



**Mission
of the
U.S. Naval Academy Alumni Association
Puget Sound Chapter**

TO SERVE AND SUPPORT THE UNITED STATES, THE NAVAL SERVICE, AND THE NAVAL ACADEMY:

By furthering the highest standards at the Naval Academy;

By seeking out, informing, encouraging, and assisting outstanding, qualified young men and women to pursue careers as officers in the Navy and Marine Corps through the Naval Academy; and

By initiating and sponsoring activities which will perpetuate the history, traditions, memories, and growth of the Naval Academy and bind alumni together in support of the highest ideals of command, citizenship and government.

As unanimously approved by a majority of the members present at the February 6, 1991 meeting of the U.S.

Naval Academy Alumni Association Puget Sound Chapter and certified by the

THE BOARD OF TRUSTEES.

~~February 9, 1991~~[April 2020](#)



**By-Laws
of the
U.S. Naval Academy Alumni Association
Puget Sound Chapter**

ARTICLE 1 MEMBERSHIP

1.1 REGULAR MEMBERSHIP: ~~Upon the graduation of the last class with which he/she was officially affiliated, a~~ ~~Upon the graduation of the last class with which he/she was officially affiliated,~~ Any person who has been sworn in as a Midshipman U.S. Navy for the full and regular course prescribed by the Academic Board for his/her class at the Naval Academy and whose service has not been terminated under other than honorable conditions shall be eligible for regular membership in the U.S. Naval Academy Alumni Association, Puget Sound Chapter, hereinafter referred to as the "Puget Sound Chapter". Unless the Board of Trustees in its discretion declines to accept him/her, an eligible person may become a regular member by payment of dues and fees prescribed by the Board of Trustees.

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1.2 HONORARY MEMBERSHIP: Individuals who are honorary members of the national Naval Academy Alumni Association and reside in the Puget Sound region or who have rendered outstanding and conspicuous service to the Naval Academy, Naval Academy Alumni Association or the Puget Sound Chapter shall be eligible for honorary membership in the Puget Sound Chapter, upon the recommendation of any regular member of the Puget Sound Chapter and approval by the Puget Sound Chapter's Board of Trustees, hereinafter referred to as the "Board of Trustees". In addition, regular members who have reached at least 60 years after graduation from the Naval Academy of the last class with which he/she was officially affiliated shall become honorary members on January 1st of the year marking 60 years after graduation. Members who are honorary members under the "60 year" rule shall retain all the voting rights of members who are regular members. Honorary memberships will be in the Puget Sound Chapter only. Honorary members who do not have voting rights as regular members shall not have voting rights in Chapter matters. No dues or fees shall attach to an honorary membership.

1.3 ASSOCIATE MEMBERSHIP: In addition to those eligible for regular or honorary membership, as provided above, individuals who are associate members of the national Naval Academy Alumni Association and reside in the Puget Sound region or who have demonstrated active support of the Naval Academy, Naval Academy Alumni Association or the Puget Sound Chapter may be invited to apply for associate membership in the Puget Sound Chapter. Such invitations will be considered and approved on an individual basis by the Board of Trustees. Members who desire to nominate a person for election as an associate member in the Puget Sound Chapter shall present the individual's name as well as a brief justification to the Board of Trustees. A majority vote of the Board of Trustees at any meeting of the Board of Trustees at which a quorum is present shall constitute approval of the nomination. Widows/widowers of former regular members

and Blue and Gold Officers, who did not attend USNA and parents of Midshipmen are automatically eligible for associate membership. Associate members in the Puget Sound Chapter shall not be eligible to vote or hold office in the Puget Sound Chapter. Such associate membership will be in the Puget Sound Chapter only. An invited person may become an associate member by payment of dues and fees prescribed by the Board of Trustees, normally the same as those required of a regular member. No dues or fees shall be required of widows /widowers.

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1.4 RESIGNATION: Any regular, honorary, or associate member may resign from the Puget Sound Chapter by electronically delivering or by mailing his/her resignation in writing to the President or Secretary of the Puget Sound Chapter.

1.5 INVOLUNTARY TERMINATION: Any member of the Puget Sound Chapter (1) whose connection with the Naval, Military, or other government service of the United States is terminated under conditions other than honorable or (2) who is convicted by a final judgment in a court of law for an infamous or felony offense, shall be considered for exclusion or expulsion from the Puget Sound Chapter by the Board of Trustees.

ARTICLE 2 MEETINGS

2.1 ANNUAL MEETING: The Annual meeting of the Puget Sound Chapter shall normally be held during February each year, on a date and at a time that the Board of Trustees determines to be advisable, for the purposes of presenting a financial report of the preceding fiscal year and a budget for the forthcoming fiscal year to the membership, and transacting such other business as may come before the meeting. Normally the Chapter Trustees and Chapter Officers for the coming year will be announced at the Annual meeting.

2.2 CHAPTER MEETINGS: Chapter meetings of the Puget Sound Chapter shall be held as scheduled on the “Annual Chapter Calendar of Activities and Events” approved by the Board of Trustees.

2.3 PLACE OF MEETING: Meetings shall be held at locations designated by the Board of Trustees.

2.4 NOTICE OF ANNUAL MEETING: The Board of Trustees, when calling an annual meeting of the Puget Sound Chapter, shall cause to be delivered to each member either personally, electronically or by postal service mail not less than five (5) days before the meeting written notice stating the place, day, and hour of the meeting.

2.5 QUORUM: A majority of the members present at the annual meeting or other Chapter meetings of the Puget Sound Chapter shall constitute a quorum for the purposes of transacting any business except:

- (a) Board of Trustee actions (Article 4.8).
- (b) Removal of Trustees or Officers by the Puget Sound Chapter members (Article 4.11)
- (c) Removal of Officers by the Board of Trustees (Article 5.3).
- (d) Actions on loans or guarantees of financial obligations by the Puget Sound Chapter (Article 6.22).
- (e) Any proposition submitted to all the members of the Puget Sound Chapter for vote (Article 3.1.3).

ARTICLE 3 VOTING

3.1 VOTING:

3.1.1 Every regular member in good standing shall be entitled to one vote for the election of Trustees and upon each matter submitted to a vote at a meeting of the Puget Sound Chapter and shall be delivered personally, electronically or by postal service mail a ballot for the annual election of Trustees and other matters for which a vote of the members is requested. Personnel handling such ballots upon their receipt shall not divulge their individual contents, except as required by the business of the Puget Sound Chapter.

3.1.2 The Board of Trustees may submit to a vote of the full membership such propositions as it may desire, and must submit within a reasonable time any proposition proposed to the Board of Trustees by a member in writing, unless the majority of the Board of Trustees present at the regular meeting next following the receipt of said petition shall deem such action undesirable. A quorum of Trustees must be present for this determination. A determination may also be made by agreement of the Trustees electronically as determined by the Chapter President.

3.1.3 Any proposition, submitted to all the members of the Puget Sound Chapter for vote, shall be declared carried if the majority of the members of the Puget Sound Chapter actually voting in person, electronically or by written or electronic proxy or written ballot and entitled to vote on the subject matter, vote in the affirmative.

3.1.4 In submitting a proposition to the members of the Puget Sound Chapter for vote, the Board of Trustees shall state the date by which the votes must be received by the Board of Trustees in order to be counted. This date shall be not less than one month after the date that the proposition was sent to the members.

ARTICLE 4 BOARD OF TRUSTEES

4.1 GENERAL POWERS: All Puget Sound Chapter powers shall be exercised by or under authority of, and the business, property, and funds of the Puget Sound Chapter shall be managed and controlled by the Board of Trustees, except as may be otherwise provided by law.

4.2 NUMBER, TENURE AND QUALIFICATION: The Board of Trustees shall be composed of nine (9) elected Trustees, which number may be changed from time to time by an amendment to these By-Laws, but no decrease in the number of Trustees shall have the effect of shortening the term of any incumbent Trustee. In addition, the President from the previous year (Past President), if no longer an elected member of the Board of Trustees, will be an ex-officio member of the Board of Trustees with full voting rights. In the event the current President serves for more than one year, the Past President's ex-officio member of the Board of Trustees status shall be for only the first year of the current President's term. Each Trustee shall hold office for a period of three years and until his/her successor has been elected and qualified or until his/her earlier resignation or removal. No Trustee shall be eligible to serve longer than six successive years. Three of the Trustees shall normally be elected for a full three-year term of office at each annual election. The term of office of regularly elected officers and Trustees shall commence at the February meeting of the Board of Trustees.

4.3 NOMINATIONS: As soon as practicable after the 1st of September ~~and in any event before the 1st of October~~ each year the President shall appoint a Nominating Committee of at least three (3) members. It shall be the duty of the Nominating Committee to submit to the Board of Trustees, ~~not later than the 1st of November,~~ a slate of candidates for Trustee, sufficient in number to fill all prospective vacancies. The nominations shall be published in the earliest possible issue of the newsletter of the Puget Sound Chapter, by electronic means or with the ballot. ~~Nominations by petition shall be submitted to the Board of Trustees no later than the 15th of October.~~

4.4 ELECTION OF TRUSTEES:

4.4.1 The election of Trustees shall normally be held by electronic or postal service written proxy or written ballot on which the names of the candidates shall be arranged alphabetically, without notation as to the method of nomination. The Board of Trustees shall cause to be sent to each member electronically or by postal mail, not less than fifteen (15) days before the closing date of the election, a written ballot listing all nominees for Trustee, a brief biography for each and a written proxy form. The closing date for the election shall be noted on the ballot. All ballots to be counted must be received by the Board of Trustees prior to noon of the day designated as the closing day for the election.

4.4.2 The election of Trustees may be held at the Annual Meeting ~~in February~~. If this procedure is used, the Board of Trustees when calling the ~~February~~ meeting of the Puget Sound Chapter shall cause to be delivered to each member entitled to vote at the meeting electronically or by postal service mail not less than five (5) days before the meeting written notice, stating the place, day, and hour of the meeting as well as a written ballot listing all nominees for Trustee, and a brief biography for each, as well as a written proxy form.

4.4.3 Each member entitled to vote at an election of Trustees may vote in person, by written electronic or postal service proxy or by electronic or postal service written ballot.

4.4.4 Trustees will be elected based on a simple majority of all members voting in person, by written electronic or postal service proxy, or by written electronic or postal service ballot. Vacancies on the Board of Trustees created by expiration of terms of office shall be filled from among the candidates nominated and voted upon, in the order of votes received; the candidate receiving the largest vote being elected to the first vacancy, and so forth, until all of said vacancies are filled. A tie vote shall be decided by lot drawn by a member designated by the Board of Trustees.

4.5 REGULAR MEETINGS: A regular meeting of the Board of Trustees shall normally be held on the second Tuesday of each month at a location and time acceptable to the majority of the Trustees. By resolution, the Board of Trustees may provide the time and place for holding additional regular meetings without other notice than such resolution.

4.6 SPECIAL MEETINGS: Special meetings of the Board of Trustees may be called by or at the request of the President or any two Trustees. The person or persons calling the special meeting may fix any place as the place for holding any special meeting of the Board of Trustees

4.7 NOTICE: Written notice of all meetings of the Board of Trustees shall be delivered personally, sent by electronic means, or mailed to each Trustee at his/her residence at least five (5) days before the meeting. If such notice is mailed, it shall be deemed to be delivered when deposited in the United States mail properly

addressed, with postage prepaid. If the notice is sent electronically, it shall be deemed to be delivered when the content of the message is sent by electronic means. The attendance of a Trustee at a meeting shall constitute a waiver of notice of such meeting, except where a Trustee attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Trustees need be specified in the notice or waiver of notice of such meeting.

4.8 QUORUM: A majority of the number of Trustees fixed by these By-Laws shall constitute a quorum for the transaction of business at any meeting of the Board of Trustees, but, if less than such majority be present, a majority of the Trustees present may adjourn the meeting from time to time without further notice.

4.9 MANNER OF ACTING: The act of the majority of the Board of Trustees present at a meeting at which a quorum is present shall be the act of the Board of Trustees.

4.10 VACANCIES: Any vacancy occurring on the Board of Trustees may be filled by the affirmative vote of a majority of the remaining Trustees at any meeting of the Trustees at which a quorum exists. ~~A Trustee elected to fill a vacancy due to death, resignation, or removal shall be elected for the unexpired term of his/her predecessor in office. Such term will count as a full three year term when calculating consecutive years as a Trustee. Any Trusteeship to be filled by reason of an increase in the number of Trustees shall be filled for a term extending only until the next annual meeting of the Puget Sound Chapter.~~

4.11 REMOVAL: At a meeting of Puget Sound Chapter called expressly for that purpose, one or more members of the Board of Trustees (including the entire Board of Trustees) or one or more Officers of the Chapter may be removed, with or without cause, by a vote of a majority of all members of the Puget Sound Chapter entitled to vote.

4.12 PRESUMPTION OF ASSENT: A Trustee of the Puget Sound Chapter present at a meeting of the Board of Trustees at which action on any Puget Sound Chapter matter is taken shall be presumed to have assented to the action taken unless his/her dissent is entered in the minutes of the meeting or unless he/she files his/her written dissent to such action with the person acting as Secretary of the meeting before the adjournment thereof or unless he/she forwards such dissent by certified or registered mail to the Secretary of the Puget Sound Chapter immediately after the adjournment of the meeting. A Trustee who voted in favor of such action may not dissent.

4.13 CONSENT IN LIEU OF MEETING: Any action required or permitted to be taken at a meeting of the Board of Trustees may be taken without a meeting if a written consent setting forth the action to be taken is signed by a majority of the Trustees or agreed to by electronic means. Any such written consent shall be inserted in the records of the Puget Sound Chapter as if it were the minutes of a Board of Trustees meeting.

4.14 COMMITTEES: The Board of Trustees, by resolution adopted by a majority of the Trustees holding office, may designate from among its members an Executive Committee or one or more other committees. Each such committee, to the extent provided in such resolution or these Bylaws, shall have and may exercise all such powers and authority as the Board of Trustees may delegate, except that no such committee shall have the authority to: (1) fill vacancies on the Board of Trustees or any committee thereof; (2) amend the By-Laws; or (3) appoint other committees of the Board of Trustees or the members thereof.

4.15 TELEPHONIC MEETINGS: Members of the Board of Trustees or any committee designated by the Board of Trustees may participate in a meeting of the Board of Trustees or such committee by means of a

conference telephone or similar communication equipment, provided that all persons participating in the meeting can hear each other at the same time. Subject to the notice requirements of Section 4.7 above, such a meeting shall be considered a duly held meeting of the Board of Trustees or the Committee, and participation by such means shall constitute presence in person at the meeting.

4.16 TRUSTEE: A Trustee shall:

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4.16.1 Participate in Puget Sound Chapter related events to the best of their ability, include leadership in regional endeavors related to:

- a) furthering the highest standards at the Naval Academy;
- b) seeking out, informing, encouraging, and assisting outstanding, qualified young men and women to pursue careers as officers in the Navy and Marine Corps through the Naval Academy; and
- c) initiating and sponsoring activities which will perpetuate the history, traditions, memories, and growth of the Naval Academy and bind alumni together in support of the highest ideals of command, citizenship and government.

4.16.2 Appoint, by majority vote of the Board of Trustees, key positions within the Puget Sound Chapter including, but not limited to, a President, Vice President, Secretary, Treasurer, Membership Manager, Webmaster and Newsletter Editor.

4.16.3 Serve as an active, voting member of the governing body responsible for all business and affairs carried out on behalf of the Puget Sound Chapter.

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ARTICLE 5 OFFICERS

5.1 NUMBER: The officers of the Puget Sound Chapter shall be a President, one or more Vice Presidents, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Trustees. Such other officers, assistant officers, directors and managers as may be deemed necessary for efficient and effective operation of the Chapter may be elected, or appointed by the Board of Trustees. The appointees may be trustees or other Chapter members. Examples include Membership Manager, Webmaster, [Communications Manager](#) and Newsletter Editor. Any two or more offices may be held by the same person, except the offices of President and Secretary.

5.2 ELECTION AND TERM OF OFFICE: The officers of the Puget Sound Chapter shall be elected annually by the Board of Trustees at the **February annual** meeting of the Board of Trustees. If the election of officers is not held at the **February annual** meeting of the Board of Trustees, such election shall be held as soon thereafter as a Board of Trustees meeting conveniently may be held. Each officer shall hold office until the next **February annual** meeting of the Board of Trustees and until his/her successor has been elected and qualified or until his/her earlier resignation or removal.

5.3 REMOVAL: Any officers elected or appointed by the Board of Trustees may be removed by the Board of Trustees whenever in its judgment the best interest of the Puget Sound Chapter would be served. Removal shall be by the majority vote of all trustees either in person or by electronic/postal mail vote.

5.4 VACANCIES: A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by **appointment of the** Board of Trustees ~~appointment for the unexpired portion of the term.~~

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5.5 PRESIDENT: The President shall:

5.5.1 Be the principal officer of the Puget Sound Chapter and, subject to the Board of Trustees control, shall supervise and control all of the business and affairs of the Puget Sound Chapter. When present, he/she shall preside over all Puget Sound Chapter meetings and over all Board of Trustees meetings and shall be an ex-officio member of all committees.

5.5.2 With the Secretary or any other officer of the Puget Sound Chapter authorized by the Board of Trustees, he/she may sign all instruments that the Board of Trustees has authorized to be executed, except when the execution thereof has been expressly delegated by the Board of Trustees or by these By-Laws to some other officer or member of the Puget Sound Chapter or when such documents are required by law to be otherwise signed or executed by some other officer or in some other manner.

5.5.3 Call or cause to be called an annual meeting of the Puget Sound Chapter ~~between the 15th of January and the last day of February~~ each year.

5.5.4 Represent the Puget Sound Chapter in contacts with the Navy Department, the Naval Academy and civilian agencies but may appoint a Vice President or a member of the Board of Trustees or a member of one of the committees to represent him/her.

5.5.5 As soon as practicable after 1 September ~~and in any event before 1 October~~ of each year he/she shall appoint a Nominating Committee for candidates for office as Trustees of the Puget Sound Chapter as hereinafter provided.

5.5.6 In general, he/she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Trustees from time to time.

5.6 VICE PRESIDENT: In the absence of the President or in the event of his/her death or inability or refusal to act, the Vice President, if any, or any Vice President in the order designated by the Board of Trustees shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all restrictions upon the President. A Vice President shall perform such other duties as from time to time may be assigned to him/her by the President or the Board of Trustees.

5.7 SECRETARY: The Secretary shall:

5.7.1 Keep the minutes of the Puget Sound Chapter and Board of Trustee meetings in one or more books provided for that purpose or in electronic files.

5.7.2 See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.

5.7.3 Have custody of the Puget Sound Chapter records except for records maintained by other officers, trustees or Chapter members as appointed by the Board of Trustees.

5.7.4 Keep a register of the post office address and email address of each member of the Puget Sound Chapter if not maintained by the Membership Manager.

5.7.5 In general, perform all duties as from time to time may be assigned to him by the President or by the Board of Trustees.

5.8 TREASURER: If required by the Board of Trustees, the Treasurer shall be bonded by the Puget Sound Chapter for the faithful discharge of his/her duties in such sum and with such surety or sureties as the Board of Trustees shall determine. The Treasurer shall:

5.8.1 Have charge and custody of and be responsible for all funds of the Puget Sound Chapter and shall make disbursements as authorized and approved by the Board of Trustees.

5.8.2 Keep accounts of the Puget Sound Chapter and report thereon at each meeting of the Board of Trustees.

5.8.3 Receive and give receipts for monies due and payable to the Puget Sound Chapter from any source whatsoever, and deposit such monies in the name of the Puget Sound Chapter in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these By-Laws.

5.8.4 Prepare an annual budget for the Puget Sound Chapter and present it to the Board of Trustees for review and approval at the December meeting of the preceding year for which the budget was prepared.

5.8.5 Prepare an audit as of December 31 of each calendar year's receipts, expenditures, and balances as may be prescribed by the Board of Trustees and present it to the Board of Trustees at the January meeting for review and approval.

5.8.6 In general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him/her by the President or by the Board of Trustees.

5.9 MEMBERSHIP MANAGER: The Membership Manager shall:

5.9.1 Maintain records of member addresses, telephone numbers and email addresses to the extent provided [by USNA AA and/or](#) by the member.

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5.9.2 Provide recommendations for improving membership and associated payment of annual Chapter dues.

5.9.3 Maintain records of a member's payment of Chapter dues including the fiscal year for which the member has paid.

5.9.4 Maintain up to date mailing lists for the Chapter Newsletter and email address files for Chapter communications.

5.9.5 [Submit triannual PSC membership count noting members](#)

[5.9.6](#) Perform such other membership related tasks as requested by the President.

5.10 WEBMASTER: The Webmaster shall:

5.10.1 Administer and operate the Chapter Website.

5.10.2 Recommend and make improvements to the Website.

5.10.3 Maintain the Website up to date.

5.10.4 Perform such other Website tasks as requested by the President.

5.11 NEWSLETTER EDITOR: The Newsletter Editor shall:

5.11.1 Produce a Chapter Newsletter on a schedule and in a format as requested by the President.

5.11.2 Conduct liaison as necessary with the Newsletter printer to insure timely distribution of the Newsletter.

5.11.3 Inform the Board of Trustees as to the Schedule for printing the next Newsletter and request input for Newsletter material.

5.11.4 Provide an electronic version of the Newsletter for email distribution and promulgation on the Website.

5.11.5 Perform such other Newsletter related tasks as requested by the President.

ARTICLE 6 MISCELLANEOUS

6.1 CONTRACTS: The Board of Trustees may authorize any officer, designated trustee or designated Chapter member to enter into any contract or execute and deliver any instrument in the name of or on behalf of the Puget Sound Chapter. Such authority may be general or confined to specific instances. .

6.2 LOANS:

6.2.1 No loans shall be contracted on behalf of the Puget Sound Chapter and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Trustees. Such authority may be general or confined to specific instances.

6.2.2 The Puget Sound Chapter may not lend money to or guarantee the obligation of any member of the Puget Sound Chapter unless: (a) the Puget Sound Chapter Board of Trustees determines that the loan or guarantee benefits the Puget Sound Chapter and approves the specific loan or guarantee and (b) the particular loan or guarantee is approved by vote of a majority of the full membership of the Puget Sound Chapter.

6.3 CHECKS, DRAFTS, ETC: All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Puget Sound Chapter, shall be signed by such officer or officers of the Puget Sound Chapter and in such manner as from time to time may be determined by resolution of the Board of Trustees.

6.4 DEPOSITS: All funds of the Puget Sound Chapter not otherwise employed shall be deposited from time to time to the credit of the Puget Sound Chapter in such banks, trust companies, or other depositories as the Board of Trustees may select.

6.5 BOOKS, RECORDS, AND MINUTES: The officers of the Puget Sound Chapter shall keep or cause to be kept correct and complete books and records of account and minutes of the proceedings of the Puget Sound Chapter and Board of Trustees; and shall keep at the address of the Secretary of the Board of Trustees or the Membership Manager a record of the members. Any books, records, and minutes may be in written form or any other form capable of being converted into written form within a reasonable time.

6.6 COMMUNICATIONS: Electronic communications, specifically email, is encouraged as a quick, efficient method of connecting to chapter members. Some members may not use email and as long as this situation exists, postal service mail must be used for essential communications with those alumni. Electronic record keeping is encouraged to reduce hard copy records. Dissemination of the Chapter Newsletter via electronic means is encouraged for all members who use email. Above all, it is essential that all Officers and Trustees be available to Chapter Members to provide information and encourage them to participate in activities, events and efforts which will help achieve the Chapter Mission.

ARTICLE 7 FISCAL YEAR

The fiscal year of the corporation shall be the twelve (12) month period beginning January 1st and ending December 31st each year or as set by resolution of the Board of Trustees from time to time.

ARTICLE 8 WAIVER OF NOTICE

Whenever any notice is required to be given to any member or Trustee of the Puget Sound Chapter under the provisions of these By-Laws, waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE 9 INDEMNIFICATION

To the full extent permitted by Washington Law, the Puget Sound Chapter shall indemnify any person who was or is a party or is threatened to be made a party to any civil, criminal, administrative, or investigative action, suit, or proceeding (whether brought by or in the right of the Puget Sound Chapter or otherwise) by reason of the fact that he/she is or was a Trustee or officer of the Puget Sound Chapter, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action suit, or proceeding; and the Board of Trustees may, at any time, approve indemnification of any other person which the Puget Sound Chapter has the power to indemnify under Washington Law. The indemnification provided by this section shall not be deemed exclusive of any other rights to which a person may be entitled as a matter of law or by contract.

ARTICLE 10 DUES & CONTRIBUTIONS

10.1 Dues for all members shall be as established by the Board of Trustees and shall be collected starting in September each year for the forthcoming fiscal year, January 1st to December 31st. Dues may be collected for future fiscal years if a member desires to pay in advance.

10.2 The Board of Trustees is authorized to accept contributions, donations and bequests to the Puget Sound Chapter from appropriate sources. Monies so received shall be placed in such fund or funds as prescribed by the Board of Trustees.

ARTICLE 11 NATIONAL CHAPTER TRUSTEE

11.1 Under current rules for selection of Trustees to the national USNA Alumni Association Board of Trustees, the Puget Sound Chapter may have the opportunity to choose a Trustee to the national Board. When this is the case, the National Trustee shall be selected by a simple majority vote of the full Puget Sound Chapter Board of Trustees.

11.2 Any member of the Puget Sound Chapter in good standing who has served as a Trustee on the Puget Sound Chapter Board for at least one full three year term is eligible for election to this position.

11.3 The opening of this position will be announced at the appropriate time and volunteers will be solicited from the membership. A volunteer shall submit his/her request with a short biography and a description of the activities in which he /she has been involved in support of the Chapter. He/she may also submit a statement of why he /she would be a good choice for the National Trustee.

11.4 The National Trustee shall serve for the term prescribed by the national USNA Alumni Association, normally three years. He/she may be elected for a consecutive three year term provided the Chapter has maintained its eligibility. The National Trustee may only serve a total of six consecutive years.

11.5 The National Trustee, if also a currently serving Chapter Trustee, shall resign his/her position as Chapter Trustee at the end of the current year in which serving. ~~The Chapter Trustee elected as replacement shall normally be elected for a full three year term.~~

11.6 The National Trustee shall attend Chapter Trustee meetings when possible and shall have the same voting powers as the Chapter Trustees. This is a recognized exception to the rule in Article 4.2 which allows only nine (9) Chapter Trustees.

11.7 The National Trustee shall be guided in his/her duties by the rules of the national USNA Alumni Association regarding Trustees. The National Trustee is encouraged to seek the opinions of Puget Sound Chapter members concerning significant issues which come before him or her. It is recognized that the National Trustee must act for the good of all alumni. Therefore, member's opinions are simply an input to be evaluated in the overall context of the issue at hand.

11.8 The National Trustee is encouraged to report the results of each Board meeting to the Puget Sound Chapter members. He/she shall be one means of communications between the Puget Sound Chapter and the Alumni Association board of Trustees.

ARTICLE 12 AMENDMENTS

The power to alter, amend, or repeal these By-Laws and adopt new By-Laws is vested in the Board of Trustees, subject to repeal or change by action of the members of the Puget Sound Chapter, provided that the power to adopt, amend or repeal any provision in these By-Laws relating to the size, powers, term, or make-up of the Board of Trustees is vested solely in the members of the Puget Sound Chapter.

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CERTIFICATE OF ADOPTION

The undersigned, being the Board of Trustees of the U.S. NAVAL ACADEMY ALUMNI ASSOCIATION, PUGET SOUND CHAPTER, hereby certifies that the foregoing is a true and correct copy of the By-Laws adopted by resolution of a majority of the members of the Puget Sound Chapter via an online survey in June 2020, present at the Chapter meeting on February 6, 1991 as amended herein by Revision one at the Board of Trustee meeting on June 9, 2020, ~~January 13, 2009~~. Revision one is approved by the Board of Trustees whose signatures appear below.

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BOT Members and signature below:

Jim AdkinsLinda Postenrieder, President

Dean AngelJordon Voss, Vice President

Jack BarfieldDon Lachata, Treasurer

~~Doug Cook~~ Chris Bajuk, Secretary

~~Walt Draper~~ Todd Nichols, National Trustee

~~Kyle Baker~~ Kyle Baker, Trustee

~~Don Lachata~~ Dwight Fontilla, Trustee

~~Chuck Pelletier~~ Sonja Hanson, Trustee

~~Robert "Bo" Hight~~ Robert "Bo" Hight, Trustee

~~Will Roberts~~ Andrea Howard, Trustee

~~Phil Stevens~~ Corry "Jeb" Kucik, Trustee

~~Ron Waddell~~ Stephanie McKinnie, Trustee

~~Jordan Rusk~~ Jordan Rusk, Trustee

~~Becky Quinlan~~ Becky Quinlan, Trustee

~~Dan Washington~~ Dan Washington, Trustee