November 2026 Amendment Package

CONNECTICUT SOCIETY, SONS OF THE AMERICAN REVOLUTION · PURPOSE OF EACH CHANGE

A plain-language summary prepared for the Board of Managers and the CTSSAR membership. The redlined and clean texts accompany this summary.

How This Package Was Developed

A red-team review of our own documents, followed by a poll of the Board and committee leads.

The Committee began by red-teaming the current Constitution and Bylaws — reading them the way someone looking to take advantage of them would, rather than the way a compatriot of good will reads them.

We did that because the Society's Revolutionary War properties and the Manross Fund that supports them are among its most substantial assets, and language that works fine among people acting in good faith is not the same as language that holds up when someone is not.

We then polled every member of the Board of Managers and every committee lead for their own view of what needed attention.

The responses were unusually consistent: one hundred percent of respondents identified Board composition as needing to be addressed, and protection of the real properties was the next most frequently raised concern. The four amendments that follow come directly from that review and that input.

Additional substantive changes to the Constitution and Bylaws include style and clarification of language, add non-voting Advisors to the Board of Managers, adds a BOM Historical Planning Committee chair officer, clarification regarding vote tabulation, and allows only CTSSAR members on the Board of Managers.

Constitution Article VI — Board of Managers

Right-sizes the Board and prevents proxy stockpiling.

- Lifetime automatic seats made the Board grow every year and added voting members the Society could never vote off.
- Guaranteed lifetime board membership is generally considered poor governance for a nonprofit organization
- The old proxy rule is unclear about limits, so one person could collect proxies and decide a meeting.

The change ends automatic lifetime seats, adds up to three non-voting advisors for expertise, and limits any person to one signed proxy filed before meeting day.

Constitutution Article VII — Meetings

Sets a real quorum, and separates the Board from the membership.

- One number — ten — served two very different meetings, and it did not say ten *of whom*. That left the size and makeup of a valid Board meeting open to argument.
- The quorum for an All Member Meeting did not include a branch representation requirement, meaning a single branch could comprise an all member meeting.

The change requires twelve board members in good standing or their accepted proxies as a BoM quorum; an All Member Meeting requires fifteen members plus two-thirds of active branches for a quorum.

Bylaws Article IX — Elijah Manross Memorial Fund

Protects the properties. The most important change in this package.

- Today the Board alone may sell or give away any or all of our Revolutionary War properties — no membership vote, no supermajority, no notice.
- These properties and the Fund supporting them are among the Society's most substantial assets and warrant tighter protection.

The change requires two-thirds of the Board *and* two-thirds of the membership to make such a decision, with thirty days' notice.

Requires approval at two All Member Meetings held 364 days apart.

Constitution Article V — Officers

Clarifies officer list to match how we operate, removes ex-officio non-CTSSAR BOM membership

- Existing section lists “two vice presidents” without distinguishing first from second, though only one leads to the presidency
- Omitted two people who serve as officers in practice.
- Non-CTSSAR ex-officio unelected BOM member

The change names all fifteen officer positions and term limits stand alone, and the automatic Board membership for the NSSAR district officer — whom our membership does not elect — is removed.

CTSSAR CONSTITUTION

ARTICLE V

ORIGINAL	REDLINED	CLEAN
ARTICLE V **Officers** **Section 1**. The officers of the CTSSAR shall be a president, two vice presidents, a secretary, a corresponding secretary, a treasurer, an assistant treasurer, a registrar, a historian, a chaplain, a chancellor, and two auditors. The president and two vice presidents shall be elected for a one-year term and shall not serve more than three consecutive one-year terms. All other officers shall be elected for a term of one year. All officers shall continue in office until their successors are elected and qualify. With his assent, the first vice president will be automatically nominated by the Nominating Committee for the position of	**ARTICLE V** **Officers** **Section 1**. ~~The officers of the~~ CTSSAR has fifteen officer positions. They are: ~~shall be a~~ P~~p~~resident, First ~~two~~ V~~v~~ice p~~P~~resident~~s~~, Second Vice President, ~~a~~ S~~s~~ecretary, ~~a~~ C~~c~~orresponding ~~s~~Secretary, ~~a~~ t~~T~~reasurer, ~~an~~ a~~A~~ssistant T~~t~~reasurer, ~~a~~ r~~R~~egistrar, ~~a~~ h~~H~~istorian, ~~a~~ c~~C~~haplain, ~~a~~ c~~C~~hancellor, Color Guard Commander, Historical Planning Committee Chair, and two ~~a~~A~~a~~uditors. **Term Limits** **Section 2.** The P~~p~~resident and ~~two~~ v~~V~~ice p~~P~~residents elections are ~~shall be elected~~ for a one-year term, with ~~and~~ a term limit of ~~shall not serve more than~~ three consecutive one-year terms. ~~All~~ Elections for other officers ~~shall be elected~~are ~~for a term of~~ one-year term, without term limits.	**ARTICLE V** **Officers** **Section 1**. CTSSAR has fifteen officer positions. They are: President, First Vice President, Second Vice President, Secretary, Corresponding Secretary, Treasurer, Assistant Treasurer, Registrar, Historian, Chaplain, Chancellor, Color Guard Commander, Historical Planning Committee Chair, and two Auditors. **Term Limits** **Section 2.** The President and Vice Presidents elections are for a one-year term, with a term limit of three consecutive one-year terms. Elections for other officers are for a one-year term, without term limits. Officers stay in office until the election and installation of their successors.

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ARTICLE V

ORIGINAL	REDLINED	CLEAN
president for the next regular election of the president and first vice president. This section shall take effect after the current officers have completed the terms of office for which they are eligible or beginning with the election of April of the current year or whichever occurs first.	Officers stay in office until the election and installation of their successors ~~All officers shall continue in office until their successors are elected and qualify~~. ~~With his assent,~~ **Nomination of First VP to President** The Nominating Committee automatically nominates the First Vice President for the position of President at the next regular election, upon the First Vice President's assent. ~~the first vice president will be automatically nominated by the Nominating Committee for the position of president for the next regular election. of the president and first vice president. This section shall take effect after the current officers have completed the terms of office for which they are eligible or beginning~~	**Nomination of First VP to President** The Nominating Committee automatically nominates the First Vice President for the position of President at the next regular election, upon the First Vice President's assent.

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ARTICLE V

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Vice President General **Section 2.** The vice president general of the first NSSAR district, the New England states, immediately upon his election by the NSSAR Congress, shall be an honorary member of the CTSSAR for the duration of his term. He shall also become an ex-officio member of the Board of Managers with voice and vote. Unless he be an active member of the CTSSAR, no fees or dues shall be assessed said honorary member. It shall be the duty of the secretary to notify each incoming vice president general of this provision.	~~with the election of April of the current year or whichever occurs first.~~ **Vice President General** Section Deleted	

CTSSAR CONSTITUTION

ARTICLE VI – Board of Managers

ORIGINAL	REDLINED	CLEAN
Board of Managers **Section 1**. There shall be a Board of Managers whose duty shall be to manage, exception of the operations of the Elijah Manross Memorial Fund as shall be spelled out in the By-laws. Said Board shall consist of the officers of the CTSSAR, past CTSSAR presidents, the national trustee, alternate trustee, Real Property Steward, web and ex-officio, the presidents and secretaries of the several branches/ chapters of the CTSSAR.	**Board of Managers** **Responsibility** **Section 1**. The~~re shall be a~~ Board of Managers ~~whose duty~~ responsibility is ~~shall be~~to manage, ~~-~~exception of the operations of the Elijah Manross Memorial Fund as ~~shall be~~ spelled out in the By-laws, the affairs of CTSSAR. **Board of Managers Members** The ~~Said~~ Board ~~shall~~ consists of ~~the~~ CTSSAR officers ~~officers of the CTSSAR~~, ~~past CTSSAR presidents,~~ the national trustee, alternate trustee, Real Property Steward, appointed advisors ~~web~~ and ex-officio, the presidents and secretaries of the ~~several~~ of the CTSSAR branches~~./ chapters of the CTSSAR.~~	**Board of Managers** **Responsibility** **Section 1**. The Board of Managers responsibility is to manage, exception of the operations of the Elijah Manross Memorial Fund as spelled out in the By-laws, the affairs of CTSSAR. **Board of Managers Members** The Board consists of CTSSAR officers, the national trustee, alternate trustee, Real Property Steward, appointed advisors and ex-officio, the presidents and secretaries of the of the CTSSAR branches.

CTSSAR CONSTITUTION

ARTICLE VI – Board of Managers

ORIGINAL	REDLINED	CLEAN
Section 2. The Board of Managers shall have the power to appoint any committees or officers, other than those elected, and to fill any vacancy occurring among the officers of the CTSSAR, delegates and alternates to the NSSAR. **Section 3.** All living past presidents, in good standing, of the CTSSAR shall be and are hereby automatically constituted life members of the Board of Managers of the CTSSAR with voice and vote at all meetings of the board. Notices of all meetings of the board shall be sent to all such life members by the secretary. This action does not prevent a past president from being elected to any active office in the CTSSAR.	**Board of Managers Advisors** The president may appoint up to three in good standing members of the CTSSAR as advisors to the Board of Managers. These advisors have a voice but no vote during Board of Managers Meetings. **Power to Appoint Committees and Officers** **Section 2.** The Board of Managers has ~~shall have~~ the power to appoint any committees ~~or~~ and officers, other than those elected, and to fill any vacancy occurring among the officers of the CTSSAR, delegates and alternates to the NSSAR. ~~**Section 3.** All living past presidents, in good standing, of the CTSSAR shall be and are hereby automatically constituted life members of the Board of Managers of the CTSSAR with voice~~	**Board of Managers Advisors** The president may appoint up to three in good standing members of the CTSSAR as advisors to the Board of Managers. These advisors have a voice but no vote during Board of Managers Meetings. **Power to Appoint Committees and Officers** **Section 2.** The Board of Managers has the power to appoint any committees and officers, other than those elected, and to fill any vacancy occurring among the officers of the CTSSAR, delegates and alternates to the NSSAR.

CTSSAR CONSTITUTION

ARTICLE VI – Board of Managers

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Section 4. A member of the Board of Managers is only entitled to one vote. A member of the Board of Managers who is unable to attend a meeting of said Board may provide a proxy to non-board member of the CTSSAR who is able to attend the meeting in his place. Such a proxy will authorize its holder to vote on any and all matters coming before said Board that the provider of the proxy could have voted on had he been present.	~~and vote at all meetings of the board. Notices of all meetings of the board shall be sent to all such life members by the secretary. This action does not prevent a past president from being elected to any active office in the CTSSAR.~~ **Delegation of a Proxy to Non-Board of Managers Member** **Section 34**. A member of the Board of Managers ~~is only entitled to~~ has one vote on any motion put in front of the board of managers. ~~matter of business for which votes are taken.~~ A member of the Board of Managers who is unable to attend a Board of Managers meeting ~~of said Board~~ may provide a proxy ~~to non-board member of the CTSSAR who is able to attend the meeting in his place. Such a proxy~~	**Delegation of a Proxy to Non-Board of Managers Member** **Section 3**. A member of the Board of Managers has one vote on any motion put in front of the board of managers. A member of the Board of Managers who is unable to attend a Board of Managers meeting may provide a proxy to another non-Board of Managers member of the CTSSAR in good standing, designated as the

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ARTICLE VI – Board of Managers

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	~~will authorize~~ to another non-Board of Managers member of the CTSSAR in good standing, designated as the holder of the proxy, ~~its holder~~ to vote on any and all matters ~~coming before said Board~~ that the provider of the proxy could have voted on had he been present. Only CTSSAR members in good standing who are not already a voting member of the Board of Managers may hold and vote a proxy. No single individual may hold / vote more than one proxy. **Advisors Cannot Hold Proxy** No Advisor on the Board of Managers may hold / vote a proxy for another Board of Managers Member.	holder of the proxy, to vote on any and all matters that the provider of the proxy could have voted on had he been present. Only CTSSAR members in good standing who are not already a voting member of the Board of Managers may hold and vote a proxy. No single individual may hold / vote more than one proxy. **Advisors Cannot Hold Proxy** No Advisor on the Board of Managers may hold / vote a proxy for another Board of Managers Member.

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ARTICLE VI – Board of Managers

ORIGINAL	REDLINED	CLEAN
To be valid, a written proxy naming that CTSSAR member shall state the provider, the holder, the date of the meeting for which the proxy is valid, and instructions, if any, for the holder. For the proxy to be valid, the written proxy must be submitted to the CTSSAR Secretary after the issuance of the agenda and prior to the date of the meeting. A proxy is only valid for the meeting and on the date shown on the proxy. Proxies shall be included in the quorum count of meetings of said Board. At each meeting of said Board proxies for that meeting shall be announced and any challenges to any proxy shall be resolved before any other matter is brought before said Board. The minutes of each meeting of the Board of Managers shall include the names	**Proxies – Form and Timing** ~~To be valid, a~~ A ~~written~~ proxy must be in writing; it must clearly state the name of its provider, ~~and~~ the name of the holder and the date of the meeting ~~naming that CTSSAR member shall state the provider, the holder, the date of the~~, it must be dated and signed, electronically or otherwise, by the provider and holder; and must specify the meeting for which the proxy is valid, along with ~~and~~ instructions, if any, for the holder. CTSSAR members in good standing must submit the proxy to the CTSSAR Secretary prior to the day of the meeting. ~~T For the proxy to be valid, the written proxy must be submitted to the~~	**Proxies – Form and Timing** A proxy must be in writing; it must clearly state the name of its provider, the name of the holder and the date of the meeting, it must be dated and signed, electronically or otherwise, by the provider and holder; and must specify the meeting for which the proxy is valid, along with instructions, if any, for the holder. CTSSAR members in good standing must submit the proxy to the CTSSAR Secretary prior to the day of the meeting. A proxy submitted on the day of the meeting for which the proxy is intended to be effective is deemed invalid and of no effect.

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ARTICLE VI – Board of Managers

ORIGINAL	REDLINED	CLEAN
of all the providers and holders of proxies for that meeting.	~~CTSSAR Secretary after the issuance of the agenda and prior to the~~ day of the ~~date of the meeting.~~ ~~A proxy is only valid for the meeting and on the date shown on the proxy.~~ A proxy submitted ~~prior to the issuance of the agenda or~~ on the day of the meeting for which the proxy is intended to be effective is deemed invalid ~~, will be invalid~~ and of no effect. Proxies are ~~shall be~~ included in the quorum count for ~~of~~ meetings of the ~~said~~ Board. The Secretary will announce proxies at the beginning of each Board of Managers Meeting, and the Board must resolve any challenges to a proxy before bringing any other matter forward.	Proxies are included in the quorum count for meetings of the Board. The Secretary will announce proxies at the beginning of each Board of Managers Meeting, and the Board must resolve any challenges to a proxy before bringing any other matter forward. The Board minutes of every meeting must list the names of all proxy providers and holders for that meeting.

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ARTICLE VI – Board of Managers

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	~~At each meeting of the saidBoard, proxies for that meeting shall be announced and any challenges to any proxy shall be resolved before any other matter is brought before thesaid Board.~~ The Board minutes of every meeting must list the names of all proxy providers and holders for that meeting. ~~The minutes of each meeting of the Board of Managers shall include the names of all the providers and holders of proxies for that meeting.~~	

CTSSAR CONSTITUTION

ARTICLE VII – Meetings

ORIGINAL	REDLINED	CLEAN
Section 2. Ten members shall constitute a quorum at any meeting or special meeting of the CTSSAR and/or Board of Managers.	**Quorums** **Section 2.** ~~Ten members shall constitute a quorum at any meeting or special meeting of the CTSSAR and/or Board of Managers.~~ **Board of Managers** Twelve in good standing Board of Managers ~~Ten~~ members including their valid and accepted proxies and~~,~~ excluding non-voting advisors, ~~shall~~ constitute a quorum at any Board of Managers meeting **All Member Meetings** Fifteen in good standing CTSSAR members and representation from two-thirds of the active Branches, excluding Branch 13, constitute a quorum at any ~~meeting or special~~	**Quorums** **Section 2.** **Board of Managers** Twelve in good standing Board of Managers members including their valid and accepted proxies and excluding non-voting advisors, constitute a quorum at any Board of Managers meeting **All Member Meetings** Fifteen in good standing CTSSAR members and representation from two-thirds of the active Branches, excluding Branch 13, constitute a quorum at any CTSSAR All Member Meeting. **Vote Tabulation** Voting results on motions include only votes cast, excluding abstentions and blanks, if a paper ballot is used.

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ARTICLE VII – Meetings

ORIGINAL	REDLINED	CLEAN
	~~meeting of the~~ CTSSAR All Member Meeting.~~and/or Board of Managers.~~ **Vote Tabulation** Voting results on motions include only votes cast, excluding abstentions and blanks, if a paper ballot is used. ~~.~~	

CTSSAR BYLAWS

ARTICLE IX – Elijah Manross Memorial Fund

NOTE: THIS CHANGE REQUIRES VOTES AT TWO ALL MEMBER MEETINGS 364 DAYS APART

ORIGINAL	REDLINED	CLEAN
Elijah Manross Memorial Fund Section 3. **Sale, Gift or Purchase of Property** The Board of Managers of the CTSSAR retains the sole right to sell or give away any or all said properties, or to purchase or accept additional Revolutionary War Property for the purpose of adding additional property and its upkeep, maintenance and improvement to the purpose of this Fund.	**Elijah Manross Memorial Fund Section 3.** **Sale, Gift or Purchase of Property** The Board of Managers and ~~of~~ the members of CTSSAR retain~~s~~ the sole right to sell or give away any or all historical ~~said~~ real properties~~,~~ or to purchase or accept additional Revolutionary War real p~~P~~roperty for the purpose of adding additional property. ~~and its upkeep, maintenance and improvement to the purpose of this Fund.~~ The acquisition or disposition of real property requires a two-thirds approval at a Board of Managers Meeting and a two-thirds approval of	**Elijah Manross Memorial Fund Section 3.** **Sale, Gift or Purchase of Property** The Board of Managers and the members of CTSSAR retain the sole right to sell or give away any or all historical real properties or to purchase or accept additional Revolutionary War real property for the purpose of adding additional property. The acquisition or disposition of real property requires a two-thirds approval at a Board of Managers Meeting and a two-thirds approval of members at a CTSSAR All Member Meeting.

CTSSAR BYLAWS

ARTICLE IX – Elijah Manross Memorial Fund

NOTE: THIS CHANGE REQUIRES VOTES AT TWO ALL MEMBER MEETINGS 364 DAYS APART

ORIGINAL	REDLINED	CLEAN
	members at a CTSSAR All Member Meeting. Any meetings that require a vote for the acquisition or disposition of property require thirty-day advance meeting notice, including the meeting date.	Any meetings that require a vote for the acquisition or disposition of property require thirty-day advance meeting notice, including the meeting date.