

BY-LAWS OF
U.S.S. FRANK E. EVANS ASSOCIATION, INC.

ARTICLE I
NAME AND PURPOSE

SECTION I. NAME. The name of the organization shall be "U.S.S. FRANK E. EVANS ASSOCIATION, INC.". Hereinafter referred to as the association and/or corporation.

SECTION II. PURPOSE. The purpose for which the corporation is formed is as stated in the Articles of Incorporation, and amendments thereto, and specifically to commemorate the "lost in action" and deceased shipmates of the U.S.S. Evans, DD 754.

ARTICLE II
MEMBERSHIP

SECTION I. Qualification. Qualification for voting membership in this organization is as follows:

- (A) All past members of the crew of the U.S.S. Evans, DD 754, hereinafter referred to as "shipmates".
- (B) Spouses of shipmates
- (C) Relatives of deceased shipmates.

SECTION II. Operating Expenses. As a non-profit organization the corporation will operate on requests for donations from shipmates and those others qualified for voting membership as stated in Section I above. The amount of donations to be requested shall be established by the members at annual reunions. It will be the duty of the Treasure to collect said donations and place them in the treasury.

SECTION III. Time and Place of Meetings. The corporation shall have an annual meeting or reunion, at a place designated by a vote of the shipmates at the previous reunion. Other meetings may be desired and held by call of the officers at such place as the officers may direct for the purpose of conducting such business that the president determines assistance is needed and/or such business requires attention prior to scheduled reunions or meetings.

SECTION IV. Notice of Annual Meetings or Reunions. The secretary of the corporation shall have the duty of giving ten (10) days notice to each shipmate personally or by mail, said notice to state the time and place of such meeting, and to be addressed to each member at his address as appears on the records of the corporation; provided, however, failure to give such notice shall not effect the validity of such meeting or proceedings thereat.

SECTION V. Business Meeting. A business meeting of members will be held during the annual membership meeting or reunion. The exception to this will be special meetings called by the officers as noted in SECTION III above. A majority of the shipmates present shall constitute a quorum for the transaction of business in any meeting of the corporation. The president, or in his absence, any duly elected officer, shall preside at meetings, and the Secretary shall act as secretary thereof; but in the absence of either or any of such officers, their functions may be performed by any shipmate selected by those present. The order of business shall be as follows:

- (A) Reading and approval of the minutes of the last meeting.
- (B) Report of the President
- (C) Report of the Treasure
- (D) Old Business
- (E) Election of Directors
- (F) Election of Officers
- (G) New Business
- (H) Adjournment

ARTICLE III
OFFICERS

SECTION I. Election and Term. The officers of the Corporation shall be a President, one or more Vice-Presidents, a Treasure and a Secretary, all of whom shall be elected by the shipmates at the annual shipmates meeting or reunion and from their number. Offices may be combined to preclude the necessity of separate officers for each function, such consolidation will be at the direction of the shipmates at the annual shipmates meeting or reunion. They shall hold office for the term of one year or until the next election, however, an officer may hold concurrent terms if so elected by the shipmates.

SECTION II. Office of the President. The president shall preside at all meetings of the shipmates, and have the general supervision and management of the corporation. ~~He shall have such special duties as may from time to time be prescribed by these by-laws or~~

~~and management of the corporation.~~ He shall have such special duties as may from time to time be prescribed by these by-laws or delegated to him by resolution of the shipmates. All official documents and records will be signed by him. The president may also appoint committees to assist and act for the corporation regarding meeting places and times, special events, etc.

SECTION III. Office of the Vice-President. The position of Vice-President, or Vice-Presidents, as the case may be, shall be required at the discretion of the shipmates, to be determined at the annual meeting or reunion. Vice-President or Vice-Presidents when elected by the shipmates shall discharge the duties of the president in his absence or disability, and in addition, such other and special duties as may from time to time be prescribed by these by-laws or delegated to them by resolution of the shipmates.

SECTION IV. Office of the Secretary. The secretary shall keep a complete and permanent record of all proceedings of the shipmates; he shall have general charge of the books and records of the Corporation except such as are properly to be kept by other officers; he shall give notice of meetings as prescribed by these by-laws; and shall perform such other and special duties as may from time to time be prescribed by these by-laws or delegated to him by resolution of the shipmates.

SECTION V. Office of the Treasurer. The Treasurer shall be fiscal and disbursing agent of the corporation, and shall keep and account for all monies/credits and property received and disbursed; shall deposit funds coming into his possession in such depositories as may from time to time be designated by resolution of the shipmates; and shall in addition, perform such other duties as may from time to time be vested in him by these by-laws, or delegated to him by resolution of the shipmates.

SECTION VI. Executive Committee. The Executive Committee shall be composed of the elected officers and the chairmen/chairwomen of all standing committees and have general supervision, management and control of the affairs and business of the corporation between the annual meetings.

SECTION VII. Committees. Committees may be appointed by the President or general membership to perform assigned duties at the direction of the Executive Committee.

ARTICLE IV AMENDMENTS

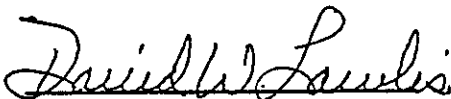
These by-laws may from time to time be amended, repealed, or rescinded by a majority vote of the shipmates of the corporation.

ARTICLE V BY-LAW ADOPTION RESOLUTION

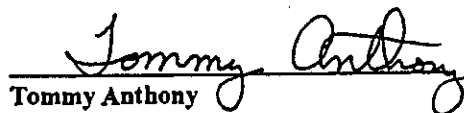
The above and foregoing by-laws were duly and regularly adopted as the by-laws of the corporation at the 1993 annual meeting or reunion of the shipmates, all as authorized by Articles of Incorporation and the laws of the State of Texas. The U.S.S. FRANK E. EVANS ASSOCIATION, INC., initially chartered in the State of Texas shall be a corporation of the State of Texas and remain as such unless changed by resolution of the shipmates.



J.C. Campbell,
President



David Lawlis
Secretary



Tommy Anthony
Vice President



H.G. Nichols,
Founder

DATE APPROVED

2 OCTOBER 1993

ARTICLES OF INCORPORATION

ARTICLE ONE

The name of the corporation is U.S. S. Frank E. Evans Association, Incorporated.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of the corporation's duration is perpetual.

ARTICLE FOUR

The U.S.S. Frank E. Evans, DD-754, a destroyer of the United States Navy was initially launched in 1944. The Evans served the nation gallantly through action in WWII, (first Pacific action in June 1945), In Korea in 1951 and 1952, and in Vietnam in 1968. On 3 June 1969 the Evans was in collision with the Australian Aircraft Carrier H.M.A.S. Melbourne (CVS-21) resulting in the loss of 74 sailors, and was struck from the Navy Register. Consistent with the history of the Evans, the purpose or purposes for which the corporation is organized are:

- a. To identify sailors of the U.S. Navy who have served as crew members of the U.S.S. Frank E. Evans, DD-754 and establish a "crew" camaraderie that is consistent with the experiences shared while serving.
- b. To commemorate the "lost in action", "lost at sea", and "deceased" shipmates of the U.S.S. Frank E. Evans, DD-754.
- c. To promote a spirit of patriotism that is consistent with the oath taken by every service member inducted into the armed forces.
- d. To assure the "history of the Evans" is maintained through the sharing of experiences of "Evans Shipmates"

ARTICLE FIVE

The street address of the initial registered office of the corporation is

The name of the initial registered agent at such address is Mr. J.C. Campbell, current president of the corporation.

ARTICLE SIX

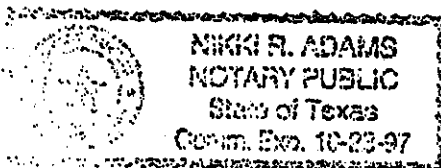
The number of directors constituting the initial board of directors is three and the names and addresses of the persons who are to serve as the initial directors are:

Mr. J.C. Campbell	President
Mr. Tommy Anthony	Vice President
Mr. David W. Lawlis	Secretary

J. Campbell
Tommy Anthony
David W. Lawlis

STATE OF TEXAS
COUNTY OF Hood

Before me, a notary public, on this day personally appeared Mr. J.C. Campbell, Mr. David W. Lawless, and Mr. Tommy Anthony, known to me to be the persons whose names are subscribed to the foregoing document and, being by me first duly sworn, severally declared that the statements therein contained are true and correct. Given under my hand and seal of office this 30th day of September, A.D., 1994.



Nikki R. Adams

My commission expires:
10-28, 1997.

**PRECURSOR TO THE
FIRST
AMENDMENT TO THE
BY-LAWS OF
U.S.S. FRANK E. EVANS ASSOCIATION, INC.**

WHEREAS; AT THE ANNUAL BUSINESS MEETING OF THE ASSOCIATION'S THIRD ANNUAL REUNION ON 22 OCTOBER 1994 IN LAS VEGAS NEVADA, A POINT OF DISCUSSION WAS ARTICLE II, (MEMBERSHIP) SECTION I ITEM (B). SUCH ARTICLE IDENTIFIES THE QUALIFICATION OF VOTING MEMBERSHIP TO WIT SECTION (B) PROVIDES VOTING MEMBERSHIP TO "SPOUSES OF SHIPMATES". FOR PURPOSES OF THE DISCUSSION IT WAS NOTED THAT QUESTIONING THIS QUALIFICATION HAD NO BEARING ON THE EQUALITY OF MEN V.S. WOMEN OR EQUALITY OF THE SEXES BUT RATHER ON THE QUALIFICATIONS OF HAVING SERVED. A MOTION WAS MADE TO REMOVE ITEM (B) FROM THE BY-LAWS AS QUALIFICATION AS A VOTING MEMBER. MOTION WAS SECOND' WITH DISCUSSION CENTERING ON THE RIGHT FOR SPOUSES TO PARTICIPATE IN THE VOTE AS THEY HAVE THAT RIGHT ACCORDING TO THE BY-LAWS (UNAMENDED). DISCUSSION LED TO A GENERAL AGREEMENT THAT ALL PRESENT UNDER ANY CONDITION OF ARTICLE II, SECTION I WAS INDEED QUALIFIED TO VOTE ON THE MOTION. VOTE WAS TAKEN AND AND THE MOTION CARRIED TO SO AMEND THE BY-LAWS. FURTHER DISCUSSION ON ITEM C "RELATIVES OF DECEASED SHIPMATES" CONTINUED AND WITHOUT MOTION IT WAS GENERALLY AGREED THAT RELATIVES OF DECEASED SHIPMATES WERE IN FACT PROVIDING PROXY FOR THOSE SHIPMATES WHO HAD SERVED ON THE U.S.S. FRANK E. EVANS.

THE BY-LAWS OF THE U.S.S. FRANK E. EVANS ASSOCIATION, INC. IS HEREBY AMENDED AS FOLLOWS IN THE ATTACHED.

**FIRST AMENDMENT TO THE BY-LAWS
OF THE U.S.S. FRANK E. EVANS ASSOCIATION INC.**

WHEREAS BY VOTE OF THE GENERAL MEMBERSHIP ON 22 OCTOBER 1994 ARTICLE II - MEMBERSHIP, SECTION I IS AMENDED TO ELIMINATE "SPOUSES OF SHIPMATES" AS QUALIFIED VOTING MEMBERS OF THE ORGANIZATION. ARTICLE II, SECTION I, IS AMENDED TO READ:

**ARTICLE II
MEMBERSHIP**

SECTION. Qualification. Qualification for voting membership in this organization is as follows:

- (A) All past members of the crew of the U.S.S. Frank E. Evans, DD 754, hereinafter referred to as "shipmates"**
- (B) Relatives of deceased shipmates.**

**PRECURSOR TO THE
SECOND
AMENDMENT TO THE
BY-LAWS OF
U.S.S. FRANK E. EVANS ASSOCIATION, INC.**

WHEREAS; AT THE ANNUAL BUSINESS MEETING OF THE ASSOCIATIONS FORTH ANNUAL REUNION ON 9 SEPTEMBER 1995 IN CHARLESTON SOUTH CAROLINA, A POINT OF DISCUSSION WAS MADE RELATIVE TO ARTICLE II, SECTION III, "TIME AND PLACE OF MEETINGS". SAID ARTICLE ESTABLISHES THE REQUIREMENT THAT THE CORPORATION (ASSOCIATION) SHALL HAVE AN ANNUAL MEETING OR REUNION AT A PLACE DESIGNATED BY A VOTE OF SHIPMATES AT THE PREVIOUS REUNION. FOR PURPOSES OF DISCUSSION IT WAS NOTED THAT MORE LEAD TIME IS NEEDED TO SECURE FAVORABLE REUNION ACCOMMODATIONS. A MOTION WAS MADE AND SECOND' TO CHANGE THE BY-LAWS TO ALLOW FOR SIGHT DESIGNATION TO BE MADE A MINIMUM OF THREE YEARS AHEAD. A VOTE WAS TAKEN AND THE MOTION CARRIED TO SO AMEND THE BY-LAWS.

THE BY-LAWS OF THE U.S.S. FRANK E. EVANS ASSOCIATION, INC. IS HEREBY AMENDED AS FOLLOWS IN THE ATTACHED.

**SECOND AMENDMENT TO THE BY-LAWS
OF THE U.S.S. FRANK E. EVANS ASSOCIATION INC.**

WHEREAS BY VOTE OF THE GENERAL MEMBERSHIP ON 9 SEPTEMBER 1995 ARTICLE II - MEMBERSHIP, SECTION III. "TIME AND PLACE OF MEETINGS" IS AMENDED TO REQUIRE THE PLACE OF MEETINGS TO BE ESTABLISHED A MINIMUM OF THREE YEARS AHEAD. ARTICLE II, SECTION III, IS AMENDED TO READ:

ARTICLE II

SECTION III. Time and Place of Meetings. The corporation shall have an annual meeting or reunion, at a place designated by a vote of the shipmates a minimum of three years ahead. Other meetings may be desired and held by call of the officers at such place as the officers may direct for the purpose of conducting such business that the president determines assistance is needed and/or such business requires attention prior to scheduled reunions or meetings.