

## **BY-LAWS**

FOR

**USS Kirk (FF 1087) Association, Inc.**

**7/272016 Updated 11/4/2018**

Pursuant to Chapter 10 of Title 13.1 of the Code of Virginia (1950, as amended), the undersigned states as follows:

### **ARTICLE ONE: Name of Organization**

USS Kirk (FF 1087) Association

### **ARTICLE TWO: Membership**

The USS Kirk (FF 1087) Association (also referred to herein as the “(KIRK)” is to have members that are eligible for membership if they meet the following criteria:

- a. **Individual Membership** – is simply a general association member for KIRK veterans. Individual members are entitled to full voting rights.
- b. **Family Membership** – are available to encourage family participation. To qualify, prospective members must be of the immediate family. Family membership entitles member’s spouse to full voting rights.
- c. **Honorary Membership** - 1. Shall be granted to widows of deceased KIRK veterans, 2. Honorary members are persons who, because of distinguished contributions or service to the United States, the United States or persons who are regular members of the association, share a common KIRK historical event such as Operation Frequent Wind, Operation Eagle Pull, Rescue of the Taiwanese Merchant vessel Dai

Lung, or other beneficiary(s) of KIRK's assistance are inducted into the Association by vote of the Board of Directors (BOD).

No person who has been convicted of a felony offense, or who by word or deed advocates the overthrow of the United States Government by violent or other unlawful means, or who desecrates the flag of the United States is eligible for initial or continued membership in the association in any membership category.

All individual Family and Honorary members are not voting members.

### **ARTICLE THREE: Officers**

The KIRK Association shall have a President, and one or more Vice Presidents a Secretary, a Treasurer, and such other officers as the association's bylaws may provide. Qualifications, terms, and other matters pertaining to officers shall be contained in the Association's bylaws, except that the secretary shall have the responsibility for preparing and maintaining the custody of the minutes of all directors' and members' meetings and for authenticating the records of the corporation.

### **ARTICLE FOUR: Elections**

1. Election of officers shall be conducted bi-annually at association reunion business meeting.
2. All individual members and spouses are eligible for office.
3. All officers elected or re-elected must be present or have agreed prior to elections to serve.
4. Officers shall be determined by simple majority. In event of a tie, a run off election between candidates with equal votes to determine the newly elected.

### **ARTICLE FIVE: Purpose**

The KIRK Association is formed for educational and humanitarian purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The primary educational and humanitarian purposes is to provide a forum for historical preservation of the USS KIRK. Secondary purpose is to provide a vehicle for fellowship of KIRK veterans, Vietnamese refugees, and Taiwanese survivors.

### **ARTICLE SIX: Donations**

The KIRK Association shall have the power to solicit and receive funds and property by gift, transfer, devise or bequest, and may administer and apply such funds and property only in the furtherance of the educational and charitable purposes stated herein. All funds and assets of the corporation shall at all times be so dedicated, and none of the net earnings of the corporation shall inure, in whole or in part, to the benefit of, or be distributed to, officers, directors, or other private persons, except that, in accordance with these articles and the association's bylaws, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. If for any reason it becomes necessary to dissolve or liquidate the corporation, the remaining assets of the corporation, after its lawful obligations and all other requirements of law have been met and complied with, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, as may be specified in a plan of

distribution adopted as provided by law or as directed by a court of competent jurisdiction.

#### **ARTICLE SEVEN: Authorizations**

The Association is permitted to do any and all lawful things that may be necessary, useful, suitable or proper for the furtherance or accomplishment of the purposes and powers of the Association and shall exercise all powers possessed by Virginia corporations of similar character, including the power to own, lease, contract for the purchase and sale of, and to mortgage or otherwise encumber real and personal property.

The Association shall not engage in any activities for the carrying out of propaganda or attempting to influence legislation, nor shall it directly or indirectly participate or intervene (including publishing or distributing statements) in any political campaigns on behalf of any candidate for public office or any other activity not within the educational purposes set forth herein.

Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted to be carried on by an Association exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future federal internal revenue law), or by a corporation, contributions to which are deductible under Section 170 of the Internal Revenue Code (or the corresponding provision of any future federal revenue law).

#### **ARTICLE EIGHT: Incorporation**

The name and address of the incorporator is: Paul H. Jacobs, 6916 Birkenhead Pl.  
Gainesville, VA 20155

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Michael W. North, President

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Date 11-4-18