

SOSA-WA BYLAWS

Submarine Officers' Spouses' Association - Washington Bylaws

| | |
|--|---------|
| Article I – NAME | Page 2 |
| Article II – PURPOSE | Page 2 |
| Article III – MEMBERSHIP | Page 2 |
| <i>Description of Membership</i> | 2 |
| <i>Privileges of Members</i> | 3 |
| Article IV – MEETINGS | Page 3 |
| Article V – EXECUTIVE BOARD & ADVISORS | Page 3 |
| <i>Elected Officers</i> | 3 |
| <i>Appointed Officers</i> | 4 |
| <i>Advisory Panel</i> | 4 |
| Article VI – BOARD & OFFICER DUTIES | Page 4 |
| <i>General Duties of Officers</i> | 4 |
| <i>President, Vice President, Secretary, Treasurer</i> | 4 |
| <i>Parliamentarian, Webmaster, Membership, Advisors</i> | 7 |
| Article VII – COMMITTEES | Page 8 |
| Article VIII – NOMINATIONS & ELECTIONS | Page 9 |
| <i>Nomination of Elected Officers</i> | 9 |
| <i>Election Process</i> | 10 |
| Article IX – TURNOVER PROCEDURE | Page 10 |
| <i>Annual End of Year Reports</i> | 10 |
| <i>Turnover Responsibilities</i> | 11 |
| <i>Banking and Financial Reports</i> | 11 |
| Article X – VOTING | Page 11 |
| Article XI – FINANCES | Page 11 |
| <i>Tax Status</i> | 11 |
| <i>Fiscal Policy</i> | 12 |
| <i>Operational Funds, President's Discretionary Fund</i> | 12 |
| Article XI – BYLAW MANAGEMENT | Page 12 |
| <i>Distribution</i> | 12 |
| <i>Bylaw Review Committee</i> | 12 |
| <i>Adoption & Approval Process</i> | 13 |
| Article XII – DISSOLUTION | Page 13 |

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SOSA-WA BYLAWS

ARTICLE I NAME

Section A The name of this organization shall be “Submarine Officers’ Spouses’ Association - Washington” hereafter referred to as “SOSA-WA” or Association.

ARTICLE II PURPOSE

Section A SOSA-WA shall be a non-profit social organization as defined by IRS Code 501(c)(4). SOSA-WA is dedicated to providing morale, friendship and community service to submarine officers’ spouses in Washington State. The association’s goal is to promote social and cultural activities for its members, and charitable activities that give back to the local military community and submarine community at large. SOSA-WA is a “by our own, for our own”, non-federal entity. As such, SOSA-WA will operate in accordance with CNIC instruction 1100.1 NON-FEDERAL ENTITIES ON BOARD NAVY INSTALLATIONS and Naval Base Kitsap Instruction 11000.1A (or current standing instructions).

ARTICLE III MEMBERSHIP

Section A Description of Membership

1. A member (active, associate or advisor) is in good standing if they have paid their dues and have no debts to SOSA-WA.
 - 1.1 Each member must pay, according to the conditions set by the elected officers, the dues and fees in amounts to be fixed by the Executive Board.
 - 1.2 Condition of membership shall be payment of Association dues.
 - 1.3 Dues and fees paid to SOSA-WA are nonrefundable.
2. SOSA-WA does not discriminate membership based on race, gender, sexual orientation, age, religion, color, ancestry, disability, or national origin.
3. Active members are spouses of all active duty, reserve, or retired officers (living or deceased) in the United States Navy, Marine Corps, or Coast Guard who have served or are serving on a submarine or at a submarine support command (e. g., naval bases, training facilities, maintenance facilities, tenders, rescue vessels, escort vessels and security forces that support submarines).
4. Associate members are:
 - 4.1 spouses of foreign naval officers, and spouses of civil-service GS-8 and above associated with a submarine command;
 - 4.2 significant others of active duty service members as verified by their command; and
 - 4.3 spouses of all active duty, reserve, or retired United States military officers (living or deceased) who have not served on a submarine or at a submarine support command.

Section B Privileges of Members

SOSA-WA BYLAWS

1. Active members shall be entitled to all privileges of SOSA-WA. These include voting, nominating, holding an office, and chairing a committee.
2. Advisors shall have all privileges except holding an elected office.
3. Associate members shall have none of the above privileges given to active members except by special and written approval of SOSA-WA Executive Board.
 - 3.1 Approval must be recorded in the minutes with reference to this subsection (Article III, Section B, 3).
4. All members and their guests may participate in activities and social functions.
5. All members attending paid events may receive admittance at a discount rate set by the Event Chairperson and approved by the Executive Board.
6. All members may receive newsletters throughout the year, receive a membership roster and updates.

ARTICLE IV MEETINGS

Section A Parliamentary Authority according to Robert's *Rules of Order* shall govern SOSA-WA in all cases in which they are applicable and consistent with these Bylaws.

Section B Scheduling

1. The Executive Board shall determine the date, time, and place of monthly meetings with at least seven (7) days' notice to all members.
2. An Executive Board meeting should be held prior to all General Membership meetings with at least (7) days' notice.
3. The Executive Board will meet approximately 30 days prior to the first General Membership meeting of the fiscal year.
4. The President may call any additional meetings at their discretion.
5. Attendance by a minimum of one (1) Executive Board member is required for a General Membership meeting to be held.

Section C Social functions of SOSA-WA will be planned by the host/committee in conjunction with the Executive Board.

Section D The SOSA-WA organization will host a Welcome Function at the first General Membership meeting.

Section E Monthly meetings and social functions may be changed at the discretion of the Executive Board.

ARTICLE V EXECUTIVE BOARD & ADVISORS

Section A The Executive Board shall consist of the Elected Officers, Parliamentarian, and Advisors. All board members shall be members in good standing of SOSA-WA per [Article III Membership](#).

SOSA-WA BYLAWS

- Section B Elected executive officers shall be President, Vice President, Secretary, and Treasurer.
1. Nomination and election of officers shall be according to the Bylaws.
 2. Officers shall be members in good standing of SOSA-WA.
 3. Officers shall be elected by a simple majority of all available ballots.
 4. They shall serve for a period of one year from the date of installation.
 5. They shall not serve more than two consecutive terms in the same office without majority approval by the advisory panel.
 - 5.1 Approval must be recorded in the executive meeting minutes with reference to this subsection (Articles V, Section B, 5).
 6. New officers installed mid-year shall finish out the club year.
- Section C Appointed Officers shall be, and are not limited to, the Parliamentarian, Membership, Nominations & Elections, and Webmaster.
1. Officers shall be approved by the Executive Board.
 2. They shall serve for a period of one year from the date of installation.
 3. They shall not serve more than two consecutive terms in the same office without majority approval by the advisory panel.
 - 3.1 Approval must be recorded in the executive meeting minutes with reference to this subsection (*Article V, Section C, 3*).
 4. New officers installed mid-year shall finish out the club year.
- Section D The Advisory Panel shall consist of 2-6 members, including:
1. the spouses of Commander Submarine Group 9; Commanding Officer, Naval Base Kitsap; Commander, Submarine Development Squadron 5; Commander, Submarine Squadron 17; Commander, Submarine Squadron 19; and Chief of Staff of Submarine Group 9 as available.
 2. Additional advisors may be asked to serve by the current Advisory Panel as circumstances warrant.

Article VI BOARD & OFFICER DUTIES

Section A General Duties of Officers

1. Familiarize themselves with the Association's bylaws, as part of the turnover process outlined in [Article IX](#), and abide by them as they are written.
2. Act as a custodian for all social media accounts.
3. Should an officer be unable to fulfill the duties of the office, for whatever reason, said officer may be removed by a vote of the simple majority of the Executive Board at any meeting of the Executive Board, with concurrence of at least two (2) advisors.

Section B President

1. Preside at all Executive Board meetings, General Membership meetings, and SOSA-WA functions or delegate to another board member.

SOSA-WA BYLAWS

2. Conduct meetings in accordance with Robert's *Rules of Order* in all cases in which they are applicable and consistent with the Association's Bylaws per [Article IV Meetings](#).
3. Formulate an agenda for each Executive Board and General Membership meeting and distribute prior to the meeting.
4. Assure that the responsibilities of all officers and chairpersons are carried out effectively and within budget.
5. Assign tasks to committees and obtain periodic progress reports. May form committees, solicit for Committee Chairperson and declare any committee inactive as needed.
6. Act as ex-officio member of all committees, with the exception of the Nomination committee, and attend these additional meetings when possible, or delegate to another board member.
7. Act as, or appoint, a representative from SOSA-WA to attend meetings, organizations, business and government agencies, as required or as requested by Commanding Officer, NBK.
8. Maintain communications with the Commanding Officer, Naval Base Kitsap (NBK) and other military commands as necessary to carry out the purposes of SOSA-WA.
9. Provide an accounting of expenses paid out of the President's Discretionary Fund as outlined in [Article XI Finances, Section D](#).
10. Shall have the authority to sign checks (excluding checks payable to oneself), make deposits and withdrawals in the absence of the Treasurer, or as deemed necessary.
11. Act as custodian of the SOSA-WA email address (sosa.washingtonstate@gmail.com) with the Vice President and send all SOSA-WA correspondence via electronic communications such as meeting reminders, newsletters, and committee updates.
12. Provide any necessary information for the Association's monthly newsletter, website, and social media account.
13. Ensure that all Executive Board members, Officers, and Committee Chairpersons turnover their records to the incoming administration per the procedure described in [Article IX Turnover Procedures](#).
14. Delegate duties to the Vice President or other interested members as necessary.
15. Appoint Meeting/Childcare Coordinator and other Committee Chairs as needed.
16. Contact and invite all prospective Advisors to serve on the Executive Board per [Article III Membership](#).
17. Serve as President on the Board of Directors of Submarine Officers' Spouses' Charitable Association - Washington, hereafter known as SOSCA-WA.

Section C Vice President

1. Remain prepared at all times to assume the office of President, if and when required.
2. Coordinate or delegate organization's program activities.
3. Act as custodian of the SOSA-WA email address with the President, sosa.washingtonstate@gmail.com.
4. Act as custodian of the SOSA-WA Vice President email, sosa.wa.vicepresident@gmail.com.
5. Coordinate or delegate a command representative liaison providing necessary communications to SOSA-WA command representatives.
6. Serve as Vice President on the Board of Directors of SOSCA-WA.

SOSA-WA BYLAWS

Section D Secretary

1. Record the minutes of Executive Board and General Membership meetings.
2. Send a copy of the General Membership meeting minutes to the SOSA-WA newsletter chairperson or to the membership roster via electronic communications or social media account.
3. Act as custodian of SOSA-WA records, including meeting minutes, newsletters, correspondence, committee chairperson reports, and other documents of importance to the association's functions.
 - 3.1 Records should be maintained for at least five (5) years with hard copies and a digital backup whenever possible.
4. Act as custodian of the SOSA-WA Secretary email (sosa.wa.secretary@gmail.com)
5. Make available these Bylaws to all new members.
6. Be responsible for and report on all correspondence pertaining to SOSA-WA.
7. Write thank you notes for donations or presentations to SOSA-WA.
8. Send cards, letters and invitations as appropriate.
9. Serve as Secretary on the Board of Directors of SOSCA-WA.

Section E Treasurer

1. Maintain proper and accurate records of all SOSA-WA financial transactions using generally accepted accounting practices, which must be reviewed each year during Executive Board turnover as referenced by [Article IX Turnover Procedures](#) and [Article XI Finances](#).
 - 1.1 Audit must occur prior to the Treasurer filing state and federal taxes.
2. Provide petty cash for new memberships, childcare, etc. as required.
3. Receive and record all monies due and payable to SOSA-WA from any source. Make a reasonable effort to collect money due. Refer accounts in arrears to the President for further action.
4. Prepare a monthly financial statement for the President and present a complete report at Executive Board and General Membership meetings.
5. Temporarily perform the duties of the SOSCA-WA Treasurer in their absence, until a replacement can be found.
 - 5.1 The SOSCA-WA Treasurer shall not be the same individual currently serving as SOSA-WA Treasurer.
6. Prepare an annual SOSA-WA budget for the following fiscal year prior to the May General Membership meeting to pass by members, per [Article X Voting](#).
7. Disburse funds as directed by the Executive Board, retaining proper receipts and reimbursement forms for each such disbursement.
8. Maintain proper and accurate records of SOSA-WA property (i.e. silver set, coffee urn, storage room, etc.), per the inventory check prescribed in Article IX Turnover Procedures, Section B.4.

SOSA-WA BYLAWS

9. Prepare and verify the accuracy of any financial statements that are included in other reports submitted to outside sources.
10. Prepare an annual financial report not later than 45 days after the close of the SOSA-WA fiscal year, (Aug 1st - July 31st). The report will be prepared in accordance with generally accepted accounting practices and submitted to the Executive Board. Copies will be made available to members and outside agencies as required.
11. Sign checks (excluding checks payable to oneself) for expenditures or transfer approved funds authorized by the Association in accordance with these Bylaws.
12. Maintain a post office box for SOSA-WA correspondence at the NBK-Bangor Post Office.
13. Act as custodian for SOSA-WA tax records. Digital records must be maintained for seven (7) years after their submission.
14. Prepare or arrange for accurate completion and timely submissions of federal income tax reports.
 - 14.1 File Washington state taxes by November 30th, per state requirements for all 501(c)4 nonprofits stating that taxes are due on the 15th day of the five (5) months after the end of fiscal year (July 31st).
 - 14.2 File federal taxes by December 15th, per federal requirements for all 501(c)4 nonprofits.
15. Act as custodian of the SOSA-WA Treasurer email, sosa.wa.treasurer@gmail.com.

Section F Parliamentarian

1. Assist the President in the conduct of the meetings.
2. Be knowledgeable of Robert's *Rules of Order* and SOSA-WA Bylaws and keep a copy of both available at all Executive Board and General Membership meetings.
3. At the first business meeting of the Executive Board and General Membership, following the installation of new officers, provide a brief review of applicable portions of Robert's *Rules of Order* and SOSA-WA Bylaws.
4. Correct any errors in procedures at Executive Board and General Membership meetings.
5. Act as or appoint the chairperson of the Bylaws Revision Committee.
6. Serve as Chairperson of the Nominating Committee unless another member is appointed.
7. Conduct the elections with the assistance of the Membership Chairperson and an Advisor per [Article VIII Nominations and Election Process](#).

Section G Webmaster

1. Maintain SOSA-WA website including the organization's key documents, membership information, and event details, while ensuring consistency between the website and SOSA-WA's social media accounts.

Section H Membership

1. Compile all Membership forms to create a roster.
2. Provide a private club roster to the active and associate members.
3. Prepare a Membership update for all Executive and General meetings.
4. Forward to the Treasurer all membership dues received from new Members.

SOSA-WA BYLAWS

Section I Advisors

1. Provide guidance at Executive Board and General Membership meetings to ensure compliance with SOSA-WA Bylaws, Navy, and Commanding Officer, Naval Base Kitsap policies and customs.
2. Provide advice to the President and other members of SOSA-WA when requested.
3. Review revisions to the Bylaws in accordance with [Article XI – Bylaws Management](#).
4. Confirm audit of previous year’s finances has been completed per [Article IX Turnover Process, Section C](#).

ARTICLE VII COMMITTEES

Section A The Executive Board shall direct committees to fulfill the purposes of SOSA-WA, which shall encompass charitable, educational, cultural, social and other activities as deemed necessary.

Section B Committee Chairpersons

1. Standing and Special Committee Chairpersons shall be active members in good standing unless otherwise approved by the Executive Board, per [Article III Membership](#).
2. Members may volunteer as a committee chair and seek endorsement by the Executive Board.
 - 2.1 These Chairpersons may form support committees as needed without Executive Board approval, and may also select a co-chair, if deemed necessary.
3. Chairpersons shall keep operational records of their activities.
 - 3.1 These records must include: responsibilities, budget data, ledger sheets, and recommendations for next year.
 - 3.2 The records may include the following items, if applicable: inventory lists, personnel and service support, vendors, activity outcomes, and program evaluation.
4. Chairpersons shall keep the Executive Board informed of the activities of their committees and shall report to the membership at Membership Meetings.
5. Standing Committee Chairpersons shall act as outlined in the current Bylaws of SOSA-WA and the committee guidelines.
6. A copy of the Association’s bylaws shall be given to each committee chairperson upon taking the position.
7. In the event a Standing or Special Committee is not chaired by a volunteer, the President may appoint a SOSA-WA elected officer to hold the position.
8. Additional duties may be assigned by the President.

Section C Special Committees may be formed for a specific function lasting until the activity has been completed.

SOSA-WA BYLAWS

1. Required special committees include:
 - 1.1. Nominating Committee
 - 1.2. Welcome Function
 - 1.3. Turnover Event

2. Other optional Special Committees may include, but are not limited to, the following:
 - 2.1. Oktoberfest
 - 2.2. Make It, Bake It Auction

Section D SOSCA-WA

1. SOSCA-WA is a nonprofit organization whose sole purpose is to raise and disburse funds that support the military, service members, and their families.
2. SOSA-WA and SOSCA-WA are affiliated with each other, as the organizations share common officers. As such, the membership of SOSA-WA has a vested interest in its functioning.

Article VIII NOMINATIONS & ELECTION PROCESS

Section A Nomination of Elected Officers

1. If necessary, the President shall appoint a chairperson and no more than five (5) other members to serve as the Nominating Committee, including at least one (1) advisor.
2. The Nomination committee members may:
 - 4.1 not be a nominee in the upcoming election.
 - 4.2 not be a current elected board member.
 - 4.3 be an Advisor if an active member does not step up to fulfill the role.

3. The nominating committee shall begin accepting nominations no later than the March General Membership meeting.
4. The nominating committee shall present a slate of one (1) or more candidates for each elected office by the April General Membership meeting. Additional nominations from the floor will be permitted, provided the consent of the Nominee has been obtained.
5. Absentee ballots should be sent to members via email and on the social media account within 72 hours of the April General Membership meeting.
6. The committee will obtain simple biographies of the candidates. The biographies will be printed in the SOSA-WA Newsletter or distributed via electronic communications before the May Executive Meeting.

Section B Election Process

1. Each active SOSA-WA member may cast one (1) vote per office in the election of officers per [Article X Voting](#).
 - 1.1 If only one person is nominated for each position, the vote may be taken by a show of hands.

SOSA-WA BYLAWS

- 1.2 If more than one person is nominated for any position, all voting must take place by secret ballot.
2. For in person voting, ballots will be provided at the May General Membership meeting for active members.
 - 2.1 In the event of an unforeseen or other major circumstance, an electronic means of collecting votes deemed appropriate by a majority of the Chairperson and Executive Board may be used.
3. If active members cannot be present for the election at the May General Meeting, completed ballots can be mailed or emailed to the Nomination Chairman, who will uphold confidentiality.
 - 3.1 Mailed in ballots will be brought to the May meeting, unread until the election begins. Envelopes containing mailed ballots must show the member's name in the return address so membership status may be verified and the vote within remains secret.
 - 3.2 Emailed ballots will be brought to the May meeting. Members who submit their vote via email directly to the Nominations Chair forfeit the right to a "secret" ballot; however, the Nominations chair will still uphold confidentiality.
4. The Nomination Chairperson and at least one (1) advisor shall then count the votes. Election shall be by a simple majority of all ballots.
5. If there is a vacancy of an elected office, with the exception of the President, an interim officer may be designated by the Executive Board until the membership elects a new officer at a monthly membership meeting.
 - 5.1 The vote for a new officer may be taken by a show of hands.
6. Newly elected officers shall be installed at the Turnover Event.

Article IX TURNOVER PROCEDURES

Section A Annual End of Year Reports

1. Prior to leaving office, all Officers and Committee Chairperson will prepare an annual report of their duties, how those duties were fulfilled, and include any recommendations for their successors.
 - 1.1 Committee chairs must submit reports no later than 30 days after their event.
 - 1.2 Elected and Appointed Officers must submit reports no later than 10 days prior to the final Executive Board meeting.
2. These reports, as well as all records pertaining to their positions, shall be turned over to the incoming Officers no later than the final Executive Board meeting.
3. Hard copies of documents should be provided as well as any available digital media to the Executive Board.
4. If the Officer or Committee Chair remains in the position, an annual report shall still be submitted to the President.

SOSA-WA BYLAWS

5. In the event a successor has not been named for a position, turnover items should be turned over to the incoming President.

Section B Turnover Responsibilities

1. The officers and committee should acknowledge their receipt and understanding of the Bylaws at the first Executive Board meeting of their term.
2. Access to email, social media and other web based accounts shall be turned over to incoming Officers no later than June 15th, or the turnover meeting.
3. Each Officer and Committee Chairperson must retain two (2) year's records for their position and turnover records to their predecessor.
4. Prior to turnover, an inventory of the SOSA-WA stored items must be completed by the outgoing Executive Board.

Section C Banking and Financial Reports

1. Access to bank accounts shall be turned over to incoming Officers within two (2) weeks of the turnover meeting.
2. Incoming Treasurer and outgoing Vice-President audit previous year's books.
3. In case of no turnover, the President assigns a third party to audit. Audit shall be completed within 30 days of the final Executive Board meeting and prior to the Treasurer filing the Association's annual taxes, per [Article VI, Board & Officer Duties, Section E, 14.](#)

Article X VOTING

1. A quorum shall consist of at least 15% of the voting members of SOSA-WA.
2. Each member is entitled to cast one vote on each matter submitted for vote.
3. A quorum is required for approval of the annual budget, any expenses over \$1000, and the election of board members.
4. If a quorum is not represented at a meeting, those active members who have not voted will be contacted by electronic means by midnight on the day of the vote and given 72 hrs to respond. After 72 hrs., the vote will stand as tabulated.

Article XI FINANCES

Section A Tax Status

1. SOSA-WA is a non-profit organization exempt from Federal Income Taxes under 501(c)(4) of the Internal Revenue Code.
2. The Association's federal EIN is #27-1747352 and its state UBI is #602881002.

Section B Fiscal Policy

1. The fiscal year of the Association shall be August 1ST to July 31ST.
2. Dues and fees are non-refundable.

SOSA-WA BYLAWS

3. A balance of \$5,000 maximum and \$2,400 minimum shall be required for turnover to the new Executive Board. If funds at turnover exceed \$5,000, then the excess funds shall be donated to the Dolphin Scholarship Foundation (DSF).
4. A budget for the following fiscal year must be voted on at the May General Membership Meeting
6. The Executive Board shall have the discretion to augment the budget up to \$50, one time per line item, without membership approval.
7. At the discretion of the Executive Board, a gift (not to exceed \$20) may be purchased for the host of a major SOSA-WA function, such as the Welcome Kickoff, in accordance with DOD Standards of Conduct, Rule 20/50 (or current standing instructions).

Section C Operational Funds

1. Operational funds shall be derived from annual membership dues and designated fundraising activities.
2. Operational funds may be used to fund any event sponsored by SOSA-WA.
3. A balance of \$5,000 maximum and \$2,400 minimum in operational funds shall be required for turnover to the new Executive Board each year.
4. After turnover funds are allocated, the excess funds shall be donated to the Dolphin Scholarship Foundation.

Section D President's Discretionary Fund

1. The President shall be allowed an annual \$100 discretionary fund for SOSA-WA related expenses. The use of this fund does not require prior approval of the membership, although the President will be required to provide an accounting of this fund to the General Membership.

Article XI BYLAWS MANAGEMENT

Section A Distribution

1. Bylaws will be made available to all members and posted clearly on the website and social media accounts.
2. All incoming officers, advisors, and committee chairs should be given a copy of the Bylaws upon being elected to office.
3. A copy of these Bylaws will be disseminated to the Commanding Officer of Naval Base Kitsap when amendments have been made and approved at a General Membership meeting.

Section B Bylaw Review Committee

1. The Bylaws should be reviewed every two (2) years by a Bylaws Review Committee chaired by the Parliamentarian (referred to in this section as the Committee) and revised as deemed necessary by the Executive Board.

SOSA-WA BYLAWS

2. The Parliamentarian shall chair the Committee, which shall be staffed by voting members of SOSA-WA. A call for volunteers for the Committee shall be made at a General Membership meeting.
3. The Committee shall present proposed Bylaws revisions, if any, to the Executive Board prior to the General Membership for discussion and approval.

Section C Adoption and Approval Process

1. A side-by-side or redline version of the Bylaws in their entirety will be made available to the General Membership.
2. At the next General Membership meeting following publication, proposed Bylaws will be voted upon by active members present.
3. Proposed Bylaws will be adopted or rejected in their entirety by a majority of all members present.
4. Once adopted, revised Bylaws will be made available to membership.
 - 4.1 In the event that Bylaws are not passed, steps 2 and 3 shall be repeated at subsequent meetings.
 - 4.2 The current bylaws will remain in effect until the approval process is completed.
5. Proposed amendments to these bylaws shall become effective immediately upon adoption by a majority vote of the members present at the General Membership meeting.
6. The President of SOSA-WA will submit all proposed Bylaws changes to the Commanding Officer, Naval Base Kitsap in writing for review.

Article XII DISSOLUTION

Section A In the event of dissolution of SOSA-WA, any and all remaining assets of SOSA-WA, after payment, or provision for payment, of all SOSA-WA debts and liabilities, shall be distributed to Dolphin Scholarship Foundation.

REVISED: Spring 2007, May 21, 2009, Spring 2011, Spring 2013, Spring 2015, (Amended) Fall 2015, (Amended) Summer 2017, Spring 2018, Fall 2022

Last Reviewed:

President

Vice President

Secretary

Treasurer

SOSA-WA BYLAWS

Name, Club Position

Name, Club Position

Name, Club Position

Name, Club Position

Name, Club Position

Name, Club Position

Name, Club Position

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