



BYLAWS OF THE DESTROYER LEADER ASSOCIATION

PREAMBLE

The members of the association do recognize the moral, social, intellectual, historical and other benefits to the members and their families from affiliation with the association. The members strive to cultivate the friendship of association and loyalty among members and do hereby agree to be governed by the following rules and regulations.

ARTICLE 1 – NAME

SECTION 1: The name of the organization shall be THE DESTROYER LEADER ASSOCIATION, (Also referred to hereafter as “DLA” or “the Association”).

ARTICLE 2 – PURPOSE

SECTION1: The purpose of the DESTROYER LEADER ASSOCIATION is to assist former shipmates who served aboard the five original Destroyer Leader ships meet and communicate with each other, to encourage the exchange of information about historical events, to preserve an accurate history of the ships for future generations, and to provide a conduit for our shipmates and the public to better understand the contribution of their naval service.

SECTION 2: The organization shall be a non-profit, non-sectarian, and non-political organization. The Destroyer Leader Association (DLA), under and pursuant to the Laws of the State of Delaware, has been granted tax exempt status under the provisions of the IRS Code Section 501 (c) (19).

SECTION 3- The Association shall adopt Standing Rules for governing the affairs of the Association, provided nothing therein shall conflict with the By- Laws.

ARTICLE 3 - MEMBERSHIP

Defined:

- (A) Regular Member in “Good Standing” (Dues are paid up to date)
- (B) Member (A member with dues that are not paid up to date)
- (C) Associate Member – Refer to section (2)
- (D) Honorary Member – Refer to section (4)

SECTION 1: All personnel who served in any of the five ships: USS NORFOLK DL1, USS MITSCHER DL-2/DDG-35, USS JOHN S. McCAIN DL-3/DDG36, USS WILLIS A. LEE DL-4 and/or USS WILKINSON DL-5 while the ship was in commission are eligible for membership in the Association. Regular Members in good standing are entitled to rights & privileges that include: voting, holding elected office in the Association, serving on committees, attendance at reunions and other meetings, participation in all historical and other Navy Official functions, and participation in all historical and memorial functions sponsored by the Association.

SECTION 2: Associate membership shall consist of those persons who want to be associated with the organization because of personal relationship to shipmates, sister ship associations or other reasons known to them, and who have been nominated by a Regular Member in good standing or Lifetime Member. Yearly dues will be required to retain an associate membership. Associate Members are not permitted to attend meetings, vote, or to hold elected office or appointed positions in the Association. Widows of Regular Members are eligible to be Associate Members.

SECTION 3: Honorary membership shall consist of those persons who want to be associated with the organization because of personal relationships to shipmates, sister ship association or other reasons known to them, or to those persons who have directly or indirectly contributed their time, talent or assistance to the Association. Honorary membership may be granted upon recommendation by a member in good standing and a simple majority vote of the members present & voting at the annual business meeting.

Honorary Members shall not pay dues, nor will they be eligible to hold any elected office, vote, or accept any benefit associated with regular membership.

SECTION 4: Spouses of Members enjoy all the rights and privileges of members, with the following exceptions: They may not attend meetings, vote, hold elected office or appointed positions in the Association and are not required to pay annual dues.

ARTICLE 4 – DUES

SECTION 1: The Regular Member annual dues of this Association shall be \$25.00 per year. The year is defined as the calendar year, January 1 through December 31. The annual dues are payable in the preceding November.

SECTION 2: Dues will not be collected from an Honorary Member of this Association.

SECTION 3: A member in good standing is one who has paid, or is not more than 60 days in arrears of payment of dues, or other money due to the association.

SECTION 4: Any member who is in arrears of payment of dues is deemed to be delinquent after 90 days.

SECTION 5: Annual membership dues shall be \$25.00 per calendar year. Dues shall be pro-rated for new members joining July 1 thru September 30. After each September 30, dues shall be for the remainder of that year plus all of the following year. The dues amount may be changed by a vote at the Annual business meeting.

SECTION 6: The Board of Directors may waive dues for regular or associate members who desire to remain on the mailing list but are known to be unable to pay dues do to financial hardship.

SECTION 7: Associate member's annual dues are \$15.00, payable beginning Nov 1 – Jan 1. New Associate members joining after July 1 pay \$10.00 pro-rata the first year.

ARTICLE 5 - ASSOCIATION OFFICERS AND BOARD OF DIRECTORS

SECTION 1: The Officers of the Association who collectively shall comprise its Board of Directors shall consist of; President, Vice President, Secretary, Treasurer, a Ship's Coordinator from each of the five DL's or DDG-35 or DDG-36 and immediate Past President. (The immediate Past-President serves in an advisory, non-voting capacity)

SECTION 2: There shall be an election of officers at each annual business meeting by the voting members present. Officers shall be elected for two-year terms with terms staggered so that 50% of the officer positions will expire at the end of each annual business meeting. In the event of a national emergency, or any other cancellation of the annual business meeting, the officers shall remain in office until the next regularly scheduled business meeting. The slate of proposed officers shall be presented to the members present at the annual business meetings.

SECTION 3: The duties of the **President** shall be to preside over all meetings of the Association and of its Board of Directors, to organize the reunions, and enforce the by-laws of the association. He is a member of all committees. He shall appoint a Master at Arms to enforce security at the meetings and resolve any disputes, including eligibility for voting. A Parliamentarian shall be appointed by the President to assist in ensuring the proper conduct of the annual business meeting according to Robert's Rules of Order. (Newly Revised) The President also serves as Chairman of the Board of Directors.

SECTION 4: The duties of the **Vice President** are to assume the duties of the President in the absence of the President. In the event a vacancy in the office of the President should occur, he shall complete the President's unexpired term. He is also to assist in the reunion organization, to schedule and help plan the annual Memorial Service and chair other assigned committees as needed.

SECTION 5: The duties of the **Secretary** shall be to record proceedings of the Business Meetings, respond to and refer correspondence to the proper Officers, and prepare Association correspondence when directed to do so, including assisting in preparation and distribution of the DL Association newsletter. He shall also notify Officers and Committees of their election or appointment, and shall assist the President in preparation of the Order of Business to be considered at each meeting. He shall send out notices of all meetings of the Association at least ten (10) days in advance. He shall present a brief Annual Report.

SECTION 6: The duties of the **Treasurer** shall be to receive all monies from dues and donations and to keep an accurate account of all finances. The Treasurer shall also prepare a hard-copy financial statement to be included in the reunion welcome packet and presented to the members at the annual meeting. He shall also maintain a checking account for the purpose of paying all authorized bills.

The Treasurer may also be authorized to pay an expense incurred by a Board Member, Member in good standing, or Associate Member with prior written approval of the President and Board Members, if the expense is deemed related to, and a responsibility of, the Association. The original receipt of a BOD-approved expense with appropriate explanation and documentation is forwarded to the President for approval signature. The President will send the original approved documentation and receipts to the Finance Chairman for review and forwarding to the Association Treasurer for prompt payment by DL Association Check. No expense reimbursement will be made without the President and BOD approval in writing and the appropriate documentation.

Personal Expenses associated with annual reunion expenses are not reimbursable unless such an expense is directly related to the DL Association responsibility. The Treasurer is also responsible for the issuing annual membership cards as members pay their Association dues. The President's expenses related to DLA responsibility are submitted to the Finance Committee Chairman for review, approval and forwarding to the Treasurer for reimbursement. Original receipts are necessary for all reimbursements. The Treasurer shall also file the yearly reports and fees to the State of Delaware to maintain the DLA tax-exempt status.

SECTION 7: The **Immediate Past-President** shall sit on the BoD as a non-voting advisor to provide experience and guidance in Association business. He remains on the BoD until the next Past-President relieves him. (The President may call on the Past-President to vote in the event of a "Tie" on an issue at a BoD meeting convened with an even number of attendees.)

SECTION 8: The **Ship's Coordinators** serve as BoD members; represent their respective ships and the shipmates who served on them. It is their responsibility to bring input from their shipmates and to provide positive enthusiastic leadership to the Association and its functions. They are encouraged to arrange a "break-out session" for their shipmates at each Reunion to listen to ideas and comments for the benefit of the Association in general. Each ship's coordinator is responsible to provide the Editor of the Newsletter with timely brief articles pertaining to their respective ship for each issue. Ship Coordinators are also responsible for sending out certificates to families of deceased members.

SECTION 9: The Board of Directors of the Association may meet once or twice each year at the President's discretion, subsequent to, or prior to, the annual Association meeting. The purpose is to prepare the order of business for the Association's annual meeting and to handle all business as needed for the smooth operation of the Association. BoD members may be reimbursed up to \$250 annually upon providing paid receipts for attending a BoD meeting, other than the actual reunion expenses. A BoD meeting may be convened with 50% of the BoD in attendance.

SECTION 10: All officers shall have the right to vote and debate matters the same as any other member except as stated in Section 7 above or in Section 11 below.

SECTION 11: The President, or one who is presiding in his absence, shall avoid taking sides in the debate with other members on questions before the Association, unless he surrenders the Chair. He is not prevented from entering discussion. The President, or one presiding in his absence, need not surrender the Chair to debate an appeal from his decision of a motion, nor shall he be required to surrender the Chair when debating questions at a BoD Meeting.

SECTION 12: All Officers shall be required to take the following oath of office at the time of their election, or in the necessary absence of any officer at the time, at a later time: "I solemnly promise to abide by the rules, By-Laws and regulations of the Association. I further promise that I will perform the duties of my office to the best of my knowledge and ability."

SECTION 13: Officers shall assume their duties upon adjournment of the banquet following the annual meeting.

ARTICLE 6 - MEETINGS

SECTION 1: A minimum of one annual meeting of the Association will be held in a city designated and voted on by the members present and voting at the business meeting of a previous reunion. The reunion will be held between April 1 and October 31.

SECTION 2: Nomination and election of Officers will be held after all old business is concluded at the Reunion.

SECTION 3: Nomination and election of Officers will be the first order under New Business, during the Annual meeting.

SECTION 4: A Shipmate who is not a member in good standing is permitted to attend reunions without having voting privileges.

ARTICLE - 7 ORDER OF BUSINESS

SECTION 1: The order of business at a regular meeting of the Destroyer Leader Association shall be as follows.

- a. Call to order by the President
- b. Invocation
- c. Pledge of Allegiance to the Flag
- d. President Appointments of Master at Arms and Parliamentarian
- e. Reading of the minutes and their approval
- f. Reading of communications and correspondence.
- g. Treasurers and Secretaries Reports
- h. Committee reports
- i. Unfinished Business
- j. The president shall schedule individual "break-out sessions" at the annual reunion for each of the 5 DLs to allow those ships to select ship coordinators and discuss issues pertinent to their respective ships
- k. Announcements
- l. Selection of future reunion city (2 years ahead)
- m. Good of the Association
- n. Adjournment

SECTION 2: At the Annual Meeting, the above agenda will be expanded to include the election, counting votes, announcement of new Officers and Directors.

ARTICLE - 8 AMENDMENTS TO THE BY-LAWS

SECTION: 1 These by-laws may be amended at any Annual Business Meeting or special meeting by a 2/3 vote of the Members present and voting, provided the notice, including the subject(s) of the proposed amendment, has been given in writing to all members in good standing 30 days prior to the meeting.

ARTICLE 9 - COMMITTEES AND APPOINTMENTS

SECTION: 1 The President shall have the authority to appoint committees or accept volunteers for committees as he deems necessary for operation of the Association, to include the following:

- a. Finance Chairman and Audit Committee:

This Committee is to consist of up to three people at the Presidents discretion who will review all expenses submitted for Association reimbursement after the President and BOD approve them prior to forwarding them for payment by the Association's Treasurer. (See article 5 – section 6, re. reimbursement).

b. Reunion Planner:

This person is authorized by the President and BOD to review and sign contracts for hotels, catering and tours on behalf of the Association when directed to do by the President. The Planner contacts the locations chosen by the BOD and approved by the Membership for the Annual Reunion, accumulating the appropriate proposals and data required for each reunion along established good reunion guidelines.

The reunion planner shall nominate up to three (3) locations to the BoD and they shall review the recommended cities based upon the five (5) "A"s. Attractions, Accessibility, Affordability, Atmosphere and Availability. The planner makes the final selection of the city/hotel after approval with the BoD, and then proceeds to finalize the contracts. The reunion planner's goal is to maximize the number of shipmates attending the reunion.

c. Historian:

The duties of the Historian shall be to maintain an accurate record of the history of the five original destroyer leader ships (DL-1, DL-2/DDG-35, DL3/DDG-36, DL-4 and DL-5). The Historian shall also provide an American Flag for the Annual Business Meeting, and lead the attendees in the Pledge of Allegiance at the opening of the business meeting.

d. Chaplain:

The Chaplain opens and closes the meeting of the Association with an appropriate prayer. He is responsible for all Memorial Services and is the Chairman of the Sick and Relief Committee. He offers the blessing when appropriate at meals and assists members in spiritual need when requested.

e. Ship's Store Manager:

Coordinates the purchasing, inventory control, and sales of all DL Association memorabilia items available for purchasing at the Annual Meeting, etc. He evaluates the selection of items and establishes cost/sell with approval of the BoD. The Ship's Store Manager prepares and presents an annual report of sales and net profit to date at the Annual Meeting.

f. Publicity Coordinator:

Coordinates the DLA reunion public notices in conjunction with the 5 ship coordinators. This is to ensure that as many interested shipmates or interested persons information to attend the reunions of the DLA. Newspapers, magazines, associations, periodicals and other appropriate media should be used to "get the word out". This should be done at least 5 months prior to the current year's DLA reunion and include date, location and contact information.

ARTICLE 10 – DISSOLUTION OF THE ASSOCIATION

SECTION: 1 If the time should come when the members of the Association decide that to continue to exist

as an organization is no longer practical, the following rules shall apply.

- a. The decision to disband can be decided at a regular business meeting by a vote of the majority of the members present and voting.
- b. All members of the Association will be notified by mail in writing, of the decision to disband, at least 30 days prior to the regular business meeting that the subject to disband is to be brought to the floor.
- c. All monies and property belonging to the Association will be donated to a qualified Veterans Organization as determined by the members present at the last meeting. The monies shall be donated after all outstanding bills have been paid.
- d. A final financial report shall be sent to all surviving members.