



**INTERNATIONAL SUBMARINER'S ASSOCIATION
UNITED STATES OF AMERICA
CONSTITUTION/BYLAWS**

**ARTICLE I
NAME**

The name of the Organization shall be **INTERNATIONAL SUBMARINER'S ASSOCIATION - UNITED STATES OF AMERICA** – hereafter called **ISA-USA**. The Headquarters to be at the current Secretary's address.

1. The ISA-USA insignia will be the patch of our Organization.

**ARTICLE II
PURPOSE**

2A. The Purpose of the ISA-USA will be: to Perpetuate the memory of those who have lost their lives in submarines and to further promote and keep alive the spirit and unity that exists among all submarine crewmen, to foster friendship and goodwill internationally, remembering always our belief in the freedom of thoughts, words and deeds. Every Member shall remain loyal to his country at all times.

2B. The ISA-USA is organized as a Non-profit corporation. It is incorporated in the state of Arizona.

**ARTICLE III
MEMBERSHIP**

3A. Membership in the ISA-USA is open to Submariners of any Nation. Membership is also open to anyone who expresses a strong interest in submarines.

3B. Membership in the ISA-USA may be an Annual Membership or a Life Membership. The Executive Board determines the Membership dues for ISA-USA. Annual dues are payable prior to December 31 of each year.

ARTICLE IV EXECUTIVE BOARD

4A. The affairs and business of the Association shall be managed by an Executive Board of at least five (5) members in good standing of this Association, and shall have the power to act on behalf of the ISA. Members who have qualified on United States submarines must hold three of the five positions, including those of President and Vice President.

4B. This Board will consist of five (5) elected officers: President, Vice President, Secretary/Treasurer, Recorder, and Member at Large, as elected by the Membership during bi-annual elections.

4C. The term of office will be two (2) years. The members of this board will assume office and their duties as outlined in Article 6.

4D. The Executive Board shall have the control and general management of the affairs and business of the Association under the existing by-laws.

4E. On matters not covered by existing by-laws, the Executive Board will investigate thoroughly and submit their findings to the general membership to be voted on. A (2/3) two-thirds necessary vote is required to act on such matters.

4F. A Member of the Executive Board who wishes to resign his position must submit his resignation in writing to the President, and for action by the Executive Board.

4G. A member of the Executive Board may be removed from office for cause or without cause by two-thirds (2/3) majority vote of the membership in good standing of this Association.

4H. There shall also be a non-voting member – the Member-At-Large (MAL) Alternate. The function of the MAL Alternate is to fill the position of the MAL in the event the MAL fills a vacant board position. The initial MAL Alternate shall be appointed by the President. Subsequent MAL Alternates shall be nominated and elected in the same manner as the Officers of the organization. The

MAL Alternate is not required to attend board meetings and does not have voting power.

**ARTICLE V
DUTIES OF OFFICERS**

5A. President--- He shall preside over all Meetings of the general Membership and Executive Board. He shall be present at all Meetings of the Executive Board. He shall cause to be called regular and special Meetings of the Membership and the Executive Board in accordance with these Bylaws.

5B. Vice President--- He shall assist the President in conducting the business of this Association and shall act in the President's place during his absence or in case the President becomes incapacitated for any reason.

5C. Secretary/Treasurer-- He shall have the care and custody of and be responsible for all the funds and securities of the Association and deposit all such funds in the name of the Association in such bank as agreed to by the Executive Board. He shall sign, make and endorse in the name of "ISA-USA" all checks, drafts, warrants and orders for the payment of money and pay out and dispose of the same and receipt therefore; under the direction of the President and Executive Board. He shall exhibit at all reasonable times his books to any member of the Executive Board or any member of the Association, upon application to and approval by the President. He shall render a statement of the condition of the finances of the Association at each regular meeting of the general membership and at such other times as may be required of him, but in any case he shall prepare an annual financial statement as of the end of each fiscal (calendar) year. He shall keep such records at a place to be designated by the Executive Board. He shall do and perform all the duties pertaining to the office of Treasurer.

He shall keep a record of all documents regarding enrollment and subscription of new and existing Members, including current addresses, phone numbers, and E-mail addresses. He shall assist the President and Executive Board in an ongoing campaign to recruit new Members and retain existing Members.

He shall be responsible for all routine correspondence regarding the Association and shall keep all members fully informed of the activities of the Association.

During the absence and/or inability of the President or the Vice President to render and perform their duties or exercise their powers as set forth in these by-laws, he shall act in these capacities.

5D. Recorder--He shall keep a record of the meetings of the general Membership and of the Executive Board in appropriate books. He shall be the custodian of the records. He shall be responsible for the contents, publication and distribution of these Minutes to the Membership. During the absence and/or inability of the President or Vice President, or Secretary/Treasurer to render and perform their duties or exercise their powers as set forth in these by-laws, he shall act in these capacities.

The Recorder shall also prepare a semi-annual Newsletter for distribution to the membership. Distribution shall be accomplished by posting the Newsletter to the web site and mailings via the US Postal service to those members who do not have e-mail service. The Recorder shall not be responsible for the actual distribution, but shall forward the Newsletter to the Secretary who will distribute it.

5E. Member at Large-He shall be fully informed of all duties of all Officers listed, and be prepared to assume the duties and responsibilities of any Officer who is absent or incapable of performing their duties as set forth in these Bylaws.

ARTICLE VI ELECTION OF OFFICERS

6A. All Officers shall be elected at Two year intervals. No Officer shall hold any one Office for more than two consecutive terms. An Officer may be re-elected to a previously held position after the passing of at least one term. An officer may be elected in consecutive terms to another office after serving a full term in a previous office, i.e. the Recorder may move to the Vice President office.

6B. Bi-annual elections shall be held in the following manner:

1 A Nominating Committee and Chairperson shall be appointed by the President by March 1 of each election year. The Committee shall submit from one to three nominations for each of the positions which an election is to be held at the annual Association meeting. Those nominees presented by the Nomination Committee shall be listed in a ballot prepared by the Committee. Any member in good standing, with the exception of conditions in paragraph 6A, may volunteer to be placed on the ballot, in addition to those named by the Nominating Committee. The ballot shall contain the names and a brief comment on the candidate's qualifications.

A copy of the ballot shall be sent by first-class mail to each

member in good standing and/or posted to the Association's website. The ballot shall be mailed or posted no later than 35 days prior to the annual meeting of the Association.

Campaigning by candidates is not required, but encouraged.

2. Officers of the Association shall be elected by members voting in the election. Each member in good standing shall be entitled to one vote in such an election. Members may vote by submitting their ballot via the US Postal Service or E-Mail. All ballots must be received by the Secretary no later than 7 days prior to the annual meeting of the Association.

3. The timing for the nominations and election shall take place in order to allow for the change of command at the annual General Meeting.

4. The Secretary shall report on the results of the election at the annual Association meeting. The Secretary shall maintain a permanent record of the election, including all ballots submitted.

ARTICLE VII EXECUTIVE COMMITTEE

7A. The Executive Committee shall consist of the following:

- 1. Members of the Executive Board of ISA.**
- 2. Committee Members appointed by the Executive Board for special purpose.**

7B. The Executive Committee shall have the power to appoint additional sub-committee members as required for the completion of various tasks. All recommendations from a sub-committee must be submitted in writing and approved by the Executive Board.

7C. Any member of the Executive Committee wishing to resign must submit his resignation in writing to the President.

7D. All Committee Members, (including the Executive Board), will be considered as resigned from their appointment, if they have not attended three consecutive Meetings, without proper notification in writing to the Secretary.

ARTICLE VIII

MEETINGS

8A. A regular Meeting shall be held annually at a time and place determined by the Executive Board. Notice of annual Meetings will be announced three months prior to the Meeting. Every International Congress at which ISA-USA members attend, shall also hold a regular business meeting while at the Congress. That meeting shall consist of ISA-USA members only.

8B. ORDER OF BUSINESS

- 1. Roll call.**
- 2. Reading of the minutes of the preceding meeting.**
- 3. Reports of committees.**
- 4. Reports of officers.**
- 5. Old and unfinished business.**
- 6. New business.**
- 7. Good and welfare.**
- 8. Adjournments.**

8C. Special Meetings may be called by the President, or at the request of three members of the Executive Board. Request must be in written form to the President. Notice of Special called meetings shall be no less than 28 days, and information provided to the Membership.

8D. The quorum for any meeting, regular or called, shall be a minimum of ten (10) voting Members.

8E. The quorum for any meeting of the Executive Board shall be a minimum of three (3) Members.

8F. The Minutes of all Meetings shall be recorded as directed in Article 5D, and timely distribution made to any interested Member.

ARTICLE IX

FINANCE

9A. The ISA-USA financial year shall run from January through December.

9B. At the start of each fiscal year the President shall appoint two members, who shall not be Members of the Executive Board, to conduct an annual audit of the Association Books. The results of the audit shall be announced by the Secretary/Treasurer to the Membership.

ARTICLE X

AMENDMENTS TO THE CONSTITUTION

10A. Amendments or additions to the constitution may only be made by a resolution formally proposed and presented to the Secretary in writing at least fourteen days before the annual Meeting at which the resolution is to be brought forward.

10B. The Secretary shall publish such proposed amendments on the agenda for that meeting. Any such amendments must be supported by a minimum of two-thirds (2/3) of the voting Members present.

ARTICLE XI

GENERAL NOTES

11A. It is considered the duty of each and every member to attend his Committee meetings and every other function and galas pertaining to the Association.

11B. Business at all Meetings shall be conducted in a formal manner, and in accordance with "Robert's Rules of Order, Newly Revised ".

11C. All Members shall be provided a copy of this Document. Distribution of the Constitution may be accomplished by posting this document to the organization's web site.

11D. In the event of the Association ceasing to function, the wind-up clauses are: All funds and properties of the Association should be forwarded to the Naval Services FamilyLine, 1014 "N" Street SE,

Suite 12, Washington Navy Yard, DC 20374

**ARTICLE XII
INTERNATIONAL CONGRESS ACTIVITIES**

12A. There are annual Congresses held in a different country and hosted by the ISA within that country; the purpose is to fulfill the Purpose of the organization.

12B. In the event any member violates the basic tenet of the organization: "To Perpetuate the memory of those who have lost their lives in submarines and to further promote and keep alive the spirit and unity that exists among all submarine crewmen, to foster friendship and goodwill internationally, remembering always our belief in the freedom of thoughts, words and deeds. Every Member shall remain loyal to his country at all times.", then that member shall be subject to reprimand by the Executive Board, including up to dismissal from the organization.