

**By-Laws**  
**589th Engineer Battalion Association (Vietnam)**  
**October 7, 2023**

**Article I**  
**Name**

The name of this organization shall be: 589th Engineer Battalion Association (Vietnam)

**Article II**  
**Purpose**

The purpose of this Association shall be to promote the principles and policies as set forth in the Articles of these By-Laws.

- (1) To locate and bring together past members of the 589<sup>th</sup> Engineer Battalion, who served with the 589<sup>th</sup> Engineer Battalion in Vietnam, or served in an attached unit while that unit was attached to the 589<sup>th</sup>. The qualifying attached units of the 589<sup>th</sup> are the 511<sup>th</sup> Engineer Co. (Panel Bridge), 513<sup>th</sup> Engineer Co. (Dump Truck), 553<sup>rd</sup> Engineer Co. (Floating Bridge), 585<sup>th</sup> Engineer Co. (Dump Truck), 73<sup>rd</sup> Engineer Co. (Construction Support) Quarry Platoon, 687<sup>th</sup> Engineer Co. (Land Clearing), 51<sup>st</sup> Engineer Co. (Asphalt), 70<sup>th</sup> Engineer Co. (Dump Truck), 23<sup>rd</sup> Well Drilling Detachment, and the 444<sup>th</sup> Concrete Mixing and Paving (CMP) Detachment.
- (2) To preserve and foster the spirit of fellowship among former members of the 589<sup>th</sup> Engineer Battalion who served in Vietnam and provide an organization through which they may reunite in bonds of comradeship.
- (3) To commemorate the memory of 589<sup>th</sup> Engineer Battalion soldiers who gave their lives in the service of our country.

**Article III**  
**Nature of the Association**

The 589<sup>th</sup> Association is a non-profit organization and is not incorporated under any State or Federal regulation.

The 589<sup>th</sup> Association is a civilian organization, a fraternity of brothers who served in the 589<sup>th</sup> Engineer Battalion and its' attached units in Vietnam. Rank does not exist in the association.

The 589<sup>th</sup> Association shall be non-political and shall not be used for dissemination of partisan principles or for the promotion of the candidacy of any person seeking public office.

**Article IV**  
**Membership**

- (1) Eligibility for membership is restricted to those who served with the 589<sup>th</sup> Engineer Battalion in Vietnam, or served in an attached unit, while that unit was attached to the 589<sup>th</sup>.
- (2) To qualify for membership in the Association, individuals must have been separated from service under honorable conditions.
- (3) Members may be expelled only in accordance with these By-laws; for bringing discredit to the association or disrupting meetings and or reunions, by a majority vote of the Board of Directors.
- (4) Any member who may have been expelled from this association may be reinstated to full membership by a majority vote of members present at the next reunion.

- (5) The category of "Honorary Member" of the 589<sup>th</sup> Association shall be limited only to those individuals who are family members of our Fallen Brothers killed while serving in Vietnam. Honorary members shall not have voting privileges in the Association.
- (6) The category of "Dedicated Friends of the 589<sup>th</sup> Association" is a class of membership available to those who have shown staunch support and dedication to helping the Association meet its organizational goals. Examples of activities "Dedicated Friends" may be involved in are activities associated with Reunions and/or financial support. To receive the membership title of Dedicated Friend of the 589<sup>th</sup> Association, the candidate must be nominated by a 589<sup>th</sup> member during a business meeting and approved by a majority vote of those in attendance. Dedicated Members shall not have voting privileges in the Association.

## **Article V** **Dues**

No membership dues are required for membership in the 589<sup>th</sup> Engineer Battalion Association, although donations and contributions shall be accepted to support the ongoing activities of the Association.

## **Article VI:** **Meetings**

The regular business meetings of this Association shall be held in conjunction with the principal 589<sup>th</sup> Engineer Battalion Association Reunions, whether they be held annually, biannually, or otherwise. No business meeting of the Association shall be scheduled outside the dates of a Battalion Reunion except by a vote of the members.

No official notice of the business meeting and its agenda, beyond the notice provided for the Reunion itself, shall be required.

Roberts Rules of Order shall govern procedures at all meetings when not specifically covered by the By-Laws.

A quorum for any regular or special meeting shall be two-thirds of those attending the reunion during which the meeting is held.

The agenda for the regular business meeting shall include, at a minimum, Board reports intended to:

- (1) Provide a report to the membership on actions taken by the Board on behalf of the Association and/or its members.
- (2) Advise of, and seek membership support for, future activities of the Association.
- (3) Seek approval of the minutes of the prior membership meeting.
- (4) Report on any Secretarial activities the membership should be apprised of.
- (5) Offer a detailed report on the financial activities of the Association.
- (6) Receive a report from the Audit Committee on its review of the Association's financial accounting system.

## **Article VII** **Terms of Office & Elections**

Terms of Office: All terms for elected officers (except the Chairman of the Board, which is a lifetime appointment) shall be two years or continue after two (2) years until a business meeting is held and successor directors are elected. The term of office shall begin immediately following the Reunion during which the election occurred.

Term limitations: While the Association generally discourages officers from seeking more than two consecutive terms in office, these By-Laws do not formally establish term limitations.

Nominations: Candidates for the board of directors shall be nominated by a member of the Association in good standing. Nominations may be made by communicating such to the President at any time during the year preceding the actual election. The name of the candidate nominated, as well as the person making the nomination, shall be posted conspicuously on the Association's website. Additional nominations shall be accepted by the presiding officer during the business meeting, until nominations for director are formally closed. No nomination will be formally accepted until the nominee accepts the nomination. While it is desirable that all candidates for officer positions be present at the Reunion Business Meeting, attendance is not required.

Voting: Only those members attending the business meeting in person shall be allowed to vote for the elected Board representatives.

Ballots: Elections may be conducted by secret ballot, voice vote, or a show of hands at the presiding officer's discretion.

Vacancies: If there are no nominations for an elected office, or if an office is otherwise unfilled or becomes vacant, the Board of Directors shall appoint an interim member to fill the position until such time a nominee has been selected and elected to fill the vacancy.

### **Article XIII** **Board of Directors**

The purpose of the Board of Directors is to maintain oversight over the organization and its activities, maintain an active role in long-range planning, generate and oversee general policy discussions, build a positive public perception and image of the Association, and serve in a fiduciary capacity on behalf of the members of the 589th Association.

The Board of Directors shall exercise all the authority the membership has not specifically retained for itself.

The Board of Directors shall be comprised of 7 elected officials of the Association. The members may authorize a greater number of directors from time-to-time in response to the needs of the Association. The elected directors shall select the officers of the organization, fill officer vacancies, and define the duties and responsibilities of each office. Traditional office responsibilities may be divided among directors and/or members as determined by the Board.

### **Article IX** **Officers**

The officers of the 589th Engineer Battalion Association shall consist of: Chairman of the Board, President, Vice-president, Treasurer, Secretary, Historian, HOF Coordinator, and PX Coordinator.

### **Article X** **Duties of Officers**

All Officers should at a minimum possess good computer skills to include proficiency in Microsoft Word and Excel, be able to confidently correspond with fellow Officers and our membership through emails, texting, or other written means, and be comfortable using the Internet.

While the officers of the Association collectively have a fiduciary responsibility to the Association and its membership, individual responsibilities generally include the following unless specifically modified by the Board of Directors. The Board can authorize some of the activities of any office be performed by a Board designee who may or may not be an elected director. However, regardless of how the Board delegates and/or assigns various responsibilities, the Board as a body is accountable for the results.

### Chairman of the Board

1. To manage and oversee the Board's activities, to include the performance of individual board members.
2. The Chairman of the Board shall be available to assist with special projects, provide background on the organization, assuring considerations and actions are taken with a macro perspective on the Association.
3. The Chairman of the Board shall act as an advisor to individual officers as requested or required.

### President

1. Act as liaison between the Board and members, serving as the main line of communication between the board as a working group and the organization's members.
2. Take an active role in the activities of the organization.
3. Select and appoint members to various working committees.
4. Preside at member business meetings and meetings of the Board of Directors.

### Vice President

1. The vice-president shall be available when the president is temporarily unable to fulfill his responsibilities.
2. The vice-president shall be prepared to take on special assignments as assigned by the President.

### Treasurer

1. Maintain the financial records of the organization.
2. Prepare all financial reports.
3. Maintain detailed records of income and expenses.
4. Assure that all expenditures receive the appropriate approvals.
5. Maintain all funds in accounts approved by the board of directors.
6. Deposit all revenues and pay all expenses.
7. File all reports required by the federal government of non-profit associations.
8. Provide an annual report to the Audit Committee relative to the finances of the organization, with specific emphasis on the Treasurer's efforts to maintain the integrity of the accounting system.
9. The Treasurer shall provide the membership with all the reports and information they require.

### Secretary

1. The secretary will assume the role of recording secretary, generating and filing all the organization's corporate documents, such as meeting minutes and changes to its By-Laws.
2. The Secretary is responsible for maintaining the permanent record of corporate documents.
3. The secretary will serve as the "correspondence secretary", responsible for the official correspondence of the organization.
4. The Secretary shall provide the membership with whatever reports and information they require.

### Historian

The Historian shall compile and maintain a history of the 589<sup>th</sup> Engineer Battalion. The Historian shall see that articles of interest are published on the Association's website and in printed form when practical. The Historian shall maintain a historical archive of items and memorabilia to be displayed at the association reunion.

### Honor Our Fallen Coordinator

The Honor Our Fallen Coordinator shall maintain the Honor Our Fallen program as an ongoing effort to recognize our fallen, recognizing that changing demographics will require continuous modifications to the annual Memorial Day remembrance. Coordination between the Association, the volunteers making the actual gravesite visits, and the families and friends of the fallen will be of utmost importance. Critical to being able to continue the program long term will be the development of a network of individuals, military organizations, and cemetery administrators willing to share our promise to those we lost.

PX Coordinator

The PX coordinator shall be responsible for coordinating and maintaining all items for resale through the Association's PX. Such activities shall include purchasing inventory items, keeping an inventory of items in inventory, and coordinating sales.

**Vacancies in Office**

Should a vacancy occur for any reason in any office, the Board of Directors shall appoint a member in good standing to serve the unexpired term.

Should any officer so conduct himself as to bring discredit to the association or fail to fully fulfill the duties and responsibilities of his office, the Board of Directors may declare the office vacant by not less than a 2/3 vote of the Board members.

**Article XII**  
**Committees and Their Duties**

The members of established committees shall be appointed by the President of the Association in consultation with the Board of Directors and serve at the pleasure of the President. The specific duties and responsibilities, as well as the goals and objectives of each committee, shall be delineated by the President at the time the committee is appointed.

Committee designation shall be posted on the Association's website.

**Article XIII**  
**Promotional Materials & Resale Items**

No items other than our 589<sup>th</sup> authorized PX items will be allowed for resale at the 589<sup>th</sup> Association reunions or on the 589<sup>th</sup> Website PX, whether sponsored by an individual member or any other retailer.

All materials and memorabilia will only have the 589<sup>th</sup> Battalion designation, 589<sup>th</sup> Unit Crest design, Mountain Movers Motto, 18<sup>th</sup> Brigade Logo, Engineer Castle, map of Vietnam, American Flag and any unit authorized ribbons or combinations thereof. No purchases or contracts will be entered into prior to approval of the design and the cost by the Board of Directors.

**Article XIV**  
**Monies and Collections**

All money, collections, and financial transactions must be channeled through the Treasurer as indicated in these By-Laws.

**Article XV**  
**589<sup>th</sup> Association Website**

The 589<sup>th</sup> Association website shall be the primary means of communication between the Board of Directors and the Association's members. The website shall be developed and maintained to not only provide communications between the Board and members, but also between members themselves.

A secondary means of communications shall be e-mail. The Association shall maintain a master name and address list, so each member is encouraged to keep their contact information up to date.

**Article XVI**  
**Honor Our Fallen**

One of the primary purposes of this Association is: "To commemorate the memory of 589<sup>th</sup> Engineer Battalion soldiers who gave their lives in the service of our country", by providing for the ongoing support of, and commitment to, the Honor Our Fallen Program.

- 1 On-going financial support of the Honor Our Fallen Program shall be provided by individual contributions to the HOF program and any additional contributions or financial support the Association may specify in the future.
- 2 The monies held in reserve for the Honor Our Fallen Program shall remain the assets of the 589<sup>th</sup> Association and the responsibility of the Board of Directors.
3. As the ravages of time diminish the size of the Association and its ability to carry out the purpose defined in these By-Laws, it is envisioned that the Honor Our Fallen program will be among the last activities carried out by the Association. Therefore, the Honor Our Fallen program shall cease to exist when the Association itself is dissolved.
- 4 At the time of dissolution, any monies remaining in the Honor Our Fallen Fund shall be distributed in the same manner as other assets of the Association and consistent with the requirements of the Internal Revenue Service.

**Certification**

These By-Laws were adopted and approved during a business meeting of the members of the 589<sup>th</sup> Engineer Battalion Association (Vietnam), duly called and at which a quorum was present, held in Branson, Missouri on October 7, 2023.



**Sterling Hester, Secretary**  
**589<sup>th</sup> Engineer Battalion Association (Vietnam)**