

# **SURFACE OFFICERS' SPOUSES OF NORFOLK**

## **BY-LAWS**

*Final Copy May 1, 2022*

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## **ARTICLE I - NAME**

This organization shall be called the SURFACE OFFICERS' SPOUSES of Norfolk, wherein referred to as SOS.

## **ARTICLE II – MISSION STATEMENT**

Surface Officers' Spouses of Norfolk is an organization that provides mentoring, educational, and social opportunities for its members. It is our mission to connect surface command spouses with Naval and local resources, as well as, build friendships that will last a lifetime.

## **ARTICLE III - MEMBERSHIP AND DUES**

### **A. Membership**

1. Members will include, but not be limited to, spouses of Surface Warfare Officers, active, retired, or deceased, spouses of officers attached to Surface Forces in the Norfolk area, including those on temporary assignment, and the geographic spouses of Surface Officers.
2. The General Membership shall include paid members, elected officers, and the Advisor of SOS.
3. The duties of the General Membership shall be to socialize and participate in SOS activities, elect officers, and engage in other parliamentary procedures as needed.
4. It is the responsibility of the General Members to pay for any reservations made and not canceled prior to the announced event deadline.

### **B. Dues**

1. Annual dues, the amount to be determined by the Executive Board, shall be assessed for membership.
2. Full membership term is 01 September to 31 August.
3. New members joining after 01 January shall pay a reduced rate of 50% of the yearly dues.
4. Members who have not renewed their dues by the October meeting will be removed from the e-mail list and have their access to the website and social media groups revoked.
5. Dues shall not be refunded.
6. Gold Star spouses are exempt from paying any dues.

### **C. Requirements**

1. Membership dues shall be voted on by the SOS Board at the May SOS Board meeting.
2. Dues will be based on projected expenses for the upcoming year.
3. Payment of dues shall be a required condition of membership.
4. New members may join at any time throughout the year.

### **D. Privileges**

1. Each member shall receive a monthly newsletter and access to the organization's website, Facebook Group, and Membership Directory.
2. Only members are entitled to vote.

3. Members are eligible to participate in all SOS events and functions.
4. Only members are eligible to hold an elected or appointed office in SOS.
5. Potential members may attend one free event before paying for a membership.

## **ARTICLE IV - EXECUTIVE BOARD AND ADVISOR**

### **A. Board**

1. The SOS Board shall consist of the Executive Board and appointed committee chairs.
2. Each position, with the exception of the President and Advisor, will have one vote. If a quorum is not present at a meeting then electronic voting by email will be acceptable.

### **B. Executive Board**

1. The Executive Board shall include elected SOS Officers and the SOS Advisor.
2. The elected officers of SOS shall be:
  - a. President
  - b. Vice President
  - c. Secretary
  - d. Treasurer
  - e. Public Affairs
  - f. Membership
3. All elected officers shall serve no more than three (3) consecutive terms in one (1) elected position.
  - a. A term is considered one (1) fiscal year.
  - b. If an elected officer comes in mid-year, the following fiscal year will start as their time counter.

### **C. Advisor**

1. The spouse of COMNAVSURFLANT shall be invited to serve as advisor of SOS.
2. In the absence or unavailability of the spouse of COMNAVSURFLANT, the next Senior Surface Spouse or an individual designated by COMNAVSURFLANT shall be invited to serve as Advisor.
3. The Advisor shall not vote or hold elected office.

## **ARTICLE V - VOTING AND ELECTION OF OFFICERS**

### **A. Eligibility**

1. Only SOS members are eligible to serve as elected officers of the club.

### **B. Elections**

1. Election of the SOS officers will be held annually in April.
2. The majority of votes cast from the voting members are sufficient for a quorum.
3. When there is only one nominee for each position, the slate may be accepted by acclamation.
4. The President will vote to resolve a tie.

### **C. Nominations**

1. The President will serve as Chairperson of the Recruiting Committee.



2. The Recruiting Committee shall consist of up to four (4) members, to include Membership and not to exceed more than five (5) total members.
3. The committee shall:
  - a. Meet annually in March to prepare a slate.
    - i. Additional meetings may be scheduled on a needs basis.
  - b. Seek candidates for elected officers from among the General Membership.
    - i. Accept nominations from the General Membership for each elected officer position no later than April 1.
  - c. Gain the individual consent of each nominee.
  - d. Present a slate of at least one candidate and a brief bio for each office in the April newsletter.

#### **D. Voting**

1. Ballots, or a notice of voting, will be distributed to all members in good standing with complete instructions for exercising their vote.
2. Votes will be calculated at a specified Executive Board meeting.
3. Votes are considered approved by the majority of received ballots by the designated date.
4. Voting procedures will be determined by the SOS Board and can include, but are not limited to, paper ballots or electronic voting.

#### **E. Installation of Officers**

1. Installation shall take place at the June Board meeting.
2. All newly-installed officers shall assume their duties during the month of June, following turnover with their respective counterpart.

#### **F. Vacancies in Office**

1. Vacancies occurring on the Executive Board shall be filled by appointment of the President with the approval of the Executive Board.
2. If the office of the President is vacated before the term expires, the Vice President shall become the President, and appoint someone to fill the vacancy in the office of Vice President.
3. SOS Board Member resignations must be written and submitted to the President or the Vice President in his/her absence.
  - a. The Board will be notified in writing upon acceptance of the resignation.

#### **G. Board Member Removal**

1. In the event a board member abuses their powers, conflicts arise amongst board members that cannot be resolved, or they neglect their duties, a written statement must be submitted to the President and Advisor for review within 30 days of the incident. Verbal complaints will not be accepted.
  - a. All written complaints will first be mediated with the President, Advisor, and both parties via a formal counseling session. All issue resolution steps will be documented in writing.
  - b. If the complaint is made against the President, a written statement must be submitted to the Secretary and Advisor for review. Verbal complaints will not be accepted.
  - c. If the complaint is made against the Advisor, a written statement must be submitted to the Secretary and President for review. Verbal complaints will not be accepted.
2. If a second written complaint is received, and there is merit to the claim, the Advisor will select a

special committee to review the complaint. The special committee will consist of the Advisor, an Executive Board Member (not to include the President), and a Chairperson to review the claim. The President will forward all documentation to the special committee for their review to determine the offending party and recommend a course of action. After they have completed their investigation, the special committee will forward their findings and the determined course of action will be executed and administered by the President to both parties. The President and Advisor will meet with both parties to go over the findings and discuss the course of action with each party. A written statement will be signed by both members for record keeping and acknowledgement.

- a. If the claim is made against the Advisor, a proxy for the position will be appointed by the Executive Board to serve on the committee.
  - b. All written complaints will be investigated by a special committee. Verbal complaints will not be investigated.
3. If the written complaint continues after the special committee convenes, the President and Advisor will reconvene with the special committee to take action to remove the offending party.
  - a. Within 5 days, the President and Advisor will meet with the offending party to finalize removal and collect all the SOS turnover items (to include, but not limited to: binders, passwords, email access).
4. The President will notify the Board, via email, in the event a Board member is removed from office. The President will post the open board position to membership in accordance with the by-laws.

## **ARTICLE VI - DUTIES OF ELECTED OFFICERS**

### **A. Executive Board**

1. Members of the Executive Board shall attend all SOS Board meetings.
2. If absent for more than two (2) meetings, without notification to the President or Secretary, that board member may be removed from office by a majority vote of the Executive Board.

### **B. Officers**

1. The PRESIDENT Shall:
  - a. Organize the agenda and preside over all regularly scheduled meetings of the Executive Board and General Membership events, conducting the business of the club in accordance with these by-laws.
  - b. Appoint the Chairperson of Standing and Special Committees.
    - i. Seek recommendations from Advisor, SO Chairperson, and JO Spouse Chairperson.
  - c. Serve as Chairperson of the Recruiting Committee.
  - d. Sign necessary forms with the Treasurer to establish/maintain bank accounts.
  - e. Make bank deposits or withdrawals in the absence of the Treasurer.
  - f. Keep the Vice President informed on all business pertinent to SOS.
  - g. Be an ex-officio member of all committees.
  - h. Be a non-voting member and vote only in the event of a tie.
  - i. The SOS President may appoint a non-voting representative to area organizations as deemed



appropriate by the SOS Board.

- j. Oversee Community Service projects. Seeking input from the Board and general membership.

2. The VICE PRESIDENT Shall:

- a. Serve as presiding officer in the absence of the President.
- b. Serve the unexpired term as President if the office of President is vacated.
- c. Serve as the Chairperson of the By-Laws Review Committee.
- d. Oversee Special Committees to include but not limited to:
  - i. Senior Officer Spouses Chair
  - ii. Junior Officer Spouses Chair
- e. Serve as Event Coordinator:
  - i. Ensure that SOS events are scheduled, delegated, and implemented.
  - ii. Oversee event planning committees.
    - 1. Report findings to the Executive Board.

3. The SECRETARY Shall:

- a. Serve as Parliamentarian.
- b. Take minutes at all SOS Board meetings and keep them as a permanent record for three (3) years.
- c. Provide copies of the SOS Board minutes to all SOS Board members, the Advisor, and the Secretary's notebook within one (1) week of meeting completion.
- d. Review and forward requests/concerns/comments received via email to the appropriate board members. cc President on all emails forwarded.
- e. Write thank you notes as needed.
- f. Newsletter
  - i. Collect input for the newsletter from the SOS Board and other sources no later than the 20<sup>th</sup> day of each month.
  - ii. Compile the newsletter in an appropriate format and attractive manner.
  - iii. Submit to the entire board for review by the 27th of each month.
  - iv. E-mail the newsletter to the membership by the 1st of each month.
  - v. Upload the newsletter to the website; maintain the website archive for 3 years.
  - vi. The SOS Board will provide, when appropriate, the necessary software for the newsletter chair to fulfill his/her responsibilities.

4. The TREASURER Shall:

- a. Maintain an accurate record of all funds and accounts.
- b. Sign necessary forms with the President to establish/maintain bank accounts.
- c. Present a Treasurer's Report at each SOS Board meeting that will consist of no less than an updated budget of monies spent/deposited, funds available in all accounts, a listing of all transactions from the last presented Treasurer's Report and Board meeting.
- d. Deposit all funds and make authorized withdrawals as per Executive Board approval.

- e. Ensure one (1) week prior to the event that funds are available for services rendered and send confirmation to all Executive Board members.
- f. Responsible for finding an accounting professional for annual auditing.
- g. Leave a balance of at least \$500.00, but no more than \$3500.00, in the treasury (sum of all accounts totaled) at the end of the term to ensure continuity in operation and to abide by Federal Tax requirements until dues are collected in the new fiscal year.
- h. Maintain additional sums in the Treasury sufficient to cover all unpaid bills.
- i. File appropriate annual tax forms required in accordance with all state and Federal laws within 30 days after the end of each fiscal year.
- j. Provide an annual budgetary guideline for the following year to be submitted for the SOS Board's approval no later than June SOS Board meeting.
- k. Maintain records for seven (7) years, both digital and hard copies.
- l. Work with all event committee chairs to ensure correct budget planning and timely payments, as approved by the board.
- m. Fulfill invoice requests within 48hrs hours of payment arrangements.

5. The PUBLIC AFFAIRS Shall:

- a. Keep record of all aspects of security for the SOS website, which include, but are not limited to, passwords, and access information and administrator rights.
- b. Collect input for the website and update the SOS whole group "Upcoming Events" link monthly or more frequently if needed or directed by the President.
- c. Update website/social media (Public and Private pages) on a monthly basis at a minimum: plugins and themes on website; event changes (dates, place, time); social group info; pictures; announcements; Facebook whole group events; Instagram infographic event and recruitment related posts; and whole group information.
- d. Coordinate monthly Facebook event posts and reminders with the Vice President and Chairs each month.
- e. Respond to all Facebook messages within 48 hours on the public page and forward to appropriate board member(s), if needed. Monitor comments to Instagram posts for responses and manage or close comments as needed.
- f. Serve as photographer/historian. Take and load all pictures from events and coordinate with Special Committee Chairs to get pictures from any functions they organize.

6. MEMBERSHIP Shall:

- a. Collect membership dues to be turned into Treasurer/President no less than 48hrs upon receipt.
- b. Enter new membership information received via paper copy into a google spreadsheet and directory. Send a monthly update to both Senior Officer Spouse and Junior Officer Spouse Chair with any additions to their groups.
- c. Approve or deny any requests to join the SOS Norfolk-Members Only Facebook group.
- d. Maintain accurate membership statuses.
- e. Recruit and Retain membership.



- f. Organize and implement membership drive at the annual SOS Welcome Social.
  - i. Paper Membership Copies
  - ii. Online registration available
- g. Work closely with the Treasurer to maintain accurate membership dues records.
- h. Contact delinquent members prior to cancellation and encourage them to renew.
- i. Contact all new active members personally by phone or email to welcome them to SOS, and invite them to the next meeting, and extend the organization's resources.
- j. Provide monthly reports that include the number of first time visitors and total membership.
- k. Mentorship - Track members who volunteer to be mentors and members who are interested in being mentored. Distribute survey to members seeking mentorship as applicable; upon receipt of the survey review and reach out to a member who has indicated a desire to mentor within the organization. Upon receipt of the mentor's agreement, forward survey results to mentee and connect both members via email. Follow-up throughout the year to ensure members are staying engaged.
  - i. Mentors and Mentees are encouraged to connect a minimum of once a month during the social year (Sept 1 - May 31).
- l. Will fill the Semper Gumby Chair unless another member volunteers for the position.

## **ARTICLE VII – MONIES**

### **A. Accountability of Funds**

- 1. The fiscal year is 01 September through 31 August.
- 2. No member of SOS shall have the authority to enter into any contract or render it liable monetarily - or otherwise for any purpose or in any amount unless so authorized by the SOS Board.
- 3. Purchases made on the Boards behalf, for the main monthly SOS event, must stay within the predetermined budget. Amending this budget, or going over expenses, must be approved by a majority vote of the Board within 24 hours.
- 4. Purchases made on the Boards behalf, excluding pre-approved budget, exceeding \$100.00, must be approved by a majority vote of the Board.
  - a. Proper documentation and/or receipts must be turned in for reimbursement.
- 5. Accounting:
  - a. The Treasurer will account for funds and the SOS Board will authorize their expenditures.
  - b. All monies received will have a matching receipt number, no exceptions.
    - i. Online invoice number is sufficient.
  - c. All Board members may request a receipt book.
    - i. All receipts should be submitted to the treasurer by the first of each month.
    - ii. Board member receipt books will be audited at each board meeting.
- 6. Checking/Savings Accounts:
  - a. SOS shall maintain a checking/savings account.
  - b. Two signatories shall be on file at all times, the President and Treasurer.



- c. Ensure a balance of at least \$500.00 but no more than \$3500.00 in the treasury (sum of all accounts totaled) at the end of the term to ensure continuity in operation and to abide by Federal Tax requirements until dues are collected in the new fiscal year.
  - d. The Treasurer, Vice President, and President can/will maintain a bank debit card for association use only.
- 7. PayPal
  - a. Account shall be maintained by the Treasurer and President.
  - b. Account shall maintain no more than \$500 throughout the fiscal year.
- 8. Budgeting
  - a. The budget review committee shall prepare a proposed budget for the upcoming year to be presented at the June meeting.
  - b. A budget projection shall be prepared by the Treasurer no later than 1 April of each year.
  - c. The Junior Officer (O4 and below) and Senior Officer (O5 and above) special committees shall each be awarded a budget of \$100. If the total number of qualified members within the Junior Officer or Senior Officer sub-group exceeds 34 members, an additional \$3 per additional member may be added to the related special committee budget; total annual budget for each committee is not to exceed \$250 per membership year.
  - d. Semper Gumby - Each year the budget will be reviewed to receive an amount to cover birthday cards and the Valentine's Day deployed drop off at a minimum.

## **B. Funds Review**

- 1. An internal review of SOS's financial records shall be completed upon request of any member.
  - a. Review will be fulfilled within thirty (30) days of request.
- 2. An external, paid review of SOS's financial records shall be completed at the end of the fiscal year if a discrepancy of more than \$100.00 is found or prior to June turnover.
  - a. Review to be presented and accepted at the August board meeting.

## **C. Budget Review Committee**

- 1. The SOS President shall appoint a committee of at least three (3) members to meet by May. Committee will include the President, Vice President, Treasurer, and Chairs.
  - a. Proposed budget to be presented at June meeting.
- 2. The purpose of the Budget Review Committee will be to establish a preliminary budget for the following SOS fiscal year.
- 3. The committee will review the financial records for the current SOS year.

## **D. Procedures/Protocols**

- 1. Reimbursement
  - a. Should be done within 48 hours upon receipt of proof of expenditure.
  - b. Treasurer will provide reimbursement details at the monthly board meeting as part of the treasurer's report.
- 2. Deposit

- a. Monies must be deposited within 24 to 48 hours upon receipt.
  - b. All deposits must be verified by at least one (1) other Executive Board member prior to bank deposit.
  - c. The Treasurer will provide deposit details at the monthly board meeting as part of the Treasurer's report.
3. Transfer
  - a. Monies obtained electronically outside the SOS financial institution will be transferred to the financial institution within one week of collection.
  - b. All transfers must be verified by the President upon completion.
  - c. The Treasurer will provide transfer details at the monthly board meeting as part of the Treasurer's report.
4. Payments
  - a. Must be done within 48 hours upon receipt of the bill of sale.
  - b. The Treasurer will provide payment details at the monthly board meeting as part of the Treasurer's report.

## **ARTICLE VIII - SPECIAL COMMITTEES**

### **A. Management**

1. The President may appoint committees and representatives as the need arises and declare inactive any committee that is not needed or supported by membership, with approval by the Board.
2. All duties of Chairpersons and Representatives will be designated by the President and the Board and reviewed annually.

### **B. Chairperson Duties**

1. Each Committee Chairperson is expected to attend all SOS Board meetings or arrange for the Vice President to present a written report at the SOS Board meeting in his/her stead.
2. If absent for two meetings without notification to the President and/or Secretary, the chairperson may be removed from office by a majority vote of the Board, and shall be informed of removal by written notice.

### **C. Special Committees, listed, but not limited to:**

1. Senior Officer Spouses (O5 and above)
  - a. Organize all and implement all Senior Officer Spouse events.
  - b. Disperse all event information to appropriate parties; Website, FB, Members, etc.
  - c. Submit information for the Newsletter no later than the 20th of each month. Send thank you notes as needed.
  - d. Keep a sign-in sheet for all events. Upload guest attendance list to the SOS Drive and report to the Membership.
  - e. O4 and Above Spouses, who's Sailors are filling a PXO, XO, PCO, CO position are eligible to participate in this group.
2. Junior Officers Spouses (O4 and below)



- a. Organize all and implement all Junior Officer Spouse events.
  - b. Disperse all event information to appropriate parties; Website, FB, Members, etc.
  - c. Submit information for the Newsletter no later than the 20th of each month. Send thank you notes as needed.
  - d. Keep a sign-in sheet for all events. Upload guest attendance list to the SOS Drive and report to the Membership.
3. Semper Gumby - Support members throughout the year with small gestures of support. If the position is not filled by a committee member, Membership will head this committee until the position is filled.
  - i. Each member will receive a birthday card each year, including birthdays that fall outside of the social year.
  - ii. Respond to requests of those who need support throughout any part of their Navy or personal life. Support can be any of the following but not limited to:
    1. Provide support in the form of small packages that are dropped off at a member's home. The cost of individual drop offs shall not exceed \$10.
    2. Lending a helpful hand if there are members willing to donate their time and if all parties agree in advance.
4. Norfolk OS Littles - If the need/desire is there within the general membership, Norfolk OS Littles will serve as a social gathering group for parents.

## **ARTICLE IX - SOS BOARD MEETINGS AND SOCIAL FUNCTIONS**

### **A. SOS Board Meetings**

1. The outgoing and incoming SOS Board will meet in June to ensure a smooth turnover.
2. The SOS Board will meet during the summer for the planning of the coming year.
3. The SOS Board shall meet monthly from August through June, inclusive. Meetings will take place on the 2nd Thursday of every month at 7:00pm.
4. The SOS Board shall determine the location of the meetings and make the information available to the general membership.
5. Any change in the date/time and location upon request of the meeting, must be approved by the Board, and must be posted on the website and Facebook pages.

### **B. Social Functions**

1. Events will be scheduled September through May at the discretion of the SOS Board with no less than five (5) events each term.
2. Time, date, and location will be determined by the SOS Board and will be announced via newsletter, website, social media, and/or email.

## **ARTICLE X - PARLIAMENTARY PROCEDURE**

### **A. Parliamentary Authority**

1. The rules contained in the current edition of “Robert’s Rules of Order” shall govern SOS.

## **B. Quorum**

1. A minimum of 25% of membership must be present in person to constitute a quorum.
  - a. At least seventy-five percent (75%) of the SOS Board members must be present at a meeting in order for a vote to take place.
2. Votes will be decided by a majority of a quorum of voting members present. Electronic voting consisting of all SOS Board members is permissible. A quorum will consist of a majority of votes cast.
3. No votes may be taken at a meeting at which a quorum is not present.

## **C. Revisions**

1. Amendment Procedure
  - a. An amendment to the By-Laws may be proposed by any voting member and submitted in writing to the Vice President, including written justification for consideration.
  - b. The proposed amendment must be approved by a majority vote of the SOS Board.
  - c. The General Membership shall be notified, by appropriate means, of the proposed amendment no later than fifteen (15) days prior to a vote.
  - d. The proposed amendment must be approved by a two-thirds vote at a General Membership meeting or via an online option.
2. Review Procedure
  - a. A By-Law Review Committee will be appointed by the Board, every two (2) years in the spring of even-numbered years, as needed.
  - b. The By-Law Review Committee should consist of the Vice President and as many other members as the Board deems necessary.
  - c. The Committee will submit a proposal of recommended changes to the Board, in writing.
  - d. All proposed changes must be approved by a majority vote of the SOS Board.
  - e. The General Membership shall be notified, by appropriate means, of the proposed amendments/revision no later than fifteen (15) days prior to a vote.
  - f. The amendments/revision must be approved by a two-thirds vote at a General Membership meeting or online.
3. Amended/Revised By-Laws
  - a. Having been duly approved by the General Membership, supersede all previous By-Laws, except that amendments shall not affect specific agreements and contracts entered into under the terms of previous Constitution and By-Laws until such terms of agreements or contracts have reached their expiration dates.



## **Agenda**

1. Meeting shall be:
  - a. Call to Order
  - b. President's Welcome – Introductions and acknowledgments
  - c. Vice President
    - i. Old Business
  - d. Secretary's Minutes – acceptance of
    - i. Newsletter
  - e. Treasurer's Report - acceptance of
  - f. Membership
    - i. Mentorship
  - g. Public Affairs
  - h. Committee Reports
    - i. Senior Officer Spouse
    - ii. Junior Officer Spouse
    - iii. Semper Gumby
    - iv. Norfolk OS Littles
  - i. Vice President
    - i. New Business
  - j. Advisor's Communication
  - k. President's Communication
  - l. Close

## **D. Dissolution of SOS**

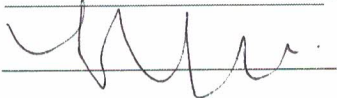
1. A two-thirds vote of members in good standing shall be required for the dissolution of the Surface Officers' Spouses of Norfolk and the disposition of any remaining assets to charitable contributions after satisfying any outstanding debts.

DATE OF BY-LAWS May 13, 2022

DATE REVISED May 6, 2022

PRESIDENT:

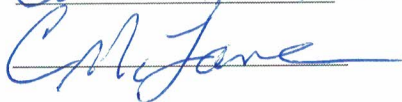
PRINTED NAME KURIA SPINDLER

SIGNATURE 

DATE May 13, 2022

ADVISOR:

PRINTED NAME Colleen McLane

SIGNATURE 

DATE 16 May 2022