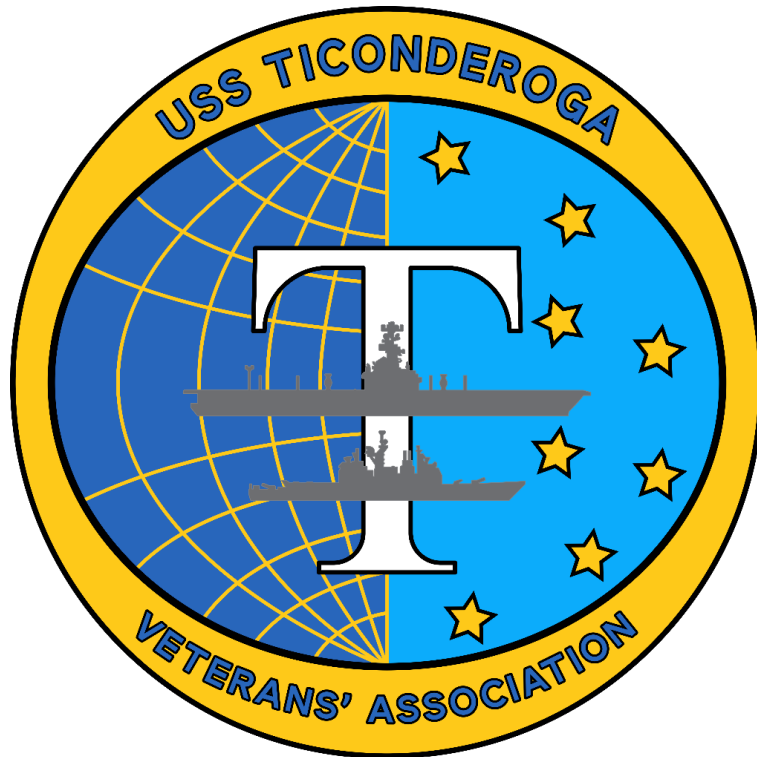


USS TICONDEROGA

Veterans' Association



BY-LAWS

Adopted May 16, 2026

Latest revisions in **BOLD** text

ARTICLE I NAME:

The name of this organization shall be the USS TICONDEROGA Veterans' Association.

ARTICLE II MISSION:

The mission of the Association shall be to perpetuate the memory of USS TICONDEROGA (CV/CVA/CVS-14) commissioned May 8, 1944, and USS TICONDEROGA (CG-47) commissioned January 22, 1983, and **include the ship's company, embarked staffs, squadrons and any other detachments in addition to the same of all TICONDEROGA-class AEGIS cruisers for the purpose of** exchanging mementos and memories of tours of duty. The Association shall be a non-profit 501(c)(19) **organization** incorporated in the **State of Florida on March 01, 2026**, in perpetuity. Such purpose to include:

- (a) planning and arranging annual general membership meetings (**also called reunions**);
- (b) locating former shipmates and urging their participation in this Association;
- (c) contributing mementos, pictures, plaques, artifacts, insignia, papers, letters, or other memorabilia relating in any way to the activities of, or service aboard, the aforementioned ships, together with any available funds for their procurement, shipping, display or maintenance as set forth in ARTICLE XI - ASSOCIATION ASSETS;
- (d) establishing, administering, and accepting voluntary earmarked contributions (as either direct donations or legacy gifts) to support any approved and adopted memorial program of the Association, **with** those contributions not specifically earmarked to be allocated to the General Fund;
- (e) in the event of dissolution of the Association, all Association monies and other assets will be turned over to the museums and memorials of the Association to be used for necessary expenses **and for the preservation of the same, until such funds are exhausted.**

ARTICLE III MEMBERSHIP:

Section 1. Regular membership is open to all **former crew members of** USS TICONDEROGA (CV/CVA/CVS-14) and USS TICONDEROGA (CG-47), in addition to **those personnel identified in ARTICLE II – MISSION above**. All **Regular and Life** members of the Association may cast one vote in the business of the Association. **There shall be no proxy voting.**

Section 2. **Life** membership is open to all **former crew members of** USS TICONDEROGA (CV/CVA/CVS-14) and USS TICONDEROGA (CG-47), in addition to **those personnel identified in ARTICLE II – MISSION above for those choosing to pay a one-time membership fee in accordance with ARTICLE X – DUES, Section 2 of these By-Laws**. All **Life** members of the Association may cast one vote in the business of the Association. **There shall be no proxy voting.**

Section 3. Honorary membership shall be bestowed upon the surviving spouse of any paid deceased member identified by any **Regular or Life** member of the Association. The President, on recommendation of other members and once validated by the Secretary **and** with the approval of the Executive Board of Directors, may appoint additional Honorary memberships in exceptional cases where such an honor is deemed warranted. Honorary members shall pay no dues, may not hold any elected office of the Association, and may not cast a vote in the business of the Association.

Section 4. Associate membership shall be **open** to all other military or civilian official passengers who served aboard these ships while underway (such as embarked staff, flight and air group personnel, technicians, news media, space/moonshot recovery personnel, etc.). Associate membership shall also be open to relatives and friends of members who wish to participate in Association activities. An Associate member shall pay annual dues or may elect a Life membership in accordance with ARTICLE X – DUES, Section 2 of these By-Laws. **Associate members shall have all the rights of a Regular or Life member except they may not cast a vote in the business of the Association nor may they hold any elected office.**

ARTICLE IV MEETINGS:

Section 1. An annual general membership meeting (**also called a reunion**) of the Association shall be held in locales approved by the membership at the prior annual general membership meeting. A representation of the voting members present **shall constitute** a quorum for the purpose of conducting general membership meetings. If necessary, **ad hoc** meetings may also be facilitated through electronic media to conduct **either an Executive Board of Directors meeting or a Board of Directors meeting as deemed necessary by the President. A quorum (simple majority (51%) of the Board) must be present if any vote is to be cast. The Executive Board of Directors may also schedule a general membership meeting as warranted by either the Executive Board of Directors or the Board of Directors. A quorum in a general membership meeting shall be defined as all voting members present.** Members for any of these Association meetings must be notified via electronic media (i.e. e-mail or phone call,) a minimum of **three (3)** days in advance.

Section 2. The President shall call an Executive Board of Directors meeting on the day of or prior to the annual general membership meeting.

Section 3. Both annual and ad hoc meetings of the Association or of the Association's Executive Board of Directors shall be conducted by the President or, in their absence, by the Executive Vice President, or, in their absence, by elected officers in order of their seniority as defined by ARTICLE V - DIRECTORS.

Section 4. Meetings shall be conducted in accordance with **these By-Laws and Robert's Rules of Order, Newly Revised.** From time to time, specific rules of order noted in these By-Laws or by other recognized "Association rules of conduct" as defined by the Executive Board of Directors will supersede the applicable section of **Robert's Rules of Order, Newly Revised.** The Association members shall transact such other business as may properly come before them.

Section 5. The Secretary shall record the minutes of business conducted at the annual general membership meeting **and any ad hoc meeting. These minutes shall be distributed to the Association members in the next scheduled newsletter release and may also be posted to the Association web site immediately.**

Section 6. The Treasurer shall give an Association financial report at the annual general membership meeting, which has previously been audited by the Audit Committee.

Section 7. The President shall submit a budget for membership approval for the ensuing year at the annual general membership meeting. Such a budget **shall be** submitted in writing and approved by the Executive Board of Directors **prior to presentation** to the Association membership present for approval during the annual general membership meeting.

ARTICLE V DIRECTORS:

Section 1. The Executive Board of Directors shall be the senior governing body of the Association and shall include all elected officers during their term of office, **including** the Association Chaplain, and, as past presidents of the Association, the most recent five (5) past presidents of the Association. **A simple majority (51%) of the Board** shall constitute a quorum for the transaction of all business at any meeting of the Executive Board of Directors. **All members of the Executive Board of Directors shall have voting rights.**

Should a Director become incapable or unwilling to fulfill the responsibilities of the role to which they were elected due to death, **ill health**, incapacitation, misconduct, or resignation, the current President shall nominate a replacement to fulfill the remaining term. Such nomination is subject to a **simple** majority approval of the Executive Board of Directors.

Section 2. Prior to the adoption of these By-laws of May 20, 2023, thirteen (13) Directors/Past Presidents along with the elected officers constituted the Executive Board of Directors. As part of the adoption of these By-Laws of May 20, 2023, it was approved to reduce the total number of former Directors/Past Presidents through attrition by one Director/Past President in order of appointment annually until such time as there are not more than five (5) such members. Should any of these Directors/Past Presidents so identified become incapable or unwilling to fulfill this role or responsibilities **as either accepted or determined by the President**, the position would be permanently vacated, and the subsequent Directors/Past President would sunset the **following** year.

Section 3. Upon any member's departure from the Executive Board of Directors, all Association property, documents, records, memorabilia, and electronic files shall be turned over to the current President **without delay**.

Section 4. Any Association matter may be submitted for consideration by a member in good standing to the annual Executive Board of Director's meeting held before and after the annual general membership meeting. The request should be in writing, addressed to the outgoing or newly elected President, as appropriate, and in time to be included in the agenda for the Executive Board of Director's meeting. Should it become necessary between annual Association meetings of the Executive Board of Directors to conduct a vote on any issue that cannot wait until the next scheduled Executive Board of Director's meeting, a written request to the President and/or Executive Vice President for such a vote must be made. The President must authorize the Secretary to notify all board members of **this matter and schedule an** ad hoc meeting via a certified notification media (i.e., e-mail).

ARTICLE VI OFFICERS:

Section 1. The following officers shall be nominated and elected **for a one year term** at the annual general membership meeting to be effective at the beginning of the following Calendar/Fiscal year:

President
Executive Vice President
First (1st) Vice President
Second (2nd) Vice President

They are to be elected by a **voice vote or acclamation**. **Should the annual general membership meeting be scheduled for an every other year progression for any reason, or if an annual meeting is canceled for any reason, these officers shall automatically serve a two year term.**

Section 2. The following officers shall be nominated and elected **for a three year term** at the annual general membership meeting to be effective at the beginning of the following Calendar/Fiscal year:

Secretary
Treasurer

They are to be elected by a **voice vote or acclamation**.

Section 3. The Secretary and Treasurer will not be elected in the same year. In those circumstances in which both positions must be filled, the President **may** appoint an interim member to **fulfill** the function for no more than one year. All other officers, **except the Chaplain**, shall have a term of one year **and may be renominated and reelected to current positions or other leadership positions in consecutive or nonsequential years**. Any member of the Executive Board of Directors may recommend persons for any position. **Following the nomination and election for all positions, a voice vote for each respective officer shall be cast during the general membership meeting.**

Section 4. The Chaplain shall serve indefinitely or until such time as (1) their resignation is accepted by the President for any reason or (2) their conduct warrants dismissal for cause, as articulated in ARTICLE V – DIRECTORS, Section 1, Paragraph 2, as determined by the Executive Board of Directors.

Section 5. In the event of a vacancy **in the office of Executive Vice President, 1st Vice President, 2nd Vice President, Secretary, Treasurer, or Chaplain**, the President has the sole authority to appoint a member who volunteers to fulfill the vacancy on an interim basis until the next annual general membership meeting, at which time the volunteer, or any other nominee, **may** be elected to fill the vacancy **in accordance with the terms of Sections 1 and 2 above**.

Section 6. Should the **existing President** become incapable or unwilling to fulfill the responsibilities of the role to which he was elected due to death, **ill health**, incapacitation, misconduct, resignation, or any other cause, the **current Executive Vice President shall fulfill the duties and responsibilities of the President on an interim basis for the remainder of the term**.

Section 7. All elected officers must be either a Regular or Life member in good standing (i.e., dues paid). **Associate and Honorary members may not hold any elected office in the Association.**

ARTICLE VII DUTIES & RESPONSIBILITIES:

The duties and responsibilities of the Association's officers shall be as listed below.

Section 1. President:

- (a) Shall be the senior officer of the Association;
- (b) Shall **chair** all annual, general, and ad hoc meetings of the Association;
- (c) Shall receive quarterly reports from all other officers as to the activities of **committees or** chairmen under their **purview**;
- (d) Shall ensure quarterly reports from the remaining members of the Executive Board of Directors are reviewed and compiled in an annual report included in the Association newsletter as needed;

- (e) Shall ensure that the annual reports are reviewed at the annual general membership meeting;
- (f) Shall have final authority in the appointment of or termination of committee chairmen as recommended by the Vice President in charge of such committee;
- (g) Shall submit an annual budget for membership approval for the ensuing fiscal year at the annual general membership meeting as identified in ARTICLE IV - MEETINGS, Section 8;
- (h) Shall award Honorary memberships as warranted **and** as described in ARTICLE III - MEMBERSHIP, Section 3;
- (i) Shall have the authority to approve expenditures exceeding budgeted amounts or for new, non-budgeted purposes only up to an aggregated total of \$1,500.00 per fiscal year. Any authorization for funds beyond this amount must be approved by the Executive Board of Directors.

Section 2. Executive Vice President:

- (a) Shall perform the duties of the President in their absence or incapacity, whether temporary or permanent;
- (b) **With the President**, shall co-chair the annual general membership meeting and be responsible for coordinating the activities of **all active committees as warranted**;
- (c) Shall give a detailed report quarterly (January, April, July, October) to the President and to provide an annual report to the general membership via the President.

Section 3. First (1st) Vice President:

- (a) Shall chair the Association Newsletter/Website Committee;
- (b) Shall monitor all activities pertaining to the Association website and oversee the activities of the Webmaster;
- (c) Shall be responsible for **an annual review and upkeep/maintenance of** the Association By-Laws;
- (d) **Shall distribute the Association By-Laws via our web site as needed**;
- (e) Shall give detailed report quarterly (January, April, July, October) to the President and provide an annual report to the general membership via the President.

Section 4. Second (2nd) Vice President:

- (a) **Shall be familiar with the existing By-Laws of the Association**;
- (b) **Shall observe and learn the operations of the Association to prepare for possible future leadership responsibilities.**

Section 5. Secretary:

- (a) Shall keep minutes of annual general membership meetings and publish **these minutes** in the next newsletter following that meeting;

- (b) Shall keep records and files of all Association correspondence;
- (c) Shall receive membership applications, dues, and renewal forms from Treasurer for membership roster maintenance;
- (d) Shall keep an up-to-date membership file **and distribute the membership roster only to other officers of the Association upon request;**
- (e) Shall be custodian of Association property per ARTICLE XI – ASSOCIATION ASSETS;
- (f) Shall maintain an updated list of all members of the Executive Board of Directors, including their contact information, for limited publication in the newsletter;
- (g) Shall give a detailed report quarterly (January, April, July, October) to the President and provide an annual report to the general membership via the President.

Section 6. Treasurer:

- (a) Shall manage all Association funds and keep full and accurate accounts of all receipts and disbursements in the Association's books for the fiscal year;
- (b) Shall receive membership applications and dues (new and renewal) forms from members and will forward same to the President and Secretary for membership roster upkeep and maintenance; deposit funds received; retain copies of all applications and deposit slips.**
- (c) Shall receive a quarterly statement of all documented expenses from any Association member who may, in the course of their normal duties in support of the normal business of the Association, present for approval and payment through their supervisory Vice President if applicable. These statements must be submitted directly to the Treasurer within 60 days of the end of each fiscal quarter. The Treasurer shall determine the validity of each expenditure, consulting with the President or supervisory Vice President as needed, and, if warranted, shall make payment of all approved reimbursements. Reimbursement requests submitted more than 60 days after the end of the quarter shall be disapproved. Exceptions may be granted at the discretion of the President;
- (d) Shall inform the President of all requests beyond the scope of the budget. Payment of these expenditures shall be made only if specifically approved by the President;
- (e) Shall give a detailed report quarterly (January, April, July, October) to the President **and the Audit Committee** and provide an annual report at the **annual general membership meeting;**
- (f) Shall be responsible for all tax-related **and corporation** filings;

Section 7. Chaplain:

- (a) Shall report to the Association President;
- (b) Shall care for the spiritual, moral, and emotional well being of the Association members and Pastoral care as requested;
- (c) Shall write quarterly article for newsletter along spiritual/moral lines;

(d) Shall conduct a religious service at the annual general membership meeting that includes a memorial for members who have passed in the previous years;

(e) Shall respond to death notices as available; and

(f) Shall provide a list of local places of worship to those attending annual general membership meeting as desired.

Section 8. Normally, no officer nor member of the Association shall receive any salary or compensation for either their service or time to the Association. Exceptions shall be addressed on a case-by-case basis by the **President and Executive** Board of Directors.

Section 9. Any member **of the Association** may be removed from **the Association** by the President for conduct not deemed in the best interest of the Association, upon receiving in the affirmation of two-thirds (2/3) majority vote of the Executive Board of Directors.

ARTICLE VIII ELIGIBILITY OF OFFICERS AND COMMITTEE CHAIRMEN:

All officers and committee chairmen must hold regular membership status per ARTICLE III – MEMBERSHIP and be in good standing within the Association. The President, Treasurer, and Secretary shall be bonded in an amount not less than \$50,000.00 in total, and the Reunion Coordinator, if one is appointed, shall be bonded in the amount not less than \$25,000.00.

ARTICLE IX VOTING:

Voting privileges for member of the Association shall be extended **only** to those Regular and Life members who are in good standing within the organization.

ARTICLE X DUES:

Section 1. All dues for membership in the Association shall be reviewed by those officers and members of the Executive Board of Directors present at the annual general membership meeting and adjusted, if necessary, to reflect current and projected operating expenses and financial health of the organization. An adjustment will require a vote by a simple majority of the total number of officers of Executive Board of Directors and members present at the annual general membership meeting.

Regular Members shall pay the annual dues amount determined by the Executive Board of Directors prior to each calendar year to receive all member benefits as described in these By-Laws, including distribution of the newsletter, for that year. A Regular Member may pay dues in advance for multiple years. Dues paid for a calendar year, after the beginning of that year, shall be effective for the remainder of that year only (i.e., dues will not be amortized for a partial year). A form to accompany payment will be provided in the newsletter **and** on the website. Annual dues run from January 1 to December 31 and currently cost \$20.00.

Section 2. Life Membership shall be available to those eligible members who wish to participate. The dues amount for Life membership shall be determined by age groups and the current effective amounts shall appear on the dues form in the newsletter and on the website. The current amounts are as follows:

29 and under.....	\$1,100.00
30 – 39.....	\$ 900.00
40 – 49	\$ 700.00
50 – 59	\$ 550.00
60 – 69.....	\$ 350.00
70 and over.....	\$ 150.00

Life members shall receive all member benefits, including all future newsletters, for the member’s lifetime or as long as the Association exists.

Section 3. **Regular and Associate** members who do not pay annual dues for one (1) year at the end of any calendar year shall no longer be a member. Any former member may apply as a new member.

ARTICLE XI ASSOCIATION ASSETS:

All material donated to or purchased with Association funds, including pictures, display materials, files, artifacts, printed material, electronic media, etc., shall become the sole property of the Association and shall be **held in the custody of the Secretary, either physically or constructively.**

ARTICLE XII MEMORIALS:

The Association shall establish and support, within the limit of available funds, such suitable memorials to veterans of the **USS TICONDEROGA Veterans’ Association** as are recommended by the Board of Directors and as approved and adopted by a **simple majority vote of members present at the annual general membership meeting.**

ARTICLE XIII COMMITTEES:

Section 1. The President shall be a de facto member of and shall have the authority to assign current officers or members thereof to any committee for the purpose of oversight and general guidance, except as otherwise noted below. Members may also be dismissed from their committee assignment at the sole discretion of the President.

Section 2. Committees shall be of three types:

- (a) Special purpose committees whose chairmen (who may be past members of the Executive Board of Directors) are appointed by the President. They report directly to the President.
- (b) Standing committees whose chairmen are appointed jointly by the President and designated supervisory Vice Presidents but report directly only to their designated supervisory Vice President.
- (c) The Nominating Committee shall be comprised of all current members of the Executive Board of Directors.

Section 3. Each appointed committee chairman shall select their own committee members.

Section 4. Special purpose committees and their duties are:

BUDGET COMMITTEE:

This committee shall prepare a proposed Association budget for each fiscal year beginning January 1

and ending December 31 and present it to the President who will submit it for approval by the Executive Board of Directors and subsequently to the general membership for approval at each annual membership meeting. Members shall be the Executive Vice President, the 1st Vice President, and the Treasurer.

AUDIT COMMITTEE:

This committee shall audit the records of the Treasurer. **Members** shall be appointed by the President **and** shall serve a three (3) year term. Any vacancy in this special committee shall be filed by appointment of the President.

Audits shall be conducted:

(a) quarterly and summarized annually;

(b) prior to a change of personnel in the office of Treasurer;

(c) at least 30 days prior to the general membership meeting, with a written report submitted to the President to be reviewed by the Executive Board of Directors; and

(d) the Chairman of this committee shall prepare a written report for the general membership at the annual general membership meeting.

Section 5. Standing Committees and their duties are:

NEWSLETTER/WEBSITE COMMITTEE:

Under the supervision of the 1st Vice President, this committee shall publish a newsletter (digital and hard-copy) as needed for communication to the complete membership. The first edition after the annual general membership meeting will contain a list of officers for their current term plus the new officers for their term commencing January 1. This newsletter shall also include the minutes of the annual general membership meeting and any accepted amendments and/or additions or deletion to the By-Laws as adopted **or proposed** at the annual general membership meeting.

Section 6. Nominating Committee:

Under the supervision of the President, and with the active participation of **the Executive Board of Directors, in addition to** three former Association Presidents, this committee establishes guidelines for the nomination of elected officer positions of the Association. It shall solicit recommendations from all members in good standing and in attendance at the general membership meeting as to both the availability and suitability of those to be nominated.

ARTICLE XIV AMENDMENTS

Section 1. The sum of all voting members present represents a quorum for the purpose of conducting a general membership meeting.

Section 2. All amendment procedures shall be conducted in accordance with the Illinois General Not For Profit Corporation Act (805 ILCS 105) of 1986 and Robert's Rules of Order, Newly Revised, 12th Edition, of September, 2020.

Section 3. Member-Initiated Amendments: These By-Laws, or any part thereof, may be repealed, amended, altered, or added to by submitting the proposed modification in writing, signed by a member in good standing of this Association no later than 180 days prior to the next annual general business meeting, to any member of the Executive Board of Directors for consideration. Such a proposition shall, if deemed valid by the Executive Board or Directors, be published in the Association newsletter at least 60 days before the annual general membership meeting and brought before the body at that meeting for discussion. Assuming a quorum has been established, adoption of the proposition shall require a two-thirds (2/3) affirmative vote of the voting members. All approved and adopted By-Laws amendments shall take effect immediately unless otherwise specified.

Section 4. Executive Board of Directors-Initiated Amendments with Member Ratification: The Executive Board of Directors shall have the authority to propose amendments to these By-Laws, or any part thereof, during the Association's annual general membership meeting. Such proposals shall be reviewed and approved during the scheduled Executive Board of Directors meeting in advance of the general membership meeting, by a two-thirds (2/3) vote of the Executive Board members present.

Following Executive Board approval, the proposed amendment shall be submitted to the general membership present for ratification. Ratification or rejection shall occur at the same annual general membership meeting following a period of discussion. A two-thirds (2/3) affirmative vote of the members present shall be required for ratification. Upon ratification, the amendment shall take immediate effect unless otherwise specified. All adopted amendments shall be communicated to the full membership via the Association newsletter within 90 days following the annual general membership meeting.

These By-Laws revised and approved May 16, 2026