

BY-LAWS

THE USS WASP ASSOCIATION INC.

(A non-profit 501 (c) (19) organization licensed in the Commonwealth of Massachusetts)

Amended, revised (HIGHLIGHTED) and adopted 19 September 2016 at the Annual General Meeting, Norfolk, Virginia

ARTICLE I - NAME

The name of the organization shall be the USS WASP ASSOCIATION INC.

ARTICLE II – OBJECTIVES

SECTION I

Mission: Through the mutual association of its Naval service veterans and spouses to perpetuate the memory of all ships bearing the name of USS WASP and all who served aboard each vessel and to exchange mementos and memories of each vessels missions, events and service member's tours of duty. This Association shall be a registered non-profit organization.

SECTION II

Such objectives include:

- a) To maintain a high level of patriotism, cooperation, friendship and morale among the survivors as existed amongst the personnel attached to all ships bearing the name of USS WASP during her lifetime in the service of our country
- b) To research historical documents and accounts through the news media, educational activities, the Library of Congress and all other appropriate channels
- c) To recognize and reward outstanding accomplishments.
- d) To stimulate the exchange of information by means of publications, meetings and reunions
- e) To cooperate with other clubs and activities, which are mutually beneficial to all
- f) To plan and arrange reunions
- g) To locate former shipmates
- h) To contribute mementos, pictures, plaques, artifacts, insignia, papers, letters and other memorabilia relating, in any way, to the activities of USS WASP together with any available funds for the procurement, shipping, display or maintenance as set forth in Article IX, Section I
- i) To establish, administer and accept voluntary contributions to accomplish the purpose of any approved memorial program of the organization
- j) To encourage all the US NAVY, US MARINE CORPS and other armed service members, past, present or future, attached or deployed for duty aboard CV and LHD naval vessels to become members of the Association and provide continuity and pride in all ships bearing the name USS WASP.

SECTION III

In the event of dissolution of the organization, monies will be turned over to the museum and memorials of the organization to be used for necessary expenses, as long as it lasts, for the preservation of same.

ARTICLE III – CONSTRAINTS

SECTION I

The powers of the organization reside in its members. An elected Board of Directors and/or an Executive Committee exercise the powers on behalf of the members.

SECTION II

The organization is registered non-profit, non-sectarian and non-partisan. It cannot endorse or disparage a commercial enterprise, a political platform or a candidate for political office. With the exception of honored guests designated and approved by the subcommittee of the CHARITY FUND RAISING COMMITTEE and SUBCOMMITTEE, no part of any funds collected or received from any source shall inure to the benefit of any member or individual and no Officer or Director, of the organization, shall receive any compensation for service as an Officer or Director. Expenses such as transportation meals and hotel accommodations for honored guests will be separately accounted and paid from charity funds specifically collected for this purpose, and not from the Associations general operating funds.

SECTION III

Only persons authorized by the Board of Directors and only for organizational purposes, singularly or in combination, may use the organization's name and seal.

SECTION IV

The private property or funds of any member of the organization shall not be liable for the debts of the organization, but shall be wholly exempt there from.

SECTION V

No member of the organization, including Board members and Officers, shall make a contract, commitment or expend organizational funds without the written consent of the Chairman of the Board and the Executive Committee.

SECTION VI

No Board Member, Executive Committee Member or Officer may use a "title", "name" or any other assumed title in any communication, including WASPIRIT, letter or memoranda, other than that bestowed by the organization.

SECTION VII

Any Board Member or Officer may succeed himself, in any office, provided he is nominated and elected, according to the By-Laws of the organization. Any Board Member or Officer may be elected to any other office or position on the Board, provided he is properly nominated and elected according to the BYLAWS.

SECTION VIII

Any Board Member or Officer, upon leaving office, shall immediately turn back to the Chairman of the Board all records, reports, monies, property or any other memorabilia connected to such office.

SECTION IX

The Executive Committee shall be empowered to direct the Treasurer to transfer funds from one account to another, but not exceeding the grand total of the annual budget.

ARTICLE IV - MEMBERSHIP

SECTION I - ELIGIBILITY

Any person who was or is now attached to the USS WASP or deployed aboard in a permanent or temporary status, whether ship's company, squadrons or staff, may become a member of the organization.

SECTION II - MEMBERSHIP CHAIRMAN

- a) The office of Membership Chairman shall be appointed from a list of volunteers, or a member of the Board. In concert with the Secretary, Treasurer and Chairman, prepare and maintain an annual roster of members in good standing and Honorary members, Associate members and Honorary Lifetime members. Deceased members shall be designated on a separate page. These lists will be prepared for publication, at least on an annual basis, for distribution, as necessary at the annual reunion. Each new member shall receive a **copy of the current roster**, upon receipt of annual dues. After receipt of the initial roster, a member shall be asked to donate a nominal charge for a second copy and each subsequent roster, should he wish more than one copy.
- b) An Additions and Deletions sheet shall be prepared, printed and enclosed in the Waspirit issue prior to the annual reunion. The Membership Chairman will become a member of the Board of Directors unless he is presently a member of the Board and shall submit an annual budget, and a quarterly report, for submission into the WASPIRIT. The list of members shall include all the names of members who wish to volunteer their services for various duties, adding expertise to the organization. Volunteer list may be separate or divided listing.

SECTION III - HONORARY MEMBERSHIP

- a) Upon the death of a member of the organization, the widow will be invited to a no fee, Lifetime Membership, if accepted by the widow; membership will be carried on the rolls as a Lifetime Honorary Member.
- b) In the case of a shipmate not being a member prior to his death, his widow may become a **Lifetime Honorary Member by submitting his name for a one (1) year memorial membership; under the guidelines for fulfilling the dues requirement of an honorary member (\$0) (Article VII 1 - Dues, Section I).**
- c) Any person, who is not a member of the USS WASP ASSOCIATION or eligible to become a member, who has shown undue support of and provided outstanding assistance to the organization, may be invited to become a **Lifetime Honorary Member by having his or her name submitted by an active member with supporting documentation of his or her contribution. Said individual shall be carried on the rolls as a Lifetime Honorary Member.**

SECTION IV - ASSOCIATE MEMBERSHIP

Upon the death of a member of the organization, children of the deceased will be offered an Associate Membership, at no fee, until reaching the age of majority (21 years). Children of the deceased member over the age of 21 years, and spouses of the deceased member will be assessed an annual fee of thirty dollars (\$30). In the case of a shipmate not being a member prior to his death, his spouse or his children may become an Associate Member by submitting his name for a one (1) year memorial membership under the guidelines for fulfilling the dues requirement of an active member which is thirty dollars (\$30) (see Article VIII - Dues, Section I).

SECTION V - HONORARY OR ASSOCIATE MEMBERS

Honorary or Associate Members are eligible for all communications and functions, at the same fee as regular dues paying members. However, Honorary or Associate Members may not vote, be nominated for or hold any office in the organization.

ARTICLE V - DIRECTORS

SECTION I – BOARD OF DIRECTORS

The Board of Directors shall be the governing body of the USS WASP ASSOCIATION organization.

SECTION II - DUTIES

- a) A member of the Board of Directors shall use his energy, experience and knowledge for the benefit of the organization. These attributes are to be utilized for the positive direction of the organization, in concert and cooperation of the Executive Committee and the Chairman of the Board of Directors. A Board Member is expected to assist all committees, local "mini-reunions" chairmen, participate in meetings, as required by the Chairman, and assist in the recruiting of new members in the locale in which he resides.
- b) A Board Member may be elected for one, two or three years. A Board Member unable to complete his duties should submit a letter of resignation at the earliest opportunity to enable the Executive Committee to appoint a replacement for the remaining term of the vacated position. Appointed members must stand for election at the next annual meeting.

SECTION III - EXECUTIVE COMMITTEE

- a) An Executive Committee shall be comprised of the elected officers and four (4) Board Members, selected by the Chairman. The Executive Committee shall be empowered to act in behalf of the Board Members and Officers for the good of the organization, at any time between scheduled meetings and/or reunions.
- b) Executive Committee Members shall serve at the discretion of the Chairman of the Board, other than the elected officers. Executive Committee Members may serve more than one Chairman, provided they have been elected according to the election process.

SECTION IV

Board Members and Executive Committee actions shall be subject to all BYLAWS and none of its actions shall be in conflict with actions taken by the general voting membership.

SECTION V

Any Board Member or Officer of the organization who has not participated in a meeting, reunion, requested correspondence or fulfilled the duties of his office within a six (6) month period or for any other conduct not in the best interest of the association, shall be requested to submit a letter of resignation, effective upon receipt of communication by registered, return receipt requested mail, from the current Chairman of the organization. Should the request be denied, an automatic removal from office will ensue and the person will no longer be considered an office holder.

SECTION VI

A Board of Directors shall be elected at the annual reunion meeting for a period of three (3) years and shall consist of up to ten (10) members, but shall include all elected Officers during their term of office and immediate Past-Chairman of the Board. A Quorum for this meeting will be a minimum of three elected officers. The format for this meeting can be by electronic media or at an actual venue selected by the Chairman.

ARTICLE VI – OFFICERS

SECTION I

The following Officers shall be elected at an annual meeting, as required, for a period of three (3) years.

They are to be elected by an open or closed ballot:

CHAIRMAN OF THE BOARD
1st VICE-CHAIRMAN
2nd VICE-CHAIRMAN
SECRETARY
TREASURER
MASTER-AT-ARMS

SECTION II

Duties and responsibilities of the Officers shall be as follows:

CHAIRMAN OF THE BOARD

- a) Shall be senior Officer of the USS WASP ASSOCIATION Organization
- b) Conduct all business meetings.
- c) Receive and maintain all quarterly reports from all other Officers as to the activities of the chairman under their jurisdiction
- d) Give a detailed quarterly report to the membership at the annual meeting
- e) Submit a detailed quarterly report for publication in the WASPIRIT newsletter.
- f) Have final authority in appointing of committee chairman
- g) Submit a budget at the annual meeting, for the ensuing year for approval
- h) Be an Ex-Officio member of all committees, except Nominating Committee
- i) Abstain from voting in an "open" ballot, except to break a tie. Vote on "closed" ballot situations

1st VICE-CHAIRMAN

- a) Perform duties of the Chairman of the Board in his absence or incapacity

- b) Supervise activities of the annual reunion chairman and be responsible for coordinating of activities of other committee chairmen involved in reunion affairs, including Public Relations and Publicity
- c) Have overall responsibility of the public relations, membership, reunion site screening and indigent selection committees, as its chairman
- d) Supervise additions to and management of the USSWASPASSOCIATION.ORG website
- e) Submit a quarterly report to the Chairman of the Board for publication in the USSWASPASSOCIATION.ORG website and WASPIRIT

2nd VICE-CHAIRMAN

- a) Perform duties of the 1st Vice-Chairman in his absence
- b) Perform any other duties assigned to him by the Chairman of the Board or the 1st Vice-Chairman

SECRETARY

- a) Keep minutes of all meetings attended, including annual meeting and submit for publication in the WASPIRIT
- b) Maintain a file on all organizational correspondence
- c) Maintain a MASTER file on all members current, delinquent and deceased, designated by asterisk following name
- d) Submit a detailed quarterly report for publication in the WASPIRIT
- e) Maintain a record of banks and addresses where organizational documents and bank account numbers are kept
- f) Maintain the record of safety deposit box or boxes, number of keys and possessor of it

TREASURER

- a) The Treasurer is custodian of all funds and accounts of the organization
- b) Responsible for the collection of all dues and recording of same
- c) Keeping full and accurate accounts of all receipts and disbursements in the organizational books for the calendar year; such accounts to be differentiated between funds designated for general use by the organization and for those designated for memorial or museum purposes, as well as separate accounting for dues and donations
- d) Preparing membership cards for each paid up member and forwarding to that member, with notification to the Membership Chairman
- e) Making payment of any and all approved bills of the organization, with counter signature of the Chairman, on organizational check
- f) Inform the Chairman of all requests beyond the scope of the current effective budget. Payment shall be made for these expenditures only upon written approval and signature of the Chairman
- g) The Association Chairman may appoint an ASSISTANT TREASURER, who shall perform any of the duties of the Treasurer, as directed by the Treasurer or Chairman of the organization. In the absence of the Treasurer or inability to perform his duties as outlined in the BY-LAWS, the Assistant Treasurer will assume these duties on the Board under the direction of the Executive Committee. In the absence of the duly elected Treasurer, the Assistant Treasurer shall have the vote of the Treasurer.
- h) Submit a detailed quarterly report to Chairman for publication in WASPIRIT
- i) Maintain a MASTER file of all dues paying members, which will include name, address, zip code, telephone number with area code and former division, in conjunction with the Membership Chairman, as well as a file on delinquent members (those that have not paid dues by July 1 of the current year). These members will be removed from the active file and no further communication or correspondence will be sent, until such time as the dues become current. Notice must be sent to the Membership Chairman and Secretary for their records,
- j) Make all financial records available to Auditor or Auditing Committee, forty-eight (48) hours prior to the annual meeting through the Chairman of the Organization
- k) The Treasurer and the Assistant Treasurer shall be bonded in the amount of \$30,000.00 with the certificate of bonding maintained in organizational safe deposit box, or with Organizational Secretary.

MASTER-AT-ARMS

- a) Open all meetings with the Pledge of Allegiance
- b) Ascertain that all members in attendance at meetings are paid up and current members of the organization
- c) Maintain security, decorum and appropriateness of attire at all meetings and events
- d) Assist in scheduling of events, with the Chairman and Reunion Chairman, as required
- e) Assist in providing necessary services for invited guests
- f) Provide security for all funds collected at all meetings and events with Treasurer and Reunion Chairman
- g) Assume responsibility for the counting of ballots in open or closed balloting
- h) Coordinate emergency services with the Housing Provider at meetings and reunions
- i) Provide such duties as may be required to assist the Chairman and Reunion Chairman

ARTICLE VII - MEETINGS

SECTION I

An annual meeting of the organization shall be held, in a locale designated by the membership at the annual meeting for the ensuing two-year periods.

SECTION II

The Chairman shall convene a Board of Directors meeting at least one day prior to the annual meeting. The Chairman shall also meet with all newly elected Board Members and Officers after the general meeting.

SECTION III

The Chairman shall conduct all meetings of the organization. In the event of absence or inability of the Chairman, the 1st Vice-Chairman will perform these duties. In the event of either Officers being unable to conduct these required meetings, the next listed senior Officer shall act as Chairman for that meeting.

ARTICLE VIII - DUES

SECTION I – STANDARD DUES

To encourage early payment the dues shall be discounted from thirty (\$30) to twenty five dollars (\$25) per year for a regular member if payment is postmarked prior to 31 March of the year. After 31 March dues shall be thirty (\$30) dollars per year for regular and associate members, for the calendar year beginning January 1 and ending December 31. Members shall be considered "delinquent" with their dues if not paid by March 31 of the calendar year. A member requesting re-instatement in the USS WASP Association shall pay the initial twenty five dollars (\$30) member fee, plus a five (\$5) dollar re-instatement fee regardless of payment date. A five (\$5) dollar fee shall be assessed for the replacement of any lost or damaged membership card.

SECTION II- LIFE MEMBERSHIP PLAN DUES

This plan is offered to all Shipmate Members at the following rates:

Age 50-70	\$250.00
71 and over	\$100.00

Please note: Any shipmate just joining, must pay the initial fee to establish his membership, plus the "Life Membership" fee that fits his age bracket if he elects to join under the "Life Membership" plan. Full payment must be submitted along with member's written request for life membership.

ARTICLE IX - ORGANIZATION PROPERTY

SECTION I

All material donated or purchased with organizational funds, including pictures, display materials, files, artifacts, printed material, etc. shall be actively or constructively in the custody of the HISTORIAN.

SECTION II

Museum curators are to provide the HISTORIAN with an itemized list showing the whereabouts of property entrusted to them for the purpose of display and safekeeping.

ARTICLE X - COMMITTEES

SECTION I

The Chairman of the Board shall have supervisory responsibility for all committees, but shall exercise such responsibility only through the designated elected Officer, if any, to oversee or supervise a committee.

SECTION II

Committees shall be of three (3) types:

- a) Special - whose Chairmen are appointed and report to the Chairman of the Board on temporary items of business
- b) Standing - whose Chairmen are appointed and report to the Chairman of the Board on permanent items of business
- c) Nominating - this Committee to be comprised of at least three (3) members as designated by the Board of Directors, but not to include any member standing for election

SECTION III

Each appointed Chairman of a Committee shall select his own committee members, with the approval of the Executive Committee, except the Nominating Committee.

SECTION IV - AUDIT COMMITTEE

This committee shall be selected, qualified members, by the Chairman to audit the books and records of the Treasurer annually, forty-eight (48) hours prior to the annual general membership meeting and reunion. The Treasurer shall forward the "books" to the Chairman if unable to meet the time restraints or be in attendance at the designated time.

SECTION V – SUB - AUDIT COMMITTEE

This committee shall communicate and consult by mail, telephone, or if feasible, meet at least one month prior to the annual meeting and submit any suggested amendments to the existing BY-LAWS at the next reunion or annual meeting.

SECTION VI - STANDING COMMITTEES AND THEIR DUTIES

- a) REUNION COMMITTEE

Under the overall supervision of the Chairman of the Board, the Reunion Committee Chairman shall select members from the area of where the reunion is to be held and plan and execute arrangements. Chairman of the Reunion Committee for the next following year shall be appointed at the annual meeting from voluntary members. The

appointed Chairman shall receive an advance of two thousand five hundred dollars (\$2,500.00) for the necessary initial expense of the annual reunion. These funds to be accounted for in the final report as stated in Section 7. At the time of appointment the Reunion Chairman shall be considered a Member of the Board of Directors. This may be for a maximum of three (3) years. Once the reunion is over and his final report has been submitted and approved by both the Chairman and the Treasurer, his term on the Board is completed.

b) REUNION SITE SCREENING COMMITTEE

Under the supervision of the Vice-Chairman, this committee will receive an initial report from the prospective Reunion Chairman. The committee will screen all requests and present its recommendations to the Board of Directors and general membership at the annual reunion or meeting.

c) CHARITY FUND RAISING COMMITTEE and SUBCOMMITTEES

Under the overall supervision of the Chairman, or his appointed committee chairman, the Charity Fund Raising Committee, will establish and manage charity events and fund raising activities and provide an initial report as well as monthly progress reports to the Executive Committee during the regular monthly Telephone conference calls. The Chairman may appoint a separate subcommittee Chairman to a distinct and unique activity to prevent mission conflict. Seed money for start up of these committees for any of its campaigns will be from donations raised specifically for this purpose and not from the Associations general fund. The treasurer will ensure these funds are separately accounted and not comingled. The committee shall announce, describe and clear, to the Executive Committees satisfaction, all proposed events and activities to insure they are appropriate and that they will not conflict with the intended mission or mission statement of the association. The activities of this committee and subcommittees can include campaigns to recognize veterans of WASP and those troops embarked or landed ashore from WASP as well as advertisements in the newsletter and the website, paid by a commercial enterprises, as long as the overall message in the advertisement is deemed by the Executive Committee as appropriate to the mission of the association. Examples of qualification and appropriateness include those firms that primarily provide services to members of the armed forces in general and USS WASP crew/embarked personnel in particular. Examples are NAVY TIMES, USAA, AARP, CVS DRUGS, LOWES, HOME DEPOT and NAVY FEDERAL CREDIT UNION, but not limited to these examples. The Treasurer must be regularly apprised of all financial transactions and details at least monthly.

d) NEWSLETTER PUBLICATIONS COMMITTEE

Under the supervision of the Chairman of the Board and the Secretary, guidelines for the newsletter are:

- a) Published periodically, numbered and dated
- b) One edition to contain list of Board Members and officers for the current term
- c) Copy of the minutes of the annual meeting
- d) Amendments and/or additions to the BY-LAWS as adopted at the annual general membership meeting
- e) Maintain departments for periodic reports of Officers reporting

SECTION VI - NOMINATING COMMITTEE AND THEIR DUTIES

To publish in the WASPRIT, prior to the annual meeting, a list of the elective positions on the Board that are due for reelection. Applications for nominations for any of these positions shall be made in writing, by any member in good standing, and forwarded to the Chairman of the Nominating Committee for consideration. To report to the Board of Directors, Chairman of the Board and the membership of the organization at its annual meeting, its recommended slate of Board Members and Officers. The immediate Past Chairman, of the organization, shall be Chairman of this Committee.

All Past Chairmen, of the USS WASP ASSOCIATION organization, shall comprise this committee. The members of the Board will appoint two additional members to this committee. Nominations are permitted from the floor. All nominees must be members in good standing and have given their consent for their names to be placed in nomination. The Board may add members to this committee in the event Past Chairmen are not available or willing to accept this task.

SECTION VII - COLLECTION of DONATIONS by the REUNION COMMITTEE

The Reunion Committee shall be responsible for the collection of all donations related to the reunion and functions thereof. The Reunion Committee shall not collect donations for items available as souvenirs. All and each donation will be kept under separate accounts for ease of accountability. A person or persons designated, by the Reunion Chairman, shall be responsible for each entity. At the completion of the reunion, the person or persons responsible for donations received will make a full report to the Reunion Chairman, who, in turn, will make a formal report, within ninety (90) days after completion of the reunion, to the Chairman of the Organization and Treasurer, for publication in the WASPIRIT.

ARTICLE XI – APPOINTMENTS

SECTION I - APPOINTMENTS BY THE CHAIR

The newly elected, or current Chairman of the Board, shall, as soon as possible after the annual meeting, appoint a member to each of the following positions: a Chaplain, Historian, Editor of the WASPIRIT, Membership Chairman, Parliamentarian, Assistant Treasurer, Audit Committee Chairman, Sub-Audit Committee Chairman and a Ships Storekeeper. The Chaplain, Historian, Editor of the WASPIRIT, Membership Chairman and Parliamentarian, may serve on the Board of Directors for a one year term. This term may be renewed through reappointment at the next annual meeting, should the incumbent wish to continue in office. Should the incumbent leave office during the year, the Chairman shall select a substitute for completion of the term. Upon leaving office, the appointed person shall not continue on the Board.

SECTION II - DUPLICATE APPOINTEE DUTIES

No member shall be elected or appointed to more than one office so that he will be free to perform the duties assigned to him. Should any office become vacant, the Chairman may make a replacement until the next annual meeting. At the next annual meeting the position should be filled through the nominating and election process or by appointment.

ARTICLE XII – AMENDMENTS

These BYLAWS or any part thereof may be replaced, repealed, amended, altered or added to by submitting the proposition, in writing and signed by any member, in good standing of the organization, to the Sub-Audit Committee for consideration. Such proposition shall, if deemed valid by the Sub-Audit Committee, **be published in the early edition of the WASPIRIT** and brought before the general membership at the annual meeting for discussion. Adoption of the proposition shall be by a two-thirds vote of the members, in attendance, in good standing: such proposition to take effect immediately.

ARTICLE XIII - PARLIAMENTARY PROCEDURE

The rules contained in the most recent revision of ROBERT'S RULES OF ORDER shall govern all meetings of the USS WASP ASSOCIATION organization in all cases in which they are applicable and which they are not inconsistent with these BYLAWS.

Amended, revised and adopted 19 September 2016 at the Annual General Meeting, Norfolk, Virginia