Marine Affairs**

**Liaison Coast Guard Affairs**

**Membership Retention**

**Membership Recruitment**

# **Board Procedures**

*NONE*

# **CONTINUING RESOLUTIONS**

## **January 19, 1999**

**Resolved, that the Council should get out of the business of handling money for other entities that do not benefit us.**

## **August 19, 1999**

**Resolved, that payments to ships for allowing us to visit will be as follows: One check will go to the ship for their bills and a second check will be for the Morale, Welfare & Recreation (MWR) Fund. If there are less than 300 in the crew – we will give them \$300, if more, our donation will be \$500.**

## **July 18, 2000**

**Resolved, that the Council stationary is for Council business only, and that a copy of any correspondence also will be sent to the President.**

## **September 12, 2000**

**Resolved, that if the Commanding Officer of a Major Command is married, then the Council will offer a one-year gift membership in the Navy League, and the Philadelphia Council, to the spouse.**

## **October 17, 2000**

**Resolved, that the Council continue to give full support the Navy Base Closing Ceremony held each year.**

## **January 16, 2001**

**Resolved, that the Directors pre-pay for their Board meals at meetings that are not part of a social function.**

**And no other**