

**SUBMARINE OFFICERS' SPOUSES' CHARITABLE
ASSOCIATION WASHINGTON (SOSCA-WA)**
BYLAWS 2024

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ARTICLES OF ASSOCIATION

ARTICLE I

NAME

A. This organization shall be called “Submarine Officers’ Spouses’ Charitable Association - Washington” hereafter referred to as “SOSCA-WA” or “Association.”

ARTICLE II

PURPOSE

A. SOSCA-WA shall be a nonprofit organization whose sole purpose shall be to raise and disburse funds that support the military, servicemembers, and their families. Funds shall be distributed only to non-profit funds, foundations or corporations that are organized and operated exclusively for charitable purposes and which have established tax-exempt status under the Section 501(c)(3) of the Internal Revenue Code.

1. SOSCA-WA tax ID EIN is **#27-0519790**.

B. No part of the activities of SOSCA-WA shall be the carrying on of propaganda or otherwise attempting to influence legislation, and SOSCA-WA shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office (including the publishing or distribution of statements).

C. SOSCA-WA shall be a non-profit social organization as defined by IRS Code 501(c)(3). Notwithstanding any other provision of these articles, SOSCA-WA shall not carry on any other activities not permitted to be carried on

1. by an association exempt from federal income tax under sections 501(c)(3) of the Internal Revenue Code or
2. by an association, contributions to which are deductible under sections **170(c)(2)** of the Internal Revenue Code.

D. SOSCA-WA Hosts charity events in support of submarine, military and local charities i.e. the Silver and Gold Charity Auction.

E. The SOSCA-WA year shall start on August 1st of every calendar year and end on July 31st of the following year.

F. The Committee will adhere to the policies set forth by Naval Base Kitsap for fundraising. As a non-federal entity registered with the Naval Base Kitsap, all tenants of fundraising will follow the “By Our Own, For Our Own” format. As such, SOSCA-WA will operate in accordance with CNIC instruction 1100.1 NON-FEDERAL ENTITIES ON BOARD NAVY INSTALLATIONS and Naval Base Kitsap Instruction 11000.1C (or current standing instructions).

ARTICLE III

MEMBERS

- A. The members of SOSCA-WA include the Advisors, Board of Directors, and Committee Chairpersons for current charitable events. Optional membership forms may be used for individual charity events held through SOSCA for communication needs. There are no dues for membership.
 - 1. New members and non-member volunteers may join at any time throughout the association fiscal year.
- B. There are no membership dues, however the condition of membership shall be upon completion of a membership form for the group roster.
 - 1. Advisors, Board of Directors, and Charitable Event Committee Chairpersons are required to complete a membership form.
 - 2. SOSCA-WA also welcomes non-member volunteers to complete a membership form, but this action is not required.
 - 3. Forms will be maintained by the Charitable Committee Chairperson(s) and/or the Board of Directors.
- C. SOSCA-WA does not discriminate against participation based on race, gender, sexual orientation, age, religion, color, ancestry, disability, or national origin.

ARTICLE IV

BOARD OF DIRECTORS

- A. The Board of Directors panel shall include the same individuals currently serving as the President, Vice President, and Secretary of the Submarine Officers' Spouses' Association – Washington (hereafter referred to as "SOSA-WA").
 - 1. The SOSCA-WA Treasurer should not be the same individual currently serving as SOSA-WA Treasurer, unless there is a temporary vacancy. In the event of a temporary vacancy and upon Board approval, the SOSA-WA Treasurer may fill that role. The Treasurer must also be a current SOSA member.
- B. The Board of Directors will also include any current Charitable Event Chairpersons, Advisors, and Parliamentarian. The SOSA Parliamentarian fills the role of the SOSCA Parliamentarian.
 - 1. If a decision can't be agreed upon and requires a vote for conflict resolution, Applicable current charitable event chairpersons, as well as Parliamentarian, President, Vice President, Treasurer, and Secretary shall be the voting parties. In the event of a tie, the advisors will be called upon to break the tie.
- C. The Board of Directors shall:
 - 1. Coordinate with Charitable Event Committees, ensuring ongoing communications between all charity events, new and ongoing.
 - 2. Ensure all NBK forms to operate and fundraise on base are completed and submitted according to these bylaws, including but not limited to:

- a. CNIC instruction 1100.1 NON-FEDERAL ENTITIES ON BOARD NAVY INSTALLATIONS and Naval Base Kitsap Instruction 11000.1C (or current standing instructions).
- b. Request to Fundraise on Board NBK form
3. Ensure meetings are conducted in accordance with *Robert's Rules of Order* in all cases in which they are applicable and consistent with the Bylaws, or appoint a Parliamentarian to do so.
4. Review Charitable Event agendas prior to each meeting.
5. Ensure that all Committee Chairperson(s) turn over their records to the incoming administration within 30 days of the charitable event ending, except for Allocations.
6. Invite the SOSA-WA Advisors to assume Advisor positions with SOSCA-WA.
7. Incoming emails or mail that are related to SOSCA-WA business shall be forwarded to relevant Chairperson(s) to be handled.
8. Confirm an audit of previous year's finances has been completed with the incoming Charitable Treasurer, an Advisor, and a member of the previous Board of Directors.

D. Charitable Treasurer

1. Complete a new projected budget for the following year based on the current year's actual income and expenses prior to donating funds to charities.
2. Prepare an updated monthly financial statement and an annual SOSCA-WA budget prior to each meeting for any new and ongoing charitable events and committee chairs to review.
3. Prepare a monthly financial statement and present a complete report at Board of Directors meetings.
4. Provide petty cash as required.
5. Receive and record all monies due and payable to SOSCA-WA from any source. Make a reasonable effort to collect money due. Refer accounts in arrears to the Board of Directors for further action.
6. Disburse funds as directed by Charitable Event Chairperson(s) and Board of Directors, retaining proper receipts for each such disbursement.
7. Maintain proper and accurate records of all SOSCA-WA financial transactions using generally accepted accounting practices, which must be reviewed each time a treasurer leaves office. File the federal tax return.

8. Maintain proper and accurate records of SOSCA-WA property (i.e. SOSCA items in SOSA storage unit.).
 - a. Maintain inventory of all items borrowed for the purposes of Charitable Events whether those items are borrowed from SOSA-WA inventory or other sources.
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 SOSCA-WA fiscal year (1 Aug - 31 Jul). The report will be prepared in accordance with generally accepted accounting practices and submitted to the Board of Directors. Copies will be made available to outside agencies as required.
11. Prepare or arrange for accurate completion and timely submissions of federal income tax reports.
12. Sign checks for expenditures authorized by the Association in accordance with these Bylaws.
13. Coordinate with the Board of Directors who maintain a post office box for SOSCA-WA at the NBK-Bangor Post Office.
14. Act as custodian for SOSCA-WA tax records. Hard copy records must be maintained for seven years after their submission.
15. Verify corporate status annually with the Washington Secretary of State and pay appropriate fees.
16. Advise Charitable Event Chairperson(s) on the creation of an event budget.
17. Conduct an audit of previous year's finances has been completed with an Advisor and a member of the previous Board of Directors.

D. President

1. Attend or appoint a fellow Board of Directors member to attend all committee meetings, additional meetings, and SOSCA-WA functions when possible.
2. Read at the start of the next meeting to record in the minutes as having been reviewed and approved by the Charity Event Chairperson(s).
3. Attend or appoint a representative from SOSCA-WA to attend meetings, organizations, business and government agencies, as required or as requested by Commanding Officer,

NBK.

4. Responsible for submitting the “Request to Fundraise on Board NBK” form #1100, and any other required NBK operating forms, as soon as a date is decided for the event, or a minimum of 60 days before the event.
5. Shall have the authority to sign checks, make deposits and withdrawals in the absence of the Treasurer, or as deemed necessary.
6. Act as custodian of the SOSCA-WA email addresses and other accounts listed in the **Auction Addendum** with the Vice President and oversee all SOSCA-WA correspondence in the interim until a Charitable Event Chairperson(s) accepts the position.

E. Vice President

1. Remain prepared at all times to assume the President’s duties, if and when required.
2. Attend any SOSCA-WA meeting if the President is unable to do so.
3. Coordinate with the Charitable Event Chairperson(s) to delegate organization's program activities.
4. Act as or appoint the chairperson of the Allocations Committee Chairperson(s).
5. Act as custodian of the SOSCA-WA email address in the interim until the Charitable Event Chairperson(s) accepts the position.

F. Secretary

1. Act as the SOSCA-WA secretary at all meetings, or appoint a representative if a meeting cannot be attended. Meeting minutes shall include records of motions, rules and amendments.
2. Have the minutes duplicated and distributed to the Board of Directors and the Charitable EventCommittee(s) within seven (7) days of the meeting so that all can be prepared for their tasks prior to the following meeting.
3. Keep a file of the minutes for a period of seven (7) years plus the current year.
4. Keep a file of all business and correspondence for a period of seven (7) years plus the current year, including but not limited to the IRS and tax-related documents which must be maintained for no less than five (5) years
5. Make available the Bylaws to the SOSCA-WA governing body.
6. Be responsible for and report on all correspondence pertaining to SOSCA-WA to Charitable Event Chairperson(s).
 - a. Handle all SOSCA-WA correspondence as deemed necessary in the interim until any

ongoing or new Chairperson(s) accepts the position.

G. Parliamentarian, or the President in absence of a volunteer.

1. The Parliamentarian position shall be filled by the current acting SOSA-WA Parliamentarian
2. Assist the Charitable Event Chairperson(s) in the conduct of the meetings.
3. Be knowledgeable of *Robert's Rules of Order* and SOSCA-WA Bylaws and keep a copy of both available at all meetings.
4. At the first business meeting, following the installation of new officers, provide a brief review of applicable portions of *Robert's Rules of Order* and SOSCA-WA Bylaws.
5. Act as or appoint the chairperson(s) of the Bylaws Revision Committee as needed.

H. Advisors

1. Provide guidance at meetings to ensure compliance with SOSCA-WA Bylaws, Navy, and Commanding Officer, Naval Base Kitsap policies and customs.
2. Provide advice to the Auction Chairperson(s) and other members of SOSCA-WA when requested.
3. Review revisions to the Bylaws and *Roberts' Rules of Order*.
4. Confirm an audit of previous year's finances has been completed with the incoming Charitable Treasurer and a member of the previous Board of Directors.

ARTICLE V

GOVERNING BODY

- A. The business of SOSCA-WA shall be conducted solely by Board of Directors and current Current Charitable Event Chairperson(s) (hereafter referred to as "Chairperson(s)").
- B. The Board of Directors shall approve the Charitable Event Chairperson(s).
- C. The Charitable Event Chairperson(s) shall approve committee chairperson(s), in accordance with **Article IV** "Members", to the approved committees as listed in **Article VI** "Committees".

ARTICLE VI

CHARITY EVENT COMMITTEES

A. Duties of the Charitable Event Chairperson(s)

1. Committee Chairperson(s) must be approved at the discretion of the Current Charitable Event Chairperson(s) and Board of Directors. Charitable Event Chairpersons shall now be referred

to as “chairpersons.”

2. Chairperson(s) may form support committees as needed. Names of committee members must be submitted to the Chairperson(s) and Board of Directors for approval.
3. Chairperson(s) shall keep operational records of their activities. These records must include: responsibilities, budget data, ledger sheets, and recommendations for next year. The records may include the following items, if applicable: inventory lists, personnel and service support, vendors, activity outcomes, and program evaluation.
4. The Chairperson(s) shall attend Board of Directors meetings to report and keep the Board informed of the Auction committees’ activities of each related committee.
 - a. Board meetings may not be merged with SOSA-WA Board meetings.
5. Committee Chairperson(s) shall act as outlined in the current Bylaws of SOSCA-WA. A copy of these bylaws shall be given to each committee chairperson upon taking the position.
6. A volunteer may hold a chair position for no more than two (2) consecutive years;
 - a. unless the position cannot be filled by November 1st of the SOSCA-WA fiscal year.
 - b. the volunteer may choose to fill another SOSCA-WA committee chair position.
7. Committee Chairperson(s) whose roles are not specifically mentioned in these bylaws are bound by SOSCA-WA bylaws and operation procedures as approved by the Board of Directors. Operation procedures will be reviewed annually and amended as needed by each Auction Committee.
8. Approve at the start of the next meeting the read minutes as having been reviewed and approved for the minutes.

C. Allocations Committee

1. The Allocations Committee shall be chaired by the Vice President of SOSCA-WA or other appointed volunteer, unless specified otherwise in an addendum for specific recurring events.
2. Coordinate with the Dolphin Scholarship Foundation (hereafter referred to as “DSF”) liaison, ensuring ongoing communications and overseeing donations to DSF with Chairperson(s) and SOSCA-WA Treasurer. Assuring DSF forms are completed in accordance to the Foundation's deadlines, which includes but is not limited to, the proxy vote and audit letter due by June.
3. The Committee will provide a proposal to the SOSCA-WA membership two months before the charitable event whenever possible.
4. All proposed charities will be voted on and confirmed by the SOSA paid membership during a

monthly meeting or an electronic vote sent out to current SOSA members only.

5. Ideally the allocation committee shall be formed in the fall.

ARTICLE IV

MEETING

- A. The rules contained in *Robert's Rules of Order* shall govern this Association in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or special rules of order of this Association.
- B. The Chairperson(s) shall provide the time and place for SOSCA-WA meetings. At least one (1) member of the Board of Directors must attend a meeting, whether in person, audio or video conference call. At least one (1) Advisor is recommended to attend meetings.
- C. Special meetings of the Board of Directors may be called by or at the request of any two (2) Directors. Notice of any special meeting of the Board of Directors shall be given at least four (4) days prior to such meeting by written notice or by email or phone whenever feasible.
 - a. SOSA-WA board meetings may not be used to conduct SOSCA-WA business since the Silver Chairperson(s) would not be invited to a SOSA-WA meeting.
 - b. Chairperson(s) Chairs should be present for the SOSCA-WA Board meetings.
- D. Minutes are intended to serve as a record of the meetings and business conducted within. The Secretary is not responsible for tasking chairs within the minutes. All attendees shall take personal notes regarding their tasks to complete prior to the following meeting. The minutes are not intended to be tasks for chairs. A separate platform may be utilized by the chairperson(s) to assign task, i.e. Trello.

ARTICLE VIII

BYLAWS MANAGEMENT

- A. Distribution
 1. Bylaws will be made available by the Secretary to all SOSCA-WA members and volunteers.
- B. Revisions
 1. All revisions to these Bylaws must be submitted to the Board of Directors for adoption. A copy of these Bylaws will be disseminated to the Commanding Officer of Naval Base Kitsap.
- C. Process
 1. During years with ByLaw review, a side-by-side, or redline version, of the Bylaws in their entirety will be made available to the Board of Directors by the end of SOSCA-WA fiscal year.
 2. At the next meeting following publication, proposed Bylaws will be voted upon by all Directors present.

3. Proposed Bylaws will be adopted or rejected in their entirety by a majority of all Directors present.
4. Once adopted, revised Bylaws will be made available to invested parties. These Bylaws will remain in effect until the process is repeated.
5. In the event that Bylaws are not passed, steps 2 and 3 shall be repeated at subsequent meetings.
6. The SOSCA-WA Board of Directors or President will submit all proposed Bylaws changes to the Commanding Officer, Naval Base Kitsap in writing for review.

D. Bylaw Review Committee

1. The Bylaws will be reviewed every three (3) years by a Bylaws Review Committee chaired by the Parliamentarian (referred to in this section as the Committee) or as deemed necessary by the Board of Directors. The last review was conducted in fiscal year **2024**.
2. The SOSA-WA Parliamentarian shall chair the Committee, unless another SOSCA-WA chair volunteers for the position. The Chairperson(s) shall approve all members of the committee.
 - a. The Committee shall have both silver and gold spouse representation only when changing the auction addendum.
3. The Committee shall present proposed Bylaws changes, if any, to the Board of Directors for approval.

ARTICLE IX

FINANCIAL INFORMATION

- A. The amount of \$5,000 for each year's funds will be retained in order to fund necessary related fundraising expenses for the following year for the Silver and Gold Charitable Auction. If other charitable events are planned for the following year, additional funds may be set aside. The amount must be approved by the Board of Directors before the beginning of the new fiscal year. The Charitable Treasurer shall provide a projected budget for the next year with the Board of Directors reviewing the need to increase the operating budget.
- B. After retaining money to fund next year's ongoing Charitable Events, all remaining funds will be dispersed according to the Allocations Guidelines.
- C. All funds should be dispersed no later than June 30th or before the close of the SOSA fiscal year. SOSCA-WA will follow any ongoing guidelines outlined in the addendum for fundraising.
- D. The SOSCA-WA accounting year shall start on August 1st of every calendar year and end on July 31st of the following year.

ARTICLE X

DISSOLUTION

A. In the event of dissolution of SOSCA-WA any and all remaining assets of SOSCA-WA, after payment or provision for payment of all SOSCA-WA debts and liabilities, shall be distributed to the Dolphin Scholarship Foundation or another 501(c) (3) charitable organization that supports the military, servicemembers, and their families.

Adopted unanimously by all eligible members of the Board of Directors.

Last Revised December 2024

Next Review Required 2027

ASSOCIATION WASHINGTON (SOSCA-WA)

ADDENDUM I: CONFLICT OF INTEREST STATEMENT

ARTICLE I - PURPOSE

ARTICLE II - DEFINITIONS

ARTICLE II - PROCEDURES

ARTICLE IV - RECORDS OF PROCEEDINGS

ARTICLE V - COMPENSATION

ARTICLE VI - ANNUAL STATEMENTS

ARTICLE VII - PERIODIC REVIEWS

ARTICLE VIII - USE OF OUTSIDE EXPERTS
SOSCA-WA BYLAWS 2024

CONFLICT OF INTEREST STATEMENT

ARTICLE I

PURPOSE

A. The purpose of the conflict of interest policy is to protect this tax-exempt organization's (SOSCA-WA) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of SOSCA-WA or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

ARTICLE II

DEFINITIONS

- A. Interested Person - Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
- B. Financial Interest - A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - 1. An ownership or investment interest in any entity with which SOSCA-WA has a transaction or arrangement.
 - 2. A compensation arrangement with SOSCA-WA or with any entity or individual with which SOSCA-WA has a transaction or arrangement.
 - 3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which SOSCA-WA is negotiating a transaction or arrangement.
 - a. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
 - b. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

ARTICLE III

PROCEDURES

- A. Duty to Disclose - In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- B. Determining Whether a Conflict of Interest Exists - After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the

governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

C. Procedures for Addressing the Conflict of Interest

- 1. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- 2. The chairperson(s) of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or

arrangement.

3. After exercising due diligence, the governing board or committee shall determine whether SOSCA-WA can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
4. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in SOSCA-WA's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

D. Violations of the Conflicts of Interest Policy

1. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE IV

RECORDS OF PROCEEDINGS

A. The minutes of the governing board and all committees with board delegated powers shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Governing Board's or Committee's decision as to whether a conflict of interest in fact existed.
2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

ARTICLE V

COMPENSATION

- A. A voting member of the governing board who receives compensation, directly or indirectly, from SOSCA-WA for services is precluded from voting on matters pertaining to that member's compensation.
- B. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from SOSCA-WA for services is precluded from

voting on matters pertaining to that member's compensation.

C. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from SOSCA-WA, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

ARTICLE VI

ANNUAL STATEMENTS

A. Each director, principal officer and member of a committee with Governing Board delegated powers shall annually sign a statement which affirms such person:

1. Has received a copy of the conflicts of interest policy
2. Has read and understands the policy
3. Has agreed to comply with the policy
4. Understands SOSCA-WA is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

ARTICLE VII

PERIODIC REVIEWS

A. To ensure SOSCA-WA operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

1. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
2. Whether partnerships, joint ventures, and arrangements with management organizations conform to SOSCA-WA's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

ARTICLE VIII

USE OF OUTSIDE EXPERTS

A. When conducting the periodic reviews as provided for in Article VII, SOSCA-WA may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE IX

REVISIONS

A. Revisions to these guidelines may be made in accordance with SOSCA-WA Bylaws.

Adopted unanimously by all eligible members of the Board of Directors.

Last Revised December 2024

Next Review Required 2027

Signature

Signature

Title _____ Title _____

Printed Name: _____ Printed Name: _____

Adopted unanimously by all eligible members of the Board of Directors.

Last Revised December 2024

Next Review Required 2027

SUBMARINE OFFICERS' SPOUSES' CHARITABLE
ASSOCIATION WASHINGTON (SOSCA-WA)

ADDENDUM II: ALLOCATIONS COMMITTEE GUIDELINES

ARTICLE I - ALLOCATIONS COMMITTEE

ARTICLE II - CHARITIES

ARTICLE III - VOTING FOR CHARITIES

ARTICLE IV - DISTRIBUTION

ARTICLE V - REVISIONS

ALLOCATIONS COMMITTEE GUIDELINES

ARTICLE I

ALLOCATIONS COMMITTEE

- A. The Allocations Committee, hereafter referred to as the Committee, is responsible for determining the direction and distribution of charity funds raised by SOSCA, unless Silver Chairs are involved in the charitable event, then a separate allocation committee, as outlined in the Auction addendum shall be utilized.
- B. The Committee will be formed each year with the Vice President of SOSCA-WA acting as chairperson if another volunteer does not step forward.

ARTICLE II

CHARITIES

- A. The Committee should gain suggestions for potential charities to support from SOSA-WA, and other established submarine spouse groups by the first Allocation Committee meeting.

ARTICLE III

VOTING FOR CHARITIES

- A. The Committee will provide a proposal for final review to SOSA general membership during the monthly meeting. A vote will be held to approve greater than 10 days from the proposal distribution.

ARTICLE IV

DISTRIBUTION

- A. The SOSCA-WA Treasurer will process checks for each charity in accordance with SOSCA-WA Bylaws before the end of the fiscal year, which is July.
- B. Members from the Allocations Committee, the Charitable committees, SOSCA-WA Board of Directors, or Advisors may present the checks to charities.

ARTICLE V

REVISIONS

- A. Revisions to these guidelines may be made in accordance with SOSCA-WA Bylaws.

**SUBMARINE OFFICERS' SPOUSES' CHARITABLE
ASSOCIATION WASHINGTON (SOSCA-WA)**

ADDENDUM III: SILVER AND GOLD CHARITY AUCTION

ARTICLE I - PURPOSE

ARTICLE II - GOVERNING BODY

ARTICLE III - VOTING FOR CHARITIES

ARTICLE IV - MEETING

ARTICLE V - COMMITTEES

ARTICLE VI - CHARITIES

ARTICLE VII - ADDENDUM MANAGEMENT

SILVER AND GOLD CHARITY AUCTION

ARTICLE I

PURPOSE

A. SOSCA-WA hosts the annual Silver & Gold Charity Auction in support of Submarine families, and local charities that support the military and are registered as a 501(c)3. This auction event shall invite all local submarine service members E-7 and above and retirees. This auction effort shall be executed by the Auction Chairperson(s) and their committee chairs with support by the Board of Directors and Advisors.

**ARTICLE II
GOVERNING BODY**

A. The business of Auction shall be conducted solely by the Silver & Gold Charity Auction Chairperson(s) (hereafter referred to as “Auction Chairperson(s)”) and the Board of Directors.

B. The Board of Directors shall approve the Auction Chairperson(s).

C. The Auction Chairperson(s) shall approve committee chairperson(s), in accordance with Article III “Members”, to the approved committees as listed in Article IV “Committees”.

D. The Auction Board of Directors shall:

1. Coordinate with the Silver & Gold Charity Auction Committee(s), ensuring ongoing communications and an annual Silver & Gold Charity Auction.
2. Ensure all NBK forms to operate and fundraise on base are completed and submitted according to these bylaws, including but not limited to:
 - a. CNIC instruction 1100.1 NON-FEDERAL ENTITIES ON BOARD NAVY INSTALLATIONS and Naval Base Kitsap Instruction 11000.1C (or current standing instructions)
 - b. Request to Fundraise on NBK form. The current form can be obtained by contacting the JAG office on Naval Base Kitsap.
3. Ensure meetings are conducted in accordance with *Robert's Rules of Order* in all cases in which they are applicable and consistent with the Bylaws, or appoint a Parliamentarian to do so.
4. Review the Auction Chairperson's agenda prior to each meeting.
5. Ensure that all Committee Chairperson(s) turn over their records to the current Chairperson(s) within 30 days of the auction event ending, except for the Allocations.

These records should include Lessons Learned. Copies should be uploaded to the Auction Google Drive for future use.

6. Incoming emails or mail that are related to Auction business shall be forwarded to the Auction Chairperson(s) to be handled.

ARTICLE III

MEMBERSHIP

- A. The members of SOSA-WA Silver and Gold Charity Auction include the Advisors, Board of Directors, Silver and Gold Auction Chairperson(s) and the Committee Chairpersons.
 1. Non-member volunteers are defined as those who support the annual Silver & Gold Charity Auction, but are not committee chairperson(s).
 2. New members and non-member volunteers may join at any time throughout the association fiscal year.
- B. The following persons shall be eligible for Auction membership:
 1. spouses of all active, retired or deceased submarine officers and submarine chiefs, specifically service member spouses E-7 and above.

2. spouses of officers and chiefs whose service members are currently or were previously associated with the submarine force, and
3. spouses of government service employees (GS-7 and above) who are associated with the submarine force.

C. There are no membership dues, however the condition of membership shall be upon completion of a membership form for the group roster. Silver and Gold Charity Members will now be referred to as "Auction."

1. Advisors, Board of Directors, Silver and Gold Auction Chairpersons and all Committee Chairpersons are required to complete a membership form.
2. SOSCA-WA also welcomes non-member volunteers to complete a membership form, but this action is not required.
3. Forms will be maintained by the Auction Committee Chairperson(s) and/or the Board of Directors.

ARTICLE IV

MEETING

A. The rules contained in *Robert's Rules of Order* shall govern this Association in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or special rules of order of this Association.

B. The Auction Chairperson(s) shall provide the time and place for Auction meetings. At least one (1) member of the Board of Directors must attend a meeting, whether in person, audio or video conference call. At least one (1) Advisor is recommended to attend meetings.

C. Special meetings of the Board of Directors may be called by or at the request of any two (2) Directors. Notice of any special meeting of the Board of Directors shall be given at least four (4) days prior to such meeting by written notice or by email or phone, whenever feasible.

D. Minutes are intended to serve as a record of the meetings and business conducted within. The Secretary is not responsible for tasking chairs within the minutes. All attendees shall take personal notes regarding their tasks to complete prior to the following meeting.

ARTICLE V

COMMITTEES

A. Duties of the Auction Chairperson(s)

1. Committee Chairperson(s) must be approved at the discretion of the Silver & Gold Auction Chairperson(s) and Board of Directors.
 - a. The Auction Chairperson(s) and Board of Directors will make a good faith effort to reach-out to and recruit silver spouses within our community as members.

2. Chairperson(s) may form support committees as needed. Names of committee members must be submitted to the Auction Chairperson(s) and Board of Directors for approval.
3. Chairperson(s) shall keep operational records of their activities. These records must include: responsibilities, budget data, ledger sheets, and recommendations for next year. The records may include the following items, if applicable: inventory lists, personnel and service support, vendors, activity outcomes, and program evaluation.
4. The Auction Chairperson(s) shall attend Board of Directors meetings to report and keep the Board informed of the Auction committees' activities of each related committee.
 - a. Board meetings may not be merged with SOSA-WA Board meetings, They will be presented during SOSCA-WA board meetings.
5. Committee Chairperson(s) shall act as outlined in the current Bylaws of the SOSCA-WA Addendum. A copy of the Auction Addendum shall be given to each committee chairperson upon taking the position.
6. A volunteer may hold a chair position for no more than two (2) consecutive years; unless the position cannot be filled by November 1st of the SOSCA-WA fiscal year.
 - b. the volunteer may choose to fill another SOSCA-WA committee chair position.
7. Committee Chairperson(s) whose roles are not specifically mentioned in this Addendum are bound by SOSCA-WA bylaws and operation procedures as approved by the Board of Directors.
8. Approve at the start of the next meeting the read minutes as having been reviewed and approved for the minutes.
9. Review Lessons Learned from previous years. They are held within the Auction Google drive.

B. Silver & Gold Charity Auction Chairperson(s)

1. The Silver & Gold Charity Auction Committee Chairperson(s) will serve as a SOSCA-WA Director for the duration of the planning, execution, and completion of all chairperson requirements.
2. Auction Chairperson(s) should be at least two (2) people, preferably an E-7 through E-9 spouse and an officer spouse to represent the Silver & Gold unity of the auction event.
3. Assign tasks to committees and obtain periodic progress reports. May form committees, solicit for Committee Chairperson and declare any committee inactive as needed.
4. Ensure that the responsibilities of all chairpersons are carried out effectively and within budget.
5. The Committee shall act in accordance with the guidelines of the Silver & Gold Auction Committee.
6. Auction Chairperson(s) are the head of the committee.

C. Charity Event Committee

1. All chair positions include, but are not limited to the following list. Of these, some can be combined under a single chair while others have a major responsibilities that cannot be combined:
 - a. Silver Auction Chairperson (E-7 to E-9 submarine spouse only)
 - b. Gold Auction Chairperson (submarine officer spouse only)
 - c. SOSCA-WA Treasurer
 - d. Live Auction
 - e. Silent Auction
 - f. Reservations
 - g. Registration/ Check-in
 - h. Programs
 - i. Pay Tables/ Checkout
 - j. Decorations
 - k. Dessert Dash
 - l. Marketing/ Social Media
 - m. Allocations Gold Chairperson
 - n. Allocations Silver Chairperson
 - o. Auctria Website Manager
- P. Chair Volunteers

D. Silver and Gold Charity Auction Allocations Committee

1. The Allocations Committee shall be chaired by the Vice President of SOSCA-WA or other designated volunteer with a Silver Co-Chair. In the event that there is no volunteer for the Silver Chair, the committee can be chaired solely by the Gold Chair. It is also strongly recommended to have a SOSA-WA advisor part of the Allocations Committee
2. The Committee shall act in accordance with the guidelines of the SOSCA-WA Allocations Committee.
3. The Committee shall have both silver and gold spouse representation.
4. Committee members must be a Submarine Spouse.
5. Coordinate with the Dolphin Scholarship Foundation (hereafter referred to as “DSF”) liaison, ensuring ongoing communications and overseeing the annual donation to DSF by May 15th

with Auction Chairperson(s) and SOSCA-WA Treasurer. Assuring DSF forms are completed in accordance to the Foundation's deadlines, which includes but is not limited to, the proxy vote and audit letter due by June.

6. The Committee will be formed in October each year. The Committee will provide a proposal of charities to the SOSCA-WA membership at the February meeting before the Auction to be voted on and confirmed. The approved charities will be announced at the next SOSA-WA meeting.
 - a. The chosen charities shall be listed in the program for transparency purposes to the public.

ARTICLE VI

CHARITIES

- A. The Committee should gain suggestions for potential charities to support from SOSA-WA, NBK, and other established submarine spouse groups by the first Allocation Committee meeting.
- B. The allocation of all remaining charitable funds will be distributed as follows:
 1. Seventy-five percent (75%) will go to the Dolphin Scholarship Foundation, a 501(c)(3) organization.
- C. The remaining twenty-five percent (25%) will be dispersed to 501(c)(3) charities that support local military, servicemembers and their families.

ARTICLE VII

ADDENDUM MANAGEMENT

- A. If changes need to be made to the addendum, please see Article VIII in main SOSCA-WA bylaws. Changes must be reviewed by the board of directors before submission for consideration.
 1. Bylaws will be made available by the Secretary to all SOSCA-WA members and volunteers.

Adopted unanimously by all eligible members of the Board of Directors.

Last Revised December 2024

Next Review Required 2027

**SUBMARINE OFFICERS' SPOUSES' CHARITABLE
ASSOCIATION WASHINGTON (SOSCA-WA)**

ADDENDUM IV: AUCTION COMMUNICATIONS AND ACCOUNTS

ARTICLE I - LIST OF EMAILS

ARTICLE II - SOCIAL MEDIA AND ONLINE PRESENCE

ARTICLE II - VOLUNTEER ROSTER

ARTICLE IV - REVISIONS

AUCTION COMMUNICATIONS AND ACCOUNTS

ARTICLE I**LIST OF EMAILS**

- A. SilverAndGoldAuction@gmail.com pswd
- B. Reservations.sosca@gmail.com pswd
- C. SilentAuction.sosca@gmail.com pswd
- D. LiveAuction.sosca@gmail.com pswd
- E. DessertDash.sosca@gmail.com pswd

ARTICLE II**SOCIAL MEDIA AND ONLINE PRESENCE**

- A. Facebook public page: “Silver and Gold Charity Auction - Washington”
 - 1. Admins to the page shall be at least:
 - a. Auction Chairperson(s)
 - b. Marketing Chair/Social Media Promoter
- B. Facebook group: “SOSCA-WA Dolphin Auction Committee”
 - 1. Admins to the page shall be at least:
 - a. Auction Chairperson(s)
 - b. Board of Directors
- C. Website is created and run through the Auctria website.
- D. Auctria website logins are listed by Auction email, main login uses the SilverAndGold email account.

ARTICLE III**VOLUNTEER ROSTER**

- A. All volunteers who complete a membership form will be included on the annual roster.
- B. A participation letter of thanks can be sent out to volunteers, upon request. The letter should be completed on SOSCA-WA letterhead.

ARTICLE IV**REVISIONS**

- 1. Revisions to these guidelines may be made in accordance with SOSCA-WA Bylaws.