

**BYLAWS OF
THE CLASS OF 1984
UNITED STATES NAVAL ACADEMY**

Approved: October 23, 2009

TABLE OF CONTENTS

TABLE OF CONTENTS.....	i
PURPOSE.....	1
ARTICLE I: MISSION.....	1
ARTICLE II: VOLUNTEER SERVICE	1
ARTICLE III: ORGANIZATION	1
ARTICLE IV: LEADERSHIP AND MANAGEMENT.....	2
ARTICLE V: QUALIFICATION AND DUTIES OF THE EXECUTIVE COMMITTEE	2
ARTICLE VI: OTHER CLASS OFFICERS AND REPRESENTATIVES	3
ARTICLE VII: ELECTION OF OFFICERS	4
ARTICLE VIII: VACANCIES AND REMOVAL OF OFFICERS AND VOLUNTEERS	5
ARTICLE IX: CLASS MEETINGS	5
ARTICLE X: EXECUTIVE COMMITTEE MEETINGS.....	6
ARTICLE XI: CLASS PLAN	6
ARTICLE XII: PROPOSITIONS	6
ARTICLE XIII: DUES.....	66 7
ARTICLE XIV: GENERAL FUNDS	7
ARTICLE XV: INCOME AND PROPERTY	7
ARTICLE XVI: PHILANTHROPIC FUNDS.....	7
ATTACHMENT	8
DEFINITIONS	8

PURPOSE

These bylaws provide for the voluntary participation of members of the Class of 1984, United States Naval Academy ("USNA"), as an entity, to support the USNA, the USNA Alumni Association ("USNAAA"), and individual members of the Class.

ARTICLE I: MISSION

The mission of the Class of 1984, USNA ("the Class") is to:

1. Support the USNA through active involvement with the USNAAA and through selective philanthropic projects;
2. Provide enduring personal, social interaction, communications, and support among Class members. Enhance the close relationships developed at the Naval Academy and furthered by friendships developed during the ensuing years; and
3. Perpetuate the positive image of the Class of 1984, USNA.

ARTICLE II: VOLUNTEER SERVICE

1. The Class is a non-profit organization; one that can exist only through volunteer service.
2. Volunteer service to the Class entails a personal commitment of time, effort, and availability.
3. Another component of volunteer service is financial support of the Class.

ARTICLE III: ORGANIZATION

1. The Class shall manage its business in accordance with the bylaws through a strong, active Executive Committee.
2. The Greater Washington-Baltimore-Annapolis Chapter shall be defined as including all members who are on duty or reside in Washington, Baltimore, or Annapolis, and the environs thereof. In addition, the Chapter shall include members whose residence is near enough to allow regular participation in Chapter proceedings.
3. There may be such Regional Chapters as is dictated by the geographical distribution of the members of the Class. Regional Chapters may be formed in areas that have a sufficient number of members to cause local Class business to be conducted.

ARTICLE IV: LEADERSHIP AND MANAGEMENT

The implementation of the mission of the Class of 1984, USNA, as delineated in these bylaws, shall be led and managed by an Executive Committee.

The Executive Committee shall:

1. Comprise the President, Vice President, Secretary, Treasurer, and three (3) At-Large members of the Class preferably located in the Greater Washington-Baltimore-Annapolis Chapter area as permanent voting members;
2. Fill any vacancy in any office, except President;
3. Determine the policies and operation of the Class; and
4. Include all past Presidents as non-voting members.
5. For the period of October 2009 through the next Class elections, At-Large members shall include candidates in the 2009 election but did not attain one of the four specified Class offices. The At-Large members of the Executive Committee will be chosen thereafter in accordance with Article V.

ARTICLE V: QUALIFICATION AND DUTIES OF THE EXECUTIVE COMMITTEE

1. Qualifications for all members of the Executive Committee are that they shall be:
 - a) preferably a member of the Class in the Greater Washington-Annapolis Chapter, with exceptions for Corporate members willing to travel and regularly participate in USNAAA and Corporate meetings;
 - b) an active member of the USNAAA;
 - c) elected by vote of the members of the Class;
 - d) required to devote a personal commitment of time, effort, and availability to carry out all assigned duties; and
 - e) elected for terms as described in Article VII.
2. The President shall:
 - a) be responsible for the leadership of the Class;
 - b) represent the Class in all affairs of the Class, including to the USNA and USNAAA;
 - c) be responsible for the overall supervision of the long-range Class Plan; and
 - d) appoint and empower, with the approval of the Executive Committee, other volunteer classmates for specific duties, as non-voting members of the Executive Committee.
 - e) oversee fundraising activities on behalf of the Class
 - f) along with the Treasurer, authorize the expenditure of Class Funds
 - g) have custody of the Seal of the Class, which is the Crest of the USNA Class of 1984
3. The Vice President shall:
 - a) succeed to the office of Acting President in the event of a vacancy in that office, or in the incapacity of the President to perform his duties. In the absence of the President, the Vice President shall Chair the Executive Committee;
 - b) be responsible for all social activities of the Class in the Washington-Annapolis Chapter area;
 - c) supervise the execution of the Class Plan and its annexes; and
 - d) be responsible for the "Social" section of the Class Plan.
4. The Secretary shall:
 - a) keep a record of the proceedings of the Class and Executive Committee meetings;
 - b) be custodian of all appropriate books and records of the Class;

- c) be responsible for disseminating the minutes of the Annual Meeting of the Class in the next available issue of *Shipmate Magazine*;
 - d) prepare newsletters, as appropriate.
5. The Treasurer shall:
- a) be responsible for the general financial activity of the Class, under the direction of the Executive Committee;
 - b) manage and account for all operating funds belonging to the Class, except for funds controlled by representatives appointed by the President, with the approval of the Executive Committee;
 - c) be responsible for preparation of the "Operating Funds Budget and Finance" section of the Class Plan; and
 - d) be bonded for such amount as the Executive Committee may determine.
6. At-Large Members of the Executive Committee
- a) One At-Large Member shall be designated by the President, with the approval of the Executive Committee, as the Philanthropic Support Chairman and shall be responsible for the "Development/Projects" section of the Class Plan.
 - b) One At-Large Member shall be designated by the President, with the approval of the Executive Committee, as the Regional Vice Presidents and Company Representatives Liaison.
 - c) One At-Large Member shall be designated by majority vote of the outgoing Executive Committee.

ARTICLE VI: OTHER CLASS OFFICERS AND REPRESENTATIVES

Regional Vice Presidents: There may (or may not) be such Regional Vice Presidents as desired by the Class and as dictated by the geographical distribution of the members of the Class

1. The qualifications of Regional Vice Presidents are that they shall:
- a) be a member of the Class;
 - b) be an active member of the USNAAA;
 - c) be appointed by the President, with the approval of the Executive Committee;
 - d) maintain liaison with the Executive Committee on all matters pertaining to the Class in that region;
 - e) be responsible for the collection of Class news originating within that region and the dissemination of that information to members of the Class; and
 - f) assist the Administrative Vice President in maintaining the Class Registry of classmates in that region;

Company Representatives: There shall be a Company Representative to represent each of the thirty-six companies.

1. The qualifications of Company Representatives are that they shall:
- a) be a member of the Class;
 - b) be an active member of the USNAAA;
 - c) be appointed by the President, with the approval of the Executive Committee;
 - d) maintain liaison with the Executive Committee on all matters pertaining to the Class in his company;
 - e) be responsible for the collection of Class news originating within his company and the dissemination of that information to members of the Class; and
 - f) assist the Administrative Vice President in maintaining the Class Registry of classmates in his company.

Other Class Volunteers. In accordance with Article V, the President can, with the approval of the Executive Committee, appoint and empower other volunteer members for specific duties on behalf of the Class.

These positions may include:

1. Corresponding Secretary, who shall collect Class news and write and submit articles for *Shipmate Magazine*.
2. Fund Raising Chairman, who shall solicit funds for major Class projects, on behalf of the USNAAA.
3. Major Reunion Chairman, who shall lead preparations, and execute plans, for each five-year major reunion.
4. Webmaster charged with the maintenance and operation of the USNA Class of 1984 site on the World Wide Web.
5. Active-Duty Liaison, whose efforts regarding communications, information-gathering, and advocacy shall be specifically focused on serving those classmates who are on Active Duty.
6. Others, as deemed necessary by the Executive Committee.

To qualify for these positions, each volunteer shall be:

1. preferably a member of the Class in the Greater Washington-Annapolis Chapter, with exceptions for Corporate members willing to travel as necessary or able to regularly perform their specific duties from their location to the satisfaction of the Executive Committee;
2. an active member of the USNAAA; and
3. required to devote a personal commitment of time, effort, and availability to carry out all assigned duties.

ARTICLE VII: ELECTION OF OFFICERS

1. President:
 - a) The Nominating Committee for the office of President shall:
 - (1) Be appointed by the Executive Committee;
 - (2) report the nominees to the Executive Committee.
 - b) Nominations for the office of President of the Class shall be either of the following methods:
 - (1) Written or electronic mail petition by fifteen (15) members of the Class; or
 - (2) Selection by the nominating committee as provided above.
 - c) The President shall:
 - (1) be elected by a plurality vote of the responding membership of the Class;
 - (2) begin his term at a major reunion;
 - (3) be elected for a term of five years; and
 - (4) not be eligible to succeed himself.
 - d) The ballot for President shall contain the names of all nominees in alphabetical order, without distinction as to the method of nomination. If the Executive Committee decides not to conduct the election via electronic mail or the Internet, a ballot shall be mailed to each member of the Class at least thirty (30) days prior to the Annual Meeting in the election year. The ballot shall also contain space for write-in candidates.
 - (1) Ballots shall be returned to the Secretary not later than two days preceding the date set for the Annual Meeting in the election year. The Class member's signature must

appear on the ballot. If ballots are submitted electronically, the Class will assume that the Username and Password used to access the Class members' secure account was used by the Class member themselves, and the vote will be tallied as true.

- (2) The Secretary shall, on the day preceding the Annual Meeting, deliver the ballots, together with a current membership list, to a committee of two tellers, who shall be members of the Class, appointed by the Executive Vice President.
- (3) The tellers shall count the ballots, and report the results of the election to the Secretary, who shall report the results to the Reunion Meeting.
- (4) In case of a tie vote, the election shall be decided by a vote of the members of the Executive Committee.
- (5) The tellers shall retain custody of the ballots for five days following the Annual Meeting and then, unless otherwise directed by the President or Executive Vice President, shall dispose of them.

2. Other Executive Committee Members:

- a) Nominations for the office of the Vice President, Secretary, Treasurer, and the two (2) At-Large members of the Executive Committee shall be:
 - (1) provided by the Nominating Committee or nominated from the floor at the Annual Meeting of the Class; and
 - (2) elected by a plurality vote of the membership in attendance at the Annual Meeting, via electronic mail or the Internet as decided by the Executive Committee.
- b) Terms of office are five (5) years in length.

ARTICLE VIII: VACANCIES AND REMOVAL OF OFFICERS AND VOLUNTEERS

1. Any officer or volunteer may resign when he feels that he cannot commit the necessary time, thought, effort, or financial assistance to the Class to fulfill the duties of his office.
2. Any officer or volunteer may be removed from his position, for cause, by a majority vote of the members of the Executive Committee.
3. The position of an officer may be declared vacant in the event such member shall be unexcused absent from two (2) consecutive regular meetings of the Executive Committee.
4. In the event of death, resignation, or removal of an officer, succession shall be in accordance with Article V. The President, with the approval of the Executive Committee, shall fill any vacancies created by the succession. The replacement officer shall serve for the unexpired term of his predecessor.

ARTICLE IX: CLASS MEETINGS

1. The Annual Meeting of the Class shall normally be held on Homecoming Football Game weekend. However, the Executive Committee may alter this date when such date is not deemed appropriate, provided that there shall be an Annual Meeting in each calendar year. Notice of the Annual Meeting shall be published not less than two months preceding the date set for such meeting.
2. Special Meetings of the members of the Class may be held at such time and place as the Executive Committee shall determine, or upon approval of a petition submitted to the Executive Committee and signed by not less than fifteen (15) members of the Class. The Secretary shall give notice of Special Meetings by the most expeditious means.
3. A quorum for the purposes of conducting an Annual or Special Meeting shall consist of no less than twenty (20) members of the Class, excluding officers of the Class. The Executive Committee may alter this requirement in the event of unusual circumstances, but in no case will an Annual or Special Meeting be conducted with less than twenty (20) members, including the Class officers.

4. The order of business at any meeting of the Executive Committee shall be determined by the Class officer presiding at such meeting, but shall, insofar as practicable, conform to standard parliamentary procedure.
5. Each member present shall be entitled to one (1) vote at any meeting of the Class except as provided in section 6 of this Article. Each member of the Class is entitled to one (1) vote for all purposes herein provided. The presiding officer shall not be entitled to vote except in the case of a tie vote.
6. A member of the Class may grant, in writing, to another member of the Class, the power to cast his vote by proxy. Such power of proxy shall be authenticated by the Executive Committee prior to any vote by such member in the exercise of such proxy

ARTICLE X: EXECUTIVE COMMITTEE MEETINGS

1. Meetings of the Executive Committee shall be held at such times and places as may be necessary to carry out the duties of that committee, but at least semi-annually. Meetings may be called by the President, the Vice President, or any two (2) or more members of the Executive Committee. The Secretary shall notify members by the most expeditious means.
2. Any action required or permitted to be taken at any meeting of the Executive Committee may be taken without a meeting if consent to such action is signed by a majority of members of the Executive Committee and such written notice is filed with the minutes of the proceedings of the Executive Committee.
3. A majority of the members of the Executive Committee constitute a quorum.

ARTICLE XI: CLASS PLAN

1. The Class Plan will provide the long-range vision and intermediate objectives of the Class, and constitutes the operating policies and procedures to be followed by the Executive Committee in discharging its duties and responsibilities by clarifying and expanding upon the Constitution and Bylaws.
2. The Class Plan is a working document for conducting the day-to-day business of the Class. It shall be updated as objectives are met or change, and when the environment in which the Class operates so dictates.
3. Annual revisions shall be presented to the Class at the Annual Meetings.

ARTICLE XII: PROPOSITIONS

1. The Executive Committee may submit to a vote of the members of the Class such propositions as it desires.
2. The Executive Committee must submit to a vote of the members of the Class any proposition signed by at least fifteen (15) members of the Class. These propositions will normally be presented at the Annual Meeting. Any proposition which may require sooner action, as decided by the Executive Committee, will be submitted to the members by e-mail.
3. Except as provided otherwise in the Constitution and Bylaws, a plurality vote of those responding within thirty (30) days shall determine any proposition.

ARTICLE XIII: DUES

1. Dues may be assessed on an annual, or other, basis, with the approval of the Executive Committee, for the purpose of defraying the annual operating costs of the Class.

2. The Executive Committee shall not require the payment of dues by any members as a condition of continued membership in the Class.
3. All dues shall be uniformly assessed.

ARTICLE XIV: GENERAL FUNDS

1. The Funds are maintained, controlled, and accounted for by the Treasurer. The Executive Committee will establish an upper limit. If Funds exceed that limit, the excess would be moved to the Philanthropic Funds.
2. Normal operating expenditures, other than investments, shall be authorized by a majority vote of the Executive Committee.
3. Any proposition or motion that may require the raising, outside of the membership, of additional Class Funds must be submitted to, and approved by, the Executive Committee.

ARTICLE XV: INCOME AND PROPERTY

1. The income and property of the Class shall be applied solely toward the promotion of the mission of the Class. Expenditures on behalf of the Class, and authorized by the Executive Committee, shall be reimbursed by the Treasurer from the operating Funds.
2. In order to preserve, protect and enhance the net worth of the Class's financial assets, the Executive Committee will require the Treasurer, on a periodic basis, to review the investments of the Class. and make recommended changes.
3. The Executive Committee may set aside a portion of the operating Funds for the purpose of investment. Decisions on the investment portion of the operating funds shall be made by a three-fourths concurring vote of the Executive Committee.

ARTICLE XVI: PHILANTHROPIC FUNDS

1. Philanthropic Funds are those funds provided by and/or derived from classmates' donations to support the Naval Academy through active involvement with the Naval Academy Foundation or its successor entity.
2. The President shall designate, with the approval of the Executive Committee, one At-Large Member as the Philanthropic Support Chairman.
3. The President shall designate, with the approval of the Executive Committee, a Fund Raising Chairman who will coordinate all donation efforts including establishing and expanding a donor base for the class.
4. The Philanthropic Support Chairman, through the President, shall cause agreements to be negotiated between the Class and the USNAAA for the collection, safekeeping, accounting, investing, and expenditure of all Class Funds.
5. All Class Funds to be used for philanthropic purposes shall have the end-use approved by the Executive Committee prior to being expended.

ATTACHMENT

DEFINITIONS

Bylaws - The Bylaws provide for the voluntary participation of members of the Class of 1984, as an entity, to support the USNA, USNAAA, and individual members of the Class. They more broadly define the powers of the Class, the Executive Committee, and the objectives of the Class. Where other documents (e.g. Charter and Mission of the USNA Alumni Association) provide the legal basis of the Class, the Bylaws provide for the operation of the Class.

Class Plan - The plan, which supplements Bylaws, provides the long-range vision and intermediate objectives of the Class, and constitutes the operating policies and procedures to be followed by the Executive Committee in discharging its duties and responsibilities by clarifying and expanding upon the above documents. Its purpose is to be used as both a background and working document to conduct the day-to-day business of the Class. It should be updated frequently as objectives are met or change, and when the environment in which the Class operates so dictates.

Members - Membership in the Class shall be voluntary for those persons who graduated from the U.S. Naval Academy in the Class of 1984. Membership is also available to any person who was at any time a member of the Class of 1984 U.S. Naval Academy, though such person did not thereafter graduate with such class, upon application. There is also a procedure for nominating and accepting Honorary Members. There is a procedure for divesting the membership of any member on the basis of circumstances that would reflect discredit on the Class.

Operating Funds - Those Funds, derived from both donations of members and from investments that are maintained and to be used for the periodic expenditures used to support the Class.

Philanthropic Funds - Those funds provided by and/or derived from classmates' donations to support the Naval Academy through the U.S. Naval Academy Foundation.

USNA - United States Naval Academy

USNAAA - United States Naval Academy Alumni Association

NAAA - Naval Academy Athletic Association