

**BY LAWS OF
THE UNITED STATES NAVAL ACADEMY
CLASS OF 1970**



Approved: By Class Officers and Class Trustees on October 21, 2011

Article 1. Purpose, Mission and Objectives:

The Naval Academy Class of 1970 (“Class,” “Class of 1970” and/or the “Corporation”) is a not for profit Maryland organization, incorporated and operated for the following purposes and with the following mission and objectives:

To organize and operate programs and activities that perpetuate the friendships and associations formed by the members of the Class of 1970, as defined herein, through their common experiences and their interest in the Naval Academy and the Naval and Marine Corps services.

To influence the general public in the best interest of the Naval Academy and the Naval and Marine Corps services.

To identify, inform, educate and encourage outstanding young men and women about the Naval Academy and about careers as officers in the Navy and Marine Corp and to assist, if possible, in their selection and enrollment at the Naval Academy.

To Initiate and sponsor activities which will perpetuate the history, traditions, memories and growth of the Naval Academy and bind the members of the Class of 1970 together in support of the highest ideals of leadership, citizenship and government.

To support the Naval Academy, the Naval Academy Alumni Association, Naval Academy Foundation and other chosen philanthropic projects.

Article 2. Membership:

Members and Honorary Members of the Class of 1970 shall include:

- a. Any person who was sworn in as a Midshipman on June 29, 1966 as a member of the Brigade of Midshipmen, Class of 1970 at the Naval Academy, and any other member of the Brigade of Midshipmen from a senior class that joined the Class of 1970, shall qualify as a Member of the Class of 1970 (“Member”).
- b. Any spouse of a Member who has been predeceased by her husband shall automatically qualify as and become an Honorary Member of the Class of 1970 (“Honorary Member”) and shall be afforded all the rights and privileges held by a Member.
- c. Any Member of the Class of 1970 shall have the right to nominate any person, who is not identified in 2. a or b, above, to be named as an Honorary Member of the Class of 1970. Any such nomination must be in writing and submitted to the Class Officers. The approval of any person nominated to be an Honorary Member must be approved by a majority of the Class Officers, as defined in Articles 4 and 5 below. The Board of Trustees, with the approval of the Class Officers, shall establish written guidelines and criterion for inclusion as an Honorary Member of the Class of 1970. Upon approval of a person to qualify as and become an Honorary Member, said person shall be afforded all the rights and privileges held by a Member, other than serving as a Class Officer or Class Trustee.

Article 3. General Powers:

The business and affairs of the Class of 1970 shall be governed and managed by the Class Officers and Board of Trustees, as defined and set forth herein. In addition to the powers expressly confirmed upon them by these Bylaws, the Officers and Board of Trustees may exercise all legal and authorized powers of the Class of 1970.

Article 4. Officers and Trustees:

4.1 The officers of the Class of 1970 shall consist of a President, Vice President, Corresponding Secretary, Membership Secretary, and a Treasurer (Class Officers). They shall be nominated and elected as set forth herein. There shall be a maximum of ten (10) members of the Board of Trustees (Trustees), except as otherwise specified in these ByLaws. The Trustees shall be appointed by the Class Officers and shall serve the Class Officers in an advisory power and may serve as Committee Chairmen. The above named Class Officers, with the exception of the Corresponding Secretary, shall serve a term in office for a period of five (5) years, with a maximum of two terms. Trustees shall serve for a period of up to a maximum of ten (10) years, except as set forth in Article 7.2 and 7.3 below. All Officers and Members of the Board of Trustees shall be Members of the Naval Academy Class of 1970 and shall serve the Class without compensation, other than for reimbursement for approved expenses incurred on behalf of the Class of 1970 and in furtherance of the purposes and objectives herein.

4.2 The term of the Class Officers, with the exception of the Corresponding Secretary whose position is defined in 5.3 below, shall begin on January 1, following the five-year reunion, where the election results were announced; and the term shall end on the January 1, following that five year reunion upon the assumption of the duties and authority by the newly elected Class Officers. During the approximately three months between the announcement of the election results of the new Class Officers and the assumption of the duties by the newly elected Class Officers, the old and new Class Officers shall work together for a smooth and orderly transition and transfer of documents and authority. Trustees, other than as defined differently herein, will serve in the same manner and be appointed by the new Class Officers. Elections of Class Officers shall be held in 2010, 2015, 2020, etc., unless otherwise designated by the Class Officers. Trustees shall be appointed or reappointed at the first meeting of the Class Officers held following the new term of the newly elected Class Officers. Class Officers shall attempt to stagger appointments and terms of Class Trustees for continuity in leadership of Committees.

4.3. Should any Class Officer be unable to complete his full term, the remaining Class Officers shall appoint a member of the Board of Trustees to serve as an Interim Class Officer. The Interim Class Officer shall serve until the next election or until the elected Class Officer is able to resume his duties. Furthermore, the position of any Class Officer may be transferred to another Member of the Class of 1970 by request of the incumbent or by majority vote of the quorum at an annual business meeting of the Class.

Article 5 Duties of Class Officers and Class Trustees:

5.1 President:

The President shall preside at all meetings of the Naval Academy Class of 1970 and shall

exercise the powers and perform the duties usual to that office. The President shall represent the Class in all affairs of the Class of 1970, including those with the Naval Academy and the Naval Academy Alumni Association. He shall appoint all members of the Board of Trustees, with the approval of the majority of the Class Officers, and he shall further appoint all Committee Chairmen of the Class of 1970 Standing Committees as set forth herein. The President shall have the right and authority to establish additional committees, as needed from time to time, beyond those Standing Committees designated herein. He shall ensure that Class Officer meetings are held at least once a year or as often as necessary for the management and leadership of the Class. The President shall also ensure that communication is maintained for decisions with the Class Trustees. The President is empowered to sign all instruments necessary or expedient to the management of the Class and conduct such business transactions as may arise between annual meetings, or delegate in writing the power and authority to another Class Officer or Class Trustee to sign or execute any such instruments as may be necessary from time to time. He may be called upon to serve on committees of the U.S. Naval Academy Alumni Association or assign other class members to serve in those capacities. All Committee Chairman appointed by the President will report to him upon completion of duties (e.g. reunions, gift committees, etc.), or as necessary for the expedient management and operation of Class matters and business. The President shall serve as the Chairman of the Board of Trustees and shall be an ad hoc member of all Standing Committees or other committees established by the Class Officers.

5.2 Vice President:

The Vice President shall perform the duties of the President in his absence or in the event he is unable to serve his full term of office. The Vice President shall represent the Class President at any meetings or functions that the President is unable to attend and will keep the class President informed of the matters of importance. He may use whatever Class funds necessary to conclude Class business, such as mailings, flowers for widows, etc. Any expenditure exceeding \$250.00 must be approved by the Class President. The Vice President shall organize the annual Class business meeting.

5.3 Corresponding Secretary:

The office of the Class Corresponding Secretary shall be a continuing position. This position may be transferred by request of the incumbent or by majority vote of the quorum at an annual business meeting. The Corresponding Secretary shall publish a periodic article for publication in *Shipmate* to announce class news regarding all active and honorary members of the Naval Academy Class of 1970 and otherwise assist in all communications with Class members. He shall publish the minutes of Class meetings and other Class news as deemed appropriate in *Shipmate* or in any other written manner authorized and approved by the Class Officers. Furthermore, he will support maintenance of records of major homecoming reunion events that are received from respective reunion committee chairmen.

5.4 Membership Secretary:

The Membership Secretary shall keep a record, in concert with the USNA Alumni Association, of the names and addresses of all the members of the Naval Academy Class of

1970. He shall keep a record of all meetings of the Naval Academy Class of 1970 and shall submit the minutes of these meeting as deemed appropriate to the Class Corresponding Secretary for publication in *Shipmate*. Furthermore, he will maintain all records of major homecoming reunion events received from respective reunion committee chairmen for the purpose of archives and lessons learned.

5.5 Treasurer:

The Treasurer shall receive all funds of the Naval Academy Class of 1970 and invest these funds or deposit them for safekeeping with the U.S. Naval Academy Alumni Association as a separate Naval Academy Class of 1970 account. He shall prepare and present for review a statement of all receipts and expenditures on 31 December of each calendar year and present this at the next meeting of Class Officers. Furthermore, he shall have the authority to spend money from this account for all expenditures less than \$500 with concurrence of the Class President. He shall also have the authority to spend money from this account exceeding \$500 with the majority approval of the Class Officers.

5.6 Class Trustees:

The Naval Academy Class of 1970 shall be supported by a Board of Trustees who are appointed by the elected Class Officers and shall serve the Class Officers in an advisory capacity or in any other capacity or authority otherwise appointed or assigned by the Class Officers. A Trustee shall be a Member of the Class of 1970. A maximum of 10 trustees will be appointed for a five-year term, with a maximum of two consecutive terms. Trustees will serve as a clearing house for the Class Officers regarding major decisions that affect the Naval Academy Class of 1970. Trustees will be appointed by the elected Class Officers, based on their active participation in Naval Academy Class of 1970 activities and by virtue of their contributions to the mission of the Naval Academy Class of 1970. The Class Trustees shall also serve as Committee Chairmen of Committees established herein or as created and organized by the Class Officers. Class Officers shall attempt to stagger the terms of Trustees for continuity in leadership of committees and the Class management. Should any Class Trustee be unable to complete his full term, the remaining Class Officers shall appoint a Member of the Class to serve on the Board of Trustees and to assume the duties and responsibilities of that Trustee.

5.7 The positions of President and Vice President shall be held by a Member of the Class of 1970 who is either living in the Annapolis-Baltimore-Washington area or is willing to travel to the Annapolis-Baltimore-Washington area to participate in meetings of the Class, the Naval Academy and/or the United States Naval Academy Alumni Association. The positions of Corresponding Secretary, Membership Secretary and Treasurer, shall be held by a Member of the Class of 1970, who may live outside the Annapolis-Baltimore-Washington area, so long as said Member is able to communicate via, internet, teleconferencing and/or other electronic means of simultaneous voice and/or audio communications.

The offices of Vice President, Corresponding Secretary, Membership Secretary, and Treasurer may be held by either one Class Member per office position, or said position may be held jointly and shared by two Class Members. Furthermore a Class Member may serve in the capacity of

one or more positions as a Class Officer. Should two Members share one office as co-officer, each co-officer shall have a separate and undivided vote on all Class business and items brought to vote. If a Member holds more than one position as a Class Officer, said Member shall have one vote for each office held, but notwithstanding the number of positions held, no one Officer will ever have more than two votes on any Class business or items brought to vote.. Should there be a tie vote on any matter brought to vote at a Class meeting, Class Officer meeting or Committee meeting, the President shall cast the deciding vote.

Article 6 Elections:

6.1 Candidates for President, Vice President, Corresponding Secretary, Membership Secretary, and Treasurer shall be nominated by the Class Nominating Committee. Trustees, as defined herein, are not elected but rather are appointed and will serve until their term expires, or unless re-appointed by the Class Officers. Trustees will be eligible to run for the position of a Class Office, but must declare their intentions and exclude themselves from participation in the Nominating Committee process.

6.2 Elections will be conducted by mail, electronically, or as otherwise designated by the Class Officers, following a nomination process established by the Nomination Committee.. Each Member of the Class will have one vote in Class Officer elections. Voting by proxy is prohibited. Class Officer elections will be held in, 2010, 2015, 2020 etc. and shall be conducted and completed at least one month before the five year reunion where Class Officer terms are about to expire. The election results for Class Officers shall be announced at the Class meeting held during the five year reunion, immediately following the conclusion of Class Officer elections. Trustees will be appointed or re-appointed at the first Class Officer meeting held in, 2011, 2016, 2021 etc.

6.3 When more than one person is nominated for any one office, the person receiving the greatest number of votes shall be elected.

6.4 Turnover files will be maintained by all Class Officers and Committee Chairmen and shall be made available for transition immediately following the new class election in, 2010, 2010, 2020 etc.

Article 7. Standing Committees:

The leadership and implementation of the mission and objectives of the Class of 1970, as delineated in these By Laws, shall be governed and managed by the Class Officers, Class Trustees and Committee Chairman as set forth below.

7.1 The Standing Committees of the Class of 1970 shall be the: 1) Reunion Committee; Governance Committee; Nominating Committee; Communications Committee; Fundraising – Gift Committee; Tailgating Committee; Life Membership Committee, Finance Committee Another Link in the Chain Committee and Distinguished Graduate Award Committee.

7.2 The Chairman of each Standing Committee shall be appointed by and serve at the

pleasure of the Class President. The President shall attempt to appoint Committee Chairman from those Members serving on the Board of Trustees. However, if a Committee Chairman is not a Trustee, said Committee Chairman shall become an ad hoc member of the Class Trustees for the time he serves as a Committee Chairman. Those Committee Chairmen serving on the Board of Trustees as ad hoc members will not be included in the maximum number of allowable Trustees as set forth in these By Laws and shall have no voting rights at meetings.

7.3 There will be no term limits for Committee Chairmen, since they serve at the pleasure of the Class President. A Member may serve as Chairman of multiple Standing Committees if so appointed by the Class President.

Article 8. National Headquarters:

The National Headquarters for the Naval Academy Class of 1970 is established in Annapolis, Maryland, The Vice President will organize the headquarters in any manner he deems necessary to support the class.

Article 9. Annual Class Business Meeting:

79.1 There will be an annual Class business meeting conducted every year during a Navy home Football game or during homecoming weekend in Annapolis at a specific time and place designated by the Vice President and published in *Shipmate*, or in any other manner designated and approved of by the Class Officers. The purpose of the annual meeting will be to inform the Class of the state of affairs, future intention, and conduct business propositions and items to be voted on, (i.e., elections, amendments, projects). All Class business regarding decision by the Class shall be submitted to a vote of all the attending Class Members. Additional Class meetings, upon proper notification and publication, in a matter designated by the Class Officers, of at least 30 days advanced notice to Class Members, may be held at the discretion of the President or Vice President if a voting quorum can be established.

9.2 A voting quorum shall consist of not less than ten Members of the Class of 1970. All issues up for a vote shall be approved by a majority of the quorum therein attendance. Election to Class office must be approved by a majority of the quorum in attendance.

9.3 The President or Vice President may schedule and conduct meetings of Class Officers, Trustees and Committees as necessary and desired throughout the year.

Article 10 . Parliamentary Authority:

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall be used to support the process to govern the Class in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Class may adopt.

Article 11. Amendments:

Any amendments to these by-laws may be proposed by any Member of the Class of 1970 and be presented at any regular meeting of the Class Officers. If approved by a majority vote, the amendment will be forwarded to the Board of Trustees for a vote that will be decided by a two-thirds majority vote. The amendment will then be included in the Class ByLaws..

Article 12. Ratification:

Ratification of these ByLaws shall be made by a majority vote at the next annual business meeting of the Class of 1970.

Article 13 Governing Laws:

These BYLAWS shall be interpreted and governed by the general laws and specific corporation Laws of the State of Maryland.

UPON RATIFICATION , THESE BY LAWS BECAME EFFECTIVE with a new
Admendment on :

October 22, 2011_____

Adopted:

Amended: