

**BYLAWS OF
THE UNITED STATES NAVAL ACADEMY
CLASS OF 1970**



Amended: By Class Officers on January 6, 2020

Approved: By Majority Vote of the Class of 1970 on February 26, 2020

Article 1 Purpose, Mission, and Objectives:

The United States Naval Academy Class of 1970 (“Class,” “Class of 1970,” and/or the “Corporation” as defined by the general laws and specific Corporation Laws of the State of Maryland) is a not- for-profit Maryland organization, incorporated and operated for the following purposes and with the following mission and objectives:

- a. 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.
- b. To influence the general public in the best interest of the Naval Academy and the Naval and Marine Corps services.
- c. 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.
- d. To Initiate and sponsor activities that 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.
- e. To support the Naval Academy, the Naval Academy Alumni Association, Naval Academy Foundation, and other chosen philanthropic projects.

Article 2 Membership:

Both the U.S. Naval Academy and U.S. Naval Academy Alumni Association databases designate graduates as members of the class from which they graduated or would have graduated had they remained at the Naval Academy through graduation. 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 who joined the Class of 1970, who (a) graduated with the Class of 1970 or (b) left the Naval Academy prior to graduation, shall qualify as a Member of the Class of 1970 (“Member”). Both the U.S. Naval Academy and U.S. Naval Academy Alumni Association databases designate alumni as members of the class from which they graduated or would have graduated had they remained at the Naval Academy through graduation. Accordingly, members of the Class of 1970 who were reassigned to a later class (“rollbacks” or “turnbacks”) shall not be included as members of the Class of 1970.
- b. Any spouse of a Member who has been predeceased by her husband shall hereinafter be known as a Widow, and then be afforded all the rights and privileges held by a Member of the Class of 1970, as delineated in Article 3, below. The Class Officers shall develop and

Bylaws of the United States Naval Academy Class of 1970

implement policy, guidance, and criteria to be followed to identify the qualifications and circumstances which need to be met in order for a Widow to be afforded all the rights and privileges held by a Member of the Class of 1970, and to describe specific privileges to be afforded widows regarding attendance and participation in Class events. Such policy, guidance, and criteria shall be publicized through posting on the Class of 1970 web site and elsewhere as deemed appropriate by the Class Officers.

- c. Any Member of the Class of 1970 shall have the right to nominate any person, who is not identified in 2.a or 2.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 5 and 6 below. The Board of Trustees, with the approval of the Class Officers, shall establish written guidelines and criteria 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 limited rights and privileges as delineated in 3.c., below. A list of Honorary Members will be posted on the Class web site and will be maintained by the Class Membership Secretary.

Article 3 Rights and Privileges of Members:

- a. Members of the Class of 1970, as defined in 2.a., above, shall be afforded the following rights and privileges:
 - 1. Run for and hold Class office
 - 2. Nominate a member for Class office
 - 3. Nominate persons as Honorary Members of the Class of 1970
 - 4. Vote in Class elections
 - 5. Attend Class-sponsored events
 - 6. Attend Class reunions
 - 7. Receive Class emails
 - 8. Submit posts for the Class website
 - 9. Donate to Class-sponsored projects
 - 10. Serve as Class Trustee
 - 11. Serve as Chair of Class Committee
 - 12. Serve as Class Project Manager
 - 13. Attend Class Football Tailgates
 - 14. Submit input for *Shipmate* magazine
 - 15. Propose items for discussion/vote at annual Class Meetings
 - 16. Propose items for discussion/action/vote by Class Officers and/or Board of Trustees
 - 17. Join the Class Facebook Group
- (Note: Items may be added to or removed from this list through amendment of these Bylaws.)
- b. Widows of Class members, as defined in 2.b., above, shall be afforded all the rights and privileges held by a Member.

Bylaws of the United States Naval Academy Class of 1970

c. Honorary Members, as defined in 2.c., above, shall be afforded rights and privileges as follows.

1. Attend Class-sponsored events
2. Attend Class reunions
3. Donate to Class-sponsored projects
4. Attend Class football tailgates

(Note: Items may be added to or removed from this list through amendment of these Bylaws.)

Attendance at Class reunions, and Class football tailgates, and other Class-sponsored events shall be at the expense of the Honorary Members, unless dictated otherwise by the Class Officers.

Article 4 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 conferred upon them by these Bylaws, the Officers and Board of Trustees may exercise all legal and authorized powers of the Class of 1970.

Article 5 Officers and Trustees:

5.1 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, with the exception of the Corresponding Secretary, who shall be appointed by the Class Officers. There shall be a minimum of ten, and a maximum of fifteen, 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 years, with a maximum of two consecutive terms. Trustees shall serve a term in office for a period of five years, with a maximum of two consecutive terms, except in the case of *ad hoc* members of the Board of Trustees, as set forth in Article 8.3, below. Following completion of two consecutive terms in office, Class Officers and Trustees shall “sit out” one five-year term, after which they may again run for office. All Officers and 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.

5.2 The term of the Class Officers, with the exception of the Corresponding Secretary, whose position is defined in 6.3 below, shall begin on January 1, following the five-year reunion, where the election results were announced; and the term shall end on 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. Elections of Class Officers shall be

held in 2020, 2025, 2030, 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, normally in January following the election of Class Officers. Class Officers shall attempt to stagger appointments and terms of Class Trustees for continuity in leadership of Committees.

5.3 Except as specified in 6.2, below, 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 elected Class Officer is able to resume his duties. If the elected Class Officer is unable to resume his duties, then the Interim Class Officer shall serve until the next class election or until a special election is held, as determined by the remaining Class Officers.

Article 6 Duties of Class Officers and Class Trustees:

6.1 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, the Naval Academy Alumni Association, and the Naval Academy Foundation. In conjunction with the other Class Officers, he shall appoint all Committee Chairmen of the Class of 1970 Standing Committees, Special Committees, and Class Projects as set forth herein. The President shall have the right and authority to establish additional committees and projects, 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 use whatever Class funds necessary to conclude Class business, such as mailings, flowers for widows, and similar expenditures. After expending funds up to and including \$500.00, the Class President shall brief the Class Officers regarding that expenditure. Any expenditure exceeding \$500.00 must be approved by majority vote of the Class Officers.

The Class President 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 Chairmen and Project Managers 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 an *ex officio* member of the Class Board of Trustees and of all Standing Committees, Special Committees, and Class Projects.

Bylaws of the United States Naval Academy Class of 1970

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

6.2 Vice President:

The Vice President shall perform the duties of the President in the President's absence. 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 matters of importance. He may use whatever Class funds necessary to conclude Class business, such as mailings, flowers for widows, and similar expenditures. After expending funds up to and including \$250.00, the Class Vice President shall brief the Class Officers regarding that expenditure. Any expenditure exceeding \$250.00 must be approved by the Class President. The Vice President shall organize the annual Class business meeting. The Vice President may also schedule meetings of Class Officers, Trustees, and Committees as necessary and desired throughout the year.

In the event the Class President is unable to serve his full term of office, the Vice President shall become Class President. Should the Vice President be ineligible to serve as President (e.g., having immediately beforehand served two consecutive terms as Class President), the Vice President shall serve as Interim Class President until a special election for President can be called by the Class Officers.

6.3 Corresponding Secretary:

The office of the Class Corresponding Secretary shall be a continuing position, appointed by the Class Officers. This position may be transferred by request of the incumbent or if the incumbent becomes unable to perform his duties. Should the Corresponding Secretary request to be relieved of his duties, or should he become unable to perform his duties, the Class President shall appoint a member of the Class Board of Trustees to serve as interim Corresponding Secretary until such time as a permanent Corresponding Secretary can be appointed. The Corresponding Secretary shall publish a periodic article for publication in *Shipmate* to announce class news regarding all 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.

6.4 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*. Further, he will maintain all records of major reunion events received from respective reunion committee chairmen for the purpose of archives and lessons learned.

6.5 Treasurer:

The Treasurer shall receive all funds of the Naval Academy Class of 1970 and invest these

Bylaws of the United States Naval Academy Class of 1970

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. Further, he shall have the authority to spend money from this account for all expenditures up to and including \$500.00 necessary to conclude Class business, such as mailings, flowers for widows, and similar expenditures. After expending funds up to and including \$500.00, the Class Treasurer shall brief the Class Officers regarding that expenditure. He shall also have the authority to spend money from this account exceeding \$500.00 with the majority approval of the Class Officers.

6.6 The positions of President, Vice President, Membership Secretary, and Treasurer 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, the Naval Academy Alumni Association, or the Naval Academy Foundation.

6.7 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 who 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. There shall be a minimum of ten and a maximum of fifteen Trustees who will be appointed for a five-year term, with a maximum of two consecutive terms. Following completion of two consecutive terms in office, Class Trustees shall “sit out” one five-year term, after which they may again run for office. Trustees will serve as a clearinghouse 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 as enumerated in Article 1 of these Bylaws. The Class Trustees shall also serve as Chairmen of Committees established herein or as created and organized by the Class Officers. The Board of Trustees shall elect one of their number to serve as Chair, and another to serve as Vice Chair. The Vice Chair shall serve as Chair in the absence of the Chair. The Chair may convene the Board of Trustees, as the Chair shall determine, to discuss matters of importance to the Board, the Class Officers, and the Class as a whole, and to develop and submit proposals to the Class Officers regarding those matters.

Trustees are invited to attend Class Officer Meetings and to voice their input on items discussed by the Class Officers. The Board of Trustees may, at their discretion, propose additional items (i.e., items not currently on the Class Officers’ discussion/action items agenda) to the Class Officers for discussion and action.

The 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 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.

6.8 Company and Battalion Representatives:

There shall be a Company Representative (Company Rep) and Battalion Representative (Battalion Rep) organization created for the primary purpose of maintaining effective and timely communications between the Class leadership and all Class of 1970 members. The secondary purpose of this organization is to decrease the time required to promulgate information and receive feedback on information related to Class of 1970 business and other matters. A third purpose is to support the operations and functions of the Class. The Class President may, from time to time, call upon the Company Representatives or Battalion Representatives to assist in other activities related to Class operations and events, such as surveying their constituencies on their opinions regarding Class programs and plans.

Each Company shall be represented by one or more Company Representatives, who will represent each of the 36 companies that existed when the Class graduated in June 1970. The Company Rep will either be a volunteer from the company, or he will be elected by his company. The Battalion Rep shall be elected by and from the six Company Reps in his Battalion. This organization shall be managed by the Class President or by an individual designated by the Class President. All communications shall be directed through the Class President, or an individual designated by the Class President. The Battalion and Company Reps shall report to the Class President, or an individual designated by the Class President.

Article 7 Elections:

Candidates for President, Vice President, 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 terms expire, or unless reappointed by the Class Officers. Trustees will be eligible to run for Class Office but must declare their intentions and recuse themselves from participation in the Nominating Committee process.

7.1 Elections will be conducted electronically, or as otherwise designated by the Class Officers, following a nomination and election 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 2020, 2025, 2030, 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 reappointed at the first Class Officers Meeting held in 2021, 2026, 2031, etc.

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

7.3 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 2020, 2020, 2030, etc.

Article 8 Standing Committees, Special Committees, and Projects:

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

8.1 The Standing Committees of the Class of 1970 will address permanent or long-term issues or programs. Standing Committees shall be the: (1) Reunion Committee; (2) Governance Committee; (3) Communications Committee; (4) Tailgating Committee; (5) Another Link in the Chain Committee; and (6) Memorial Affairs Committee.

8.2 From time to time, Special Committees may be formed or reconstituted to address a short-term issue or project or one that occurs periodically. Examples of such committees might include a: (1) Life Membership Committee; (2) Nominating Committee; and (3) Fundraising Committee.

8.3 The Chairman of each Standing Committee and Special Committee shall be appointed by and serve at the pleasure of the Class President. The President shall attempt to appoint Committee Chairmen 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 Board of 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 Bylaws and shall have no voting rights at meetings.

8.4 Class Projects, like Special Committees, will focus on short-term issues or activities, but will normally consist of only one or two persons. As with Standing Committees and Special Committees, the Chairman of each Class Project shall be appointed by and serve at the pleasure of the Class President. The President shall attempt to appoint Class Project Managers from those Members serving on the Board of Trustees. An exception is that any Classmate who submits a Distinguished Graduate Award nomination becomes the *de facto* Project Manager for that particular nomination "project." In the event that a member of the Class of 1970 is nominated for the Distinguished Graduate Award by a non-member of the Class of 1970, the Class President shall appoint a Project Manager from among the Board of Trustees to monitor and facilitate the nomination. Unlike Committee Chairmen who are not Trustees, Project Managers who are not Trustees will not become *ad hoc* members of the Class Board of Trustees. Examples of such Projects might include: (1) Distinguished Graduate Award Project and (2) Support Projects (e.g., Hopper Hall, CG 70, DDG 70, American Veterans Center).

8.5 There will be no term limits for Committee Chairmen or Project Managers, since they serve at the pleasure of the Class President. A Member may serve as Chairman or Manager of multiple Committees or Projects if so appointed by the Class President.

Article 9 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 10 Annual Class Meeting:

10.1 There will be an annual Class Meeting conducted every year during a Navy home Football game (normally Homecoming) weekend in Annapolis at a specific time and place designated by the Vice President and announced 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 current state of affairs of the Class (e.g., financial status, projects completed and in progress), future intentions, and any other topic deemed appropriate by the Class Officers. Additional Class meetings, upon proper notification and publication of at least 30 days advance notice to Class Members, in a matter designated by the Class Officers, may be held at the discretion of the President or Vice President. Minutes of the Annual Class Meeting shall be posted on the Class of 1970 web site, and a summary of those minutes shall be distributed via Class email by the Class President.

Article 11 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 12 Amendments:

Any amendments to these Bylaws 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 shall be ratified by a majority vote of the entire Class, electronically or as otherwise designated by the Class Officers. If approved, the amendment will then be included in the Class Bylaws.

Article 13 Ratification:

Ratification of these Bylaws shall be made by a majority of the entire Class, electronically or as otherwise designated by the Class Officers.

Article 14 Voting:

Any activity requiring a vote of the Class (e.g., Class Elections, ratification of Amendments to these Bylaws) shall be conducted electronically, or as the Class Officers determine. The quorum for each vote shall be established separately (e.g., by the Nominating Committee, or by the Class Officers) for each specific vote.

Article 15 Governing Laws:

Bylaws of the United States Naval Academy Class of 1970

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

UPON APPROVAL, THESE BYLAWS BECAME EFFECTIVE as of February 26, 2020

Amended: