

2016

**AMENDED BYLAWS FOR  
1<sup>st</sup> Nebraska INFANTRY VOLUNTEERS, INC.  
(IRISH BATTALION)  
DOUGLAS COUNTY, OMAHA, NEBRASKA**

Ratified by the First Nebraska Infantry Volunteers on March 14, 1993.

Amended by the 1<sup>st</sup> Nebraska Infantry Volunteers on January 30, 1994.

Amended by the 1<sup>st</sup> Nebraska Infantry Volunteers on September 11, 1997 and October 9, 1997.

Amended by the 1<sup>st</sup> Nebraska Infantry Volunteers on April 8, 2004 and May13, 2004.

Amended by the 1<sup>st</sup> Nebraska Infantry Volunteers on December 9, 2005 and January 31, 2016.

**ARTICLE ONE**

**NAME**

**Section One:** The name of this corporation shall be 1<sup>st</sup> Nebraska INFANTRY VOLUNTEERS, INC. (IRISH BATTALION). For the purpose of these bylaws, the 1<sup>st</sup> NEBRASKA INFANTRY VOLUNTEERS, INC. (IRISH BATTALION) is hereinafter designated as the "1<sup>st</sup> Nebraska".

**Section Two:** The 1<sup>st</sup> Nebraska shall be incorporated under the laws of the State of Nebraska. It was incorporated on December 1, 1991. This Corporation is organized under the Nebraska Nonprofit Corporation Act and shall have perpetual existence.

**ARTICLE TWO**

**PURPOSES**

The purposes for which this corporation is organized are:

**Section One:** To operate for the furtherance of historical identification and preservation in accordance with the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

**Section Two:** To investigate, document, and re-enact (as living history) the history of the 1<sup>st</sup> Nebraska Infantry Volunteers, Nebraska's Civil War military unit in order to preserve for future generations the various roles of the Nebraska militia and their principals during the Civil War Era.

**Section Three:** To solicit and receive contributions, gifts, grants, devises or bequests of real or personal property or both from individuals, foundations, partnerships, associations, governmental bodies or public or private corporations and to maintain, use and apply the whole or any part, or the income therefrom, together with such additional powers which now exist or hereafter be granted by the Nebraska Nonprofit Corporation Act, subject to the limitations of Article IV hereof; provided, however, that no part of such income or principal shall be contributed to any organization whose net earnings or any part thereof inure to the benefit of any private shareholder or individual or any substantial part of the activities or which involve carrying on propaganda or otherwise attempting to influence legislation, or participating in or intervening in (including the publication or distribution of statements) of any political campaign on behalf of any candidate for public office.

**Section Four:** No part of the net earnings of the 1<sup>st</sup> Nebraska shall inure to the benefit of or be distributable to any member, director, trustee or officer of the 1<sup>st</sup> Nebraska or to any private individual, except that reasonable compensation may be paid for services rendered to or for the 1<sup>st</sup> Nebraska in connection with one or more of its purposes; and no member, trustee or officer of the 1<sup>st</sup> Nebraska or any private individual shall be entitled to share in the distribution of any of the 1<sup>st</sup> Nebraska's assets upon dissolution of the 1<sup>st</sup> Nebraska.

**Section Five:** No substantial part of the activities of the 1<sup>st</sup> Nebraska shall involve carrying on propaganda or otherwise attempting to influence legislation; and it shall not participate in or intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office; nor shall the 1<sup>st</sup> Nebraska engage in any activities that are unlawful under applicable federal, state or local law.

## **ARTICLE THREE**

### **POWERS**

**Section One:** The powers of the 1<sup>st</sup> Nebraska are those necessary to fulfill its purpose.

**Section Two:** The powers of the 1<sup>st</sup> Nebraska are vested in the 1<sup>st</sup> Nebraska business meetings, and the 1<sup>st</sup> Nebraska field meetings when pertaining to decisions of the field, conducted as provided in these by-laws.

**Section Three:** Only such authority as is delegated to the Executive Committee, or other organizational units and/or committees as designated in the 1<sup>st</sup> Nebraska's governing documents, is recognized. All remaining authority remains with the 1<sup>st</sup> Nebraska membership.

**Section Four:** The 1<sup>st</sup> Nebraska is authorized to:

**A.** Elect officers annually and when vacancy deems it necessary, and require them to carry out their duties in accordance with the Articles of Incorporation and these by-laws.

**B.** Approve an Annual Budget.

**C.** Acquire real or personal property by gift, devise, purchase, or other lawful means.

**D.** Hold title to and use its property for any and all activities consisted with its purpose.

**E.** Sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means.

**Section Five:** The 1<sup>st</sup> Nebraska is subject to the express limitations that it shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity that would invalidate its status a) as a corporation which is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 as amended or; b) as a corporation, contributions which are deductible under the provisions of the Internal Revenue Code of 1986 as amended; otherwise, it shall have and shall possess all powers and rights conferred upon corporations by the Nebraska Nonprofit Corporation Act and any enlargement of such powers conferred by subsequent legislative acts; and, in addition thereto, the 1<sup>st</sup> Nebraska shall have and shall exercise all powers and rights not otherwise denied to nonprofit corporations by the laws of the State of Nebraska as are necessary, suitable, proper, convenient or expedient to the attainment of the purposes set forth in Article III of the Articles of Incorporation.

## **ARTICLE FOUR**

### **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

**Section One:** The initial registered agent and registered office of the 1<sup>st</sup> Nebraska shall be located in Douglas County, Nebraska.

**Section Two:** The Executive Committee of Directors may, from time to time, by appropriate resolution, change the location of the registered office of the 1<sup>st</sup> Nebraska and change the designation of the registered agent of the 1<sup>st</sup> Nebraska. The Secretary of State of the State of Nebraska should be notified of any such changes.

## **ARTICLE FIVE**

### **FISCAL YEAR**

**Section One:** The fiscal year for the 1<sup>st</sup> Nebraska shall be January 1 to December 31 of any calendar year.

## **ARTICLE SIX**

### **MEMBERSHIP**

**Section One:** Members of the 1<sup>st</sup> Nebraska shall be those on the muster roll of the 1<sup>st</sup> Nebraska at the time these by-laws are adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of these by-laws.

**Section Two:** Members of the 1<sup>st</sup> Nebraska shall pay annual dues to be recommended annually by the Executive Committee and ratified by the membership at its November meeting. Dues will not be pro-rated under any circumstances. A discount rate recommended by the Executive Committee proportionately to the regular dues may be assessed to members under the age of 16, unemployed, living at home and whose parent is a fully paid member of the 1<sup>st</sup> Nebraska. Such proportionate figure must still be enough to cover basic insurance and business (mailing) costs. Each person that qualifies for such a discount must have the adult person present and responsible for those minor members at all events that the minor members are in attendance.

**Section Three:** Members of the 1<sup>st</sup> Nebraska shall be 16 years of age in order to handle a firearm, and shall be trained in gun safety. Otherwise, members of the 1<sup>st</sup> Nebraska shall be 14 years of age or older. This section may be suspended on an individual basis by a majority vote of the 1<sup>st</sup> Nebraska in a duly called meeting.

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**Section Four:** Members of the 1<sup>st</sup> Nebraska shall be voting members at the Annual Meeting when: 1) they have paid their annual dues before January 1 of the same calendar year as the Annual Meeting, so that a complete muster roster will be in place at the Annual Meeting, and; 2) they have attended at least four events and/or monthly business meetings during the year prior to the Annual Meeting or any combination of events and business meetings that total at least four. Participation at events or meetings does not have to be taken consecutively. Members of the 1<sup>st</sup> Nebraska shall be voting members at all other business meetings of that same calendar year when: 1) they were eligible to vote at the Annual Meeting; and/or 2) they have paid their current dues prior to the business meeting in which they wish to vote. When a new recruit has not met the requirements to vote at the Annual Meeting, such requirements may be set aside by a vote of the membership at the Annual Meeting, specifically mentioning by name each exception, when

the new recruit has attended at least one-half of all available events up to the Annual Meeting. Cartridge parties are considered to be a regiment function.

**Section Five:** Removal from Membership: death, resignation, failure to fulfill the requirements of membership according to these by-laws.

**Section Six:** Discipline: When conflicts and problems arise in the field, the field commander (or officers or non-coms who are designated by the field commander) will try to resolve the conflict or problem. If they are unable to resolve the problem or conflict, the problem or conflict will be discussed at the next monthly meeting of the 1<sup>st</sup> Nebraska for resolution by the whole group.

If a member is disruptive of meetings or reenactments, then the same member may be placed on a probation for a set period of time by a majority vote of the membership present at a duly called meeting of the 1<sup>st</sup> Nebraska. If said probation is unsuccessful or unworkable, the membership may vote to rescind the membership of that member who is already on probation by a majority vote of the membership present at a duly called meeting of the 1<sup>st</sup> Nebraska, in which case the member's name shall be struck from the membership rolls. Said member may apply for readmission at the next Annual Meeting, or duly called meetings of the 1<sup>st</sup> Nebraska thereafter and must have a favorable majority vote of the membership present at that meeting.

## **ARTICLE SEVEN MEETINGS**

### **Section One:** Business Meetings

The 1<sup>st</sup> Nebraska will conduct business by meeting monthly on the date as designated by the voting membership at a site announced in advance to all voting members. The monthly meeting for the month of January shall be designated as the Annual Meeting, and the election of all officers (business, field and otherwise and the adoption of an Annual Budget) shall be part of the agenda of that Annual Meeting. Notice of all monthly meetings (time and place) will be included in the minutes of the previous meeting either hand delivered or mailed to all voting members.

### **Section Two:** Field Meetings

The 1<sup>st</sup> Nebraska will conduct field meetings at the annual Spring Muster and may conduct field meetings whenever the field officers deem it necessary. Field meetings will pertain to decisions necessary to function as a reenactor group in the field, not business decisions of the 1<sup>st</sup> Nebraska.

### **Section Three:** Special Business Meetings

Special business meetings may be called by the President and shall be called at the written request of ten (10) percent of the voting members. The call for each special meeting shall specify the purpose for which the meeting is to be held and no other business shall be transacted. Notice of all special meetings shall be given by mail to all voting members at least ten (10) days in advance of the date of the meeting. The posting of such notice in the regular mail, with regular postage affixed or paid, sent to the last known address of such members shall be sufficient.

**Section Four:** Twenty (20) percent of the voting membership in attendance at a business meeting shall constitute a quorum.

**Section Five:** Voting by proxy or by absentee ballot shall not be permitted at business meetings except for the election by absentee ballot of business officers, field officers and members of the Authenticity Committee at the Annual Meeting.

**Section Six:** All actions at all business meetings of the 1<sup>st</sup> Nebraska shall be by majority vote except as otherwise provided for in these by-laws.

**Section Seven:** Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all business meetings of the 1<sup>st</sup> Nebraska.

## **ARTICLE EIGHT OFFICERS**

The 1<sup>st</sup> Nebraska shall be divided between an organizational (business) structure and a system of command (field) to conduct the 1<sup>st</sup> Nebraska in the field. A member may serve as a business officer and as a field officer at the same time.

### **Section One: Business Officers**

**A.** The business officers of the 1<sup>st</sup> Nebraska shall be President, Vice-President, Secretary, Treasurer, Regimental Unit Historian, and the Regimental Quartermaster. These six officers shall make up the Executive committee.

- 1.** The president shall preside at all the business meetings of the 1<sup>st</sup> Nebraska. The President shall represent or delegate representation of the 1<sup>st</sup> Nebraska and shall organize, or delegate others to organize unit activities.
- 2.** In the event of the President's inability to serve the Vice-President shall preside.
- 3.** The Secretary shall keep accurate minutes of all business meetings of the 1<sup>st</sup> Nebraska in a volume provided by the 1<sup>st</sup> Nebraska which shall be preserved permanently in its archives.
- 4.** The Treasurer shall keep the books of account of the 1<sup>st</sup> Nebraska, receiving and disbursing funds on proper orders.
- 5.** The Regimental Quartermaster shall be responsible for upkeep and use of 1<sup>st</sup> Nebraska equipment and supplies.
- 6.** The Regimental Historian shall have the responsibility of gathering information and press releases for a unit scrapbook and the putting together of and maintaining of said scrapbook.

**B.** Business officers shall be voting members of the 1<sup>st</sup> Nebraska.

**C.** All business officers shall be elected by the voting members at the Annual Meeting of the 1<sup>st</sup> Nebraska and shall serve two years. In even calendar years, the Vice-President, Secretary, and Regimental Quartermaster will be elected. In odd calendar years, the President, Treasurer and Regimental Historian will be elected.

**D.** No business officer shall hold more than one business office at a time, nor shall be eligible to serve more than two (2) consecutive terms in the same office.

**Section Two: Field Officers**

**A.** The following Field Staffing Table is established to maintain a reasonably accurate number of non-commissioned officers and company officers while presenting public demonstrations.

Number of Men	Corporal(s)	Sergeant(s)	Lieutenant(s)	Captain(s)	Major
1-4	1				
5-8		1			
9-12		1		1	
12-18	1	1		1	
18-24	2	1		1	
24-30	2	2		1	
30-35	3	2	1	1	
36-40	4	2	1	1	
40-44	4	3	1	1	
45-51	5	3	1	1	
52-58	5	3	2	1	
59-65	5	4	2	2	1
66-84	6	4	2	2	1
84-92	6	6	2	2	1
92-100	8	6	2	2	1

**B.** The field officers and non-commissioned officers of the First Nebraska shall share certain responsibilities. They are as follows:

1. The safety of all reenactors and spectators.
2. The conduct of all soldiers under their command including members of other units who fall in with the First Nebraska.
3. To present an accurate historical representation of Civil War military life.
4. Public relations with other units and media interviews when requested.
5. The training of all soldiers in as authentic Civil War military decorum as possible and practical.

- C. In addition to these shared duties, each rank has specific responsibilities as follows:
1. Corporal:
    - a. Lead work details.
    - b. Assume duties of sergeant when needed.
  2. Second Sergeant:
    - a. Assign work details.
    - b. Left guide of company.
    - c. Assume duties of 1st Sergeant when needed.
  3. First Sergeant
    - a. Prepare daily reports for the commander.
    - b. Form company for all drills and parades.
    - c. Supervise work details.
    - d. Assign work details.
    - e. Act as right guide of the company.
    - f. Assume unit command when necessary.
  4. Lieutenant:
    - a. Platoon commander.
    - b. Attend officer's meetings and enforce the rules and tactics established at these meetings.
    - c. Maneuver platoons when detached with proper tactics or according to preset scenarios.
    - d. Assume command of the company when necessary.
  5. Captain:
    - a. Assign duties to maintain a well run camp.
    - b. Attend officer's meetings and enforce the rules and tactics established at these meetings.
    - c. Maneuver troops in battle with proper tactics or according to a preset scenario.
    - d. Be prepared to assume command of multi-unit battalions.
  6. Major:
    - a. Assume command of a multi-unit battalion.
    - b. Assign duties to company commanders.
    - c. Attend officer's meetings and enforce the rules and tactics agreed upon.
    - d. Maneuver troops in battle on a battalion level with proper tactics or according to a preset scenario.
    - e. Be prepared to assume command of all forces on a Corps or an Army level.
  7. Civilian Coordinator:
    - a. Shall represent or delegate representation for the 1<sup>st</sup> Nebraska Soldier's Aid Society.
    - b. Plan and conduct civilian activities at regimental functions, i.e., muster, living history, etc.
    - c. Coordinate with the ranking 1<sup>st</sup> Nebraska field officer and overall event civilian coordinator.
    - d. Have charge of the 1<sup>st</sup> Nebraska Soldier's Aid Society campsite at all regimental events.

- D. The field officers shall be voting members of the 1<sup>st</sup> Nebraska.
- E. All field officers shall be elected by the voting members at the Annual Meeting of the 1<sup>st</sup> Nebraska and shall serve for two years. In even calendar years, the Captain, 1<sup>st</sup> Sergeant, 1<sup>st</sup> Corporal, and Civilian Coordinator will be elected. In odd calendar years, the 1<sup>st</sup> Lieutenant, 2<sup>nd</sup> Sergeant, 2<sup>nd</sup> Corporal and 3<sup>rd</sup> Corporal (if necessary) will be elected.
- F. No field officer shall hold more than one field office at a time.
- G. The regiment may appoint a Chaplain for religious and ceremonial responsibilities, through a popular vote, with the rank of Captain. The Chaplain will always report to the Regiment's Commander in the field, regardless of that commander's rank.

**Section Three: Nominations**

- A. Nominations for all the business officers, field officers and members of the Authenticity Committee shall be taken from the floor during the last two business meetings of the year, and published in the minutes sent to all members so that the list may be in the hands of all members before the Annual Meeting.
- B. Members of 1<sup>st</sup> Nebraska may make nominations for officers through another member of 1<sup>st</sup> Nebraska which is to be presented from the floor at one of the last two business meetings of the year.
- C. At the Annual Meeting if office vacancies occur after the first ballot, further nominations will be taken from the floor.
- D. There should be, whenever possible, at least two names for every position.
- E. One person may be nominated for a number of positions, but may only serve as designated in Section Two.

**Section Four: Elections**

- A. A majority of the votes cast is necessary for an election to any office.
- B. Voting members of the 1<sup>st</sup> Nebraska that may not be able to make the Annual Meeting may request in writing or by e-mail an absentee ballot from a member of the Executive Committee by December 15th. The absentee ballot, along with payment of annual dues, must be returned to the Treasurer before January 1 of the same calendar year as the Annual Meeting. The absentee ballot will count only as the first ballot at the Annual Meeting.
- C. If office vacancies occur after the first ballot, the second and subsequent ballots will be voted on by the voting members present at the Annual Meeting.
- D. Voting by Proxy shall not be allowed.

**Section Five: Compensation**

No officer shall receive any salary or compensation for his/her services as such as an officer of the 1<sup>st</sup> Nebraska, except that the officers may be reimbursed for reasonable expenses.

**Section Six: An Officer Ceases To Be An Officer:**

- A. An officer ceases to be such when he/she:
  1. Is no longer a voting member of the 1<sup>st</sup> Nebraska;
  2. Removed by a majority vote of the 1<sup>st</sup> Nebraska whenever, in their judgment, the interests of the 1<sup>st</sup> Nebraska would be served thereby.

**Section Seven: Vacancy Replacement:**

Should an officer's position (business, field or otherwise) be declared vacant, a successor shall be



elected by the voting members at the next regular business meeting of the 1<sup>st</sup> Nebraska. Once elected, the successor shall fill the remainder of the unexpired term.

## **ARTICLE NINE**

### **STANDING COMMITTEES**

#### **Section One: Executive Committee**

**A.** The Executive Committee shall be the Board of Directors of the 1<sup>st</sup> Nebraska Infantry (Volunteers), Inc. (Irish Battalion), and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Nebraska except as otherwise provided herein.

**B.** The Executive Committee shall consist of the six elected business officers of the 1<sup>st</sup> Nebraska (President, Vice-President, Secretary, Treasurer, Regimental Historian and Regimental Quartermaster).

**C.** The Executive Committee shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the 1<sup>st</sup> Nebraska.

**D.** The Executive Committee shall prepare an annual budget for adoption by the membership of the 1<sup>st</sup> Nebraska, and may incur obligations more than ten (10) percent of the current annual budget only after approval by the voting membership at a duly called business meeting.

**E.** The Executive Committee shall ascertain that the financial affairs of the 1<sup>st</sup> Nebraska are being conducted efficiently, giving particular attention to the prompt payment of all obligations, and it shall be responsible for the 1<sup>st</sup> Nebraska's investments and its total insurance program.

**F.** The Executive Committee shall see that the provisions of these by-laws, and all directives from the membership as approved during business meetings, and are not in conflict with these by-laws, are carried out.

**G.** The Executive Committee shall recommend for adoption by the membership of the 1<sup>st</sup> Nebraska the amount of yearly dues, at the November business meeting prior to the year the dues are to be in effect.

**H.** The Executive Committee, on behalf of the membership of the 1<sup>st</sup> Nebraska, shall provide an annual audit/review of all accounts of the 1<sup>st</sup> Nebraska.

**I.** The Executive Committee shall prepare an annual review of the membership roster, and present such a roster to the membership at the Annual Meeting.

**J.** The Executive Committee shall overview the business of the 1<sup>st</sup> Nebraska between business meetings, and to make recommendations for consideration by the membership of the 1<sup>st</sup> Nebraska during business meetings.

#### **Section Two : Authenticity Committee**

**A.** The Authenticity Committee shall consist of four voting members of the 1<sup>st</sup> Nebraska, elected by the voting membership to a one year term with any unexpired terms filled by appointment by the Executive Committee. These members may be elected as often and as consecutively as the membership chooses.

**B.** The Authenticity Committee shall make recommendations for the adoption by the

membership of the 1<sup>st</sup> Nebraska during a business meeting, concerning uniforms and equipment.

C. The Authenticity Committee shall see that the authenticity guidelines, once adopted by the 1<sup>st</sup> Nebraska, are carried out by the membership through the 1<sup>st</sup> Nebraska officers.

**Section Three: Recruiting Committee**

A. The Recruiting Committee shall consist of five (5) voting members of the 1<sup>st</sup> Nebraska, at least one of whom must be a civilian, appointed by the President. Preferably, these members are volunteers for this appointment and are a positive representation of the 1<sup>st</sup> Nebraska membership.

B. The Recruiting Committee shall actively solicit new members at scheduled events, and seek additional events throughout the year to recruit membership. Additional events could include living histories, gun shows, or other events with a large public interest.

C. The Recruiting Committee shall prepare and maintain recruiting materials, such as handouts and flyers with current information on the 1<sup>st</sup> Nebraska.

D. At least one member of the Recruiting Committee shall be in attendance at each 1<sup>st</sup> Nebraska event. This person is responsible for ensuring recruitment materials are available in either the military or civilian camps during the event.

E. The Recruiting Committee shall assign a Corporal, Sergeant, or a Civilian as sponsor for all new recruits. The sponsor shall maintain contact with the new recruit and assist his/her transition into the unit. The sponsor shall provide information on reenactor duties and responsibilities, recommend sutlers to procure supplies, and establish contact with the Regimental Quartermaster to borrow unit equipment as necessary.

**Section Four:** Other committees may be formed as the need arises, either by the Executive Committee, by appointment by the President, or by the membership in a business meeting.

**ARTICLE TEN**

**AUXILIARY ORGANIZATIONS**

**Section One:** The 1<sup>st</sup> Nebraska may authorize the formation of such auxiliary organizations as would assist in the fulfillment of the purposes of the corporation. Presently the 1<sup>st</sup> Nebraska encourages family participation.

A. First Nebraska Soldier's Aid Society

**ARTICLE ELEVEN**

**BY-LAW**

**Section One:** The 1<sup>st</sup> Nebraska may alter, amend or repeal by-laws. No by-laws may conflict with the Articles of Incorporation, State of Nebraska. Changes to the By-Laws may be proposed by the Executive Committee or by any voting member.

**Section Two:** New By-Laws and/or amendments must be presented and approved at one business meeting, provided a quorum is present and a majority vote of those voting members present and voting, and then approved again at a subsequent business meeting of the 1<sup>st</sup> Nebraska provided a quorum is present and a majority vote of those voting members present and voting at that second meeting, except as provided in Section Three.

**Section Three:** The membership of the 1<sup>st</sup> Nebraska will be notified, in writing of any by-laws or amendments to be considered at a business meeting.

**Section Four:** The minutes of any business meeting during which a vote was taken approving a change to the by-laws, shall be sent to the membership of the 1<sup>st</sup> Nebraska prior to the next business meeting.

**Section Five:** All By-laws and amendments shall become effective immediately at its adoption in accordance with these by-laws.

## **ARTICLE TWELVE**

Upon the adoption of the Articles of Incorporation and of these by-laws, all other rules, regulations, and governing documents are immediately null and void.