

By-laws
of
Liberty Maritime

ARTICLE 1 - SCOPE AND PURPOSE

- A. All powers of *Liberty Maritime* conferred upon it by the virtue of its incorporation shall be executed in accordance with the provisions of the BY-LAWS. Admission to membership, rights of membership, tenure of membership and obligations of membership in Liberty Maritime shall be entirely to and dependent upon the Provisions and Exercises of Authority herein conferred by these By-Laws.
- B. The primary goal of *Liberty Maritime* is to insure a nonprofit public benefit by the acquisition, restoration and display of Vietnam-Conflict era, and post Vietnam-Conflict era, patrol and rescue type watercraft and memorabilia.
- C. The secondary goal of *Liberty Maritime* is the support of nonprofit youth maritime education groups, activities and programs.

ARTICLE 2 - MEMBERSHIP

Section 1. Qualifications

- A. Any member of the U.S. armed services or Veteran of the U.S. armed services who were assigned to patrol type craft or their family, friends, modelers of this type of craft, operators of this type of craft, Sea Scouters assigned to this type of craft, and those who profess a serious interest therein may apply for membership.
- B. The board may from time to time place such additional requirements or restrictions on the qualifications for membership, as it deems necessary.

Section 2. Applications

- A. Applicants for membership may request membership on a membership request form sent to the National office in West Sacramento, CA.
- B. An application may be procured from the National Secretary, Board Members or other members.

Section 3. Processing Applications

Once an applicant has filled out an application they return it to the National office with membership fee. There it will be reviewed by the Secretary. If all is found to be in order by the Secretary then membership will be granted.

Section 4. Classes of membership

- A. Founding Members are those who joined in the formation of the *Liberty Maritime* and became members by 12 April 2000.
- B. Charter members are those who were members of *Liberty Maritime* as of the date of 1 June 2000.
- C. Regular members are those members stated in Section 4A and 4B of this article and all other members, who join *Liberty Maritime*, pay dues, and subscribe to the duties and regulations of membership.
- D. Honorary membership may be conferred on a member or non-member by unanimous approval of the Board of Directors. Honorary membership shall carry all the privileges of regular membership, except no annual dues shall be required.

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- B. Life Membership may be obtained by a member in good standing 18 years of age or older, upon payment of current Life Membership fee. Life

Membership shall carry all the privileges of the regular members except no annual dues shall be required.

C. Junior members are regular members who have not reached their 18 birthday. They have all the rights and privileges of regular members except of holding office.

Section 5. Duties and Rights of Members

A. Members shall be current in fees and dues. All memberships shall have an anniversary date of June 1st. If dues are not paid by August 1st, a thirty-day notice shall be sent. If dues are not paid by the end of thirty days, membership shall be terminated automatically.

B. Members must abide by *Liberty Maritime* Standards as specified by the Board of Directors,

By-Laws and such other policies as the board may prescribe.

C. Any director, officer or member of *Liberty Maritime* that willfully goes against the By-Laws of *Liberty Maritime* for the benefit of personal gain or any other reason shall have their membership revoked and be disallowed association with *Liberty Maritime* in any manner thereafter.

D. Any director, officer or member of a supported group of *Liberty Maritime* that willfully goes against the By-Laws of *Liberty Maritime* for benefit of personal gain or any other reason shall be removed from their position and shall be disallowed association with *Liberty Maritime* in any manner thereafter.

E. Failure of the supported group to enforce rule D of Article 2, Section 5 shall cause the termination of support from *Liberty Maritime* to the supported group.

Section 6. Complaints

A. All complaints of misconduct of a Director, Officer or Member of *Liberty Maritime*, or a Director, Officer or Member of a supported group must be

presented to the Board, in writing, within two (2) weeks of the incident, to be considered in a timely manner.

B. Complaints made in writing to the Board will be acted upon within one (1) month. Decision of the board in final.

C. The Board of Directors may take such action, legal or otherwise, as necessary, to protect *Liberty Maritime* and to enforce its By-Laws including suspension or termination of membership.

D. A person seeking readmission after disciplinary action must apply to the Chairman at the Board of Directors.

ARTICLE 3 - BOARD, DUTIES, TERM OF OFFICE

Section 1. Board of Directors

A. *Liberty Maritime* shall be governed by a Board of Directors. The purpose of this Board is to insure the goals, purpose and By-Laws of *Liberty Maritime* are followed at all times.

B. The Board shall consist of one Chairman and six (6) members.

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C. Special sessions of the Board may be called by the Chairman, or three (3) members of the Board together. All Board members must be notified of a special session of the Board at least 72 hours in advance of the session.

- D. All decisions made by the Board must be made by a quorum, whether in regular or in special sessions. A quorum shall be four (4) members.

Section 2. Term of Office

A. The Board will consist of four (4) members of *Liberty Maritime*, who are elected by the general membership every three (3) years, and the three (3) founding members of *Liberty Maritime*. Upon the vacating of any Board position, including founding members, that position shall be filled for the remainder of the term by a majority vote of the remainder of the Board, and thereafter will be elected by the general membership.

B. The chairman will be elected by the Board from a member within the Board for a term of three years.

C. Minutes of all Board meetings must be mailed by the Secretary to all Board Members within 10 days after such meeting. Members may request a copy of the minutes by sending a self-addressed envelope to the Secretary in West Sacramento.

Section 3. Duties of the Board of Directors

A. The Board of Directors shall have full power to manage the business and affairs of *Liberty Maritime* except where otherwise provided in these By-Laws.

1. The Chairman shall chair the meetings of the Board and vote in the case of a tie. The Chairman shall set meeting dates, times, and locations and appoint special committees as necessary.

2. The Treasurer shall keep account of all funds, report monthly, or as requested, to the Board and report as necessary to governmental agencies.

3. The Secretary shall meet the requirements of Section 2, paragraph C, oversee general mailings, keep membership and election records and will report monthly, or as requested, to the Board.

4. The Director of Operations shall oversee and make decisions regarding the day to day operations of *Liberty Maritime* and will report monthly, or as requested, to the Board.
- B. The Chairman, Treasurer or Director of Operations may approve expenditures not in excess of \$500.00 (Five hundred dollars). The Board must pre-approve any purchase above this amount.
- C. Any Board Member may dispose of property not in excess of \$500.00 (five hundred dollars). The Board must approve any disposal of property above this amount before such disposal can be made.
- D. Any donation in excess of \$500.00 (five hundred dollars) value shall be approved by the Chairman, Treasurer or Director of Operations and any donation in excess of \$5000.00 (five thousand dollars) value shall be reviewed by the Board before acceptance by *Liberty Maritime* and issuance of a donation receipt.

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ARTICLE 4 - ELECTED OFFICERS

Section 1. Priorities of Office

- A. No member shall hold two (2) Offices at the same time (defined as Chairman, Secretary, Treasurer, and Director of Operations), either elected or appointed, or shall hold two (2) seats on the board simultaneously.
- B. A Member's election to an office at a National level shall constitute automatic resignation from any other office.

Section 2. Resignation of Officers

- A. Resignation of an Officer from any office of *Liberty Maritime* shall be submitted to the Chairman in writing and shall be subject to acceptance of the Board of Directors.

Section 3. Re-election of Officers

- A. Members shall be eligible for re-election to any office, except Chairman, at the end of their term.
- B. No member shall be eligible for re-election to the office of Chairman until three (3) years after ending the previous full term as Chairman.

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ARTICLE 5 – APPOINTED OFFICERS

Section 1. The Board of Directors shall appoint a Director of Communications for the publication of *Liberty Maritime*, assigning such duties and responsibilities as may be deemed appropriate. The Director of Communications shall serve for one year from date of appointment and may be re-appointed from year to year, subject to review by the Board.

Section 2. The Board of Directors may retain legal counsel to act in behalf of *Liberty Maritime* in matters where legal counsel and advice are necessary for the corporation's best interest.

ARTICLE 6 - NOMINATIONS AND ELECTIONS

Section 1. Nominations for National Officers shall be filed with the Secretary (with a copy to the Chairman) no later than 31 March of an election year. Nomination must be made with the permission of the nominee.

Section 2. The Secretary shall prepare the ballot, with provision for write-ins, to be sent to all members in good standing on 1 June of the election year. Ballots shall be returned postmarked not later than 15 July.

Section 3.

A. Ballots are to be mailed by the membership directly to the Secretary. The Secretary will then make a tabulation of the votes cast. The Secretary will

then supply the Chairman and the Board of the results. A plurality of all valid votes cast shall decide those elected to office. The Secretary shall notify immediately the newly elected officers.

B. Officers-elect shall take office at the October meeting of the election year. Election of Chairman shall take place at the October meeting and he/she will take office immediately.

ARTICLE 7 - MEETINGS

Section 1. Annual Fiscal Meeting

An annual fiscal meeting will be held in February, at a date and place selected by the Board of Directors.

Section 2. Bi-Monthly Meetings

Bi-Monthly meetings will be held on the first Friday (or on a date chosen by the Board) in the months of; February, April, June, August, October and December at 7:00PM in West Sacramento, or at a place voted on by the Board.

Section 3. Business of Bi-Monthly Meeting

- A. Review past two months activities.
- B. Receive reports from Directors of Operations &, Communications, Secretary, Treasurer, and Chairman.
- C. Discuss other matters as needed.

Section 4. Parliamentary Procedure.

Parliamentary Rule as set forth in "Roberts Rules of Order" shall govern all meetings of the Board of Directors.

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ARTICLE 8 – FUNDS AND FINANCES

Section 1. The fiscal year shall begin 1 June of every year.

Section 2. Dues shall be payable 1 June of every year.

Section 3. Application fee shall be determined by the Board of Directors as deemed appropriate.

Section 4. All monies received shall no deposited by the Treasurer as per the direction of the Board.

Section 5. The Treasurer and other Officers shall be bonded as prescribed by the Board of Directors.

Section 6. Accounts of *Liberty Maritime* shall be audited annually as directed by the Board of Directors, and at any other time when the Board of Directors shall deem necessary.

ARTICLE 9 – COMMITTEES

Section 1. Special Committees

A. The Chairman shall appoint such special committees, as he/she deems necessary: and he/she shall also determine the number of members to appoint to each committee.

B. Special Committees shall be those committees temporary in purpose, reason, or convenience. Special Committees shall consist of a Chairman and other members as appointed by the Chairman of *Liberty Maritime*.

C. Special committees shall report to the Liberty Maritime Chairman as he/she may so direct.

ARTICLE 10 - CORPORATE SEAL

Permission for use of the *Liberty Maritime* seal by other than official entities of *Liberty Maritime* must be obtained from the Board of Directors.

ARTICLE 11 – RULES AND REGULATIONS

Section 1. All rules and regulations as set forth by the Board of Directors shall apply to all *Liberty Maritime* members, functions, and meetings,

Section 2. Failure of individual members or groups of members to follow the rules and regulations of *Liberty Maritime* may result in disciplinary action of offending members as determined by Board of Directors.

ARTICLE 12 - AMENDMENTS

Section 1. Amendments to these By-Laws shall be submitted to a quorum of the full Board of Directors at any regular or special meeting of the Board or by written request for consideration the Board of Directors. Upon favorable action by the Board and notice publication in *Liberty Maritime News*, the amendment's) shall be submitted to the entire membership for vote. If the majority of the ballots returned are affirmative, the amendment's) shall be approved.

ARTICLE 13 – ADOPTION OF BY-LAWS

These By-Laws shall be become effective 12 April, 2000 as prescribed in regulation governing Amendments, Article 12 of the By-Laws and published in the Spring 2000 *Liberty Maritime News*.