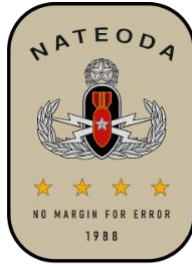


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BY-LAWS OF THE NATIONAL EXPLOSIVE ORDNANCE DISPOSAL ASSOCIATION, INC. As Amended and Restated Effective 13 June 2023

ARTICLE I – Name, National Headquarters, and Principal Office for Service

1.1 Name. The name of the corporation is the National Explosive Ordnance Disposal Association (hereinafter called “the NATEODA” or “the Association”).

1.2 National Headquarters. The Association’s national headquarters is in Maryland, where it is incorporated under the laws of that state and the United States.

1.3 Principal Office for Service to Resident Agent. The Association’s principal office for service is located at 6265 Archdale Place, La Plata, MD 20646. Its resident agent for service at that address is Grant Wentworth. The Board of Directors may change the Association’s principal office and resident agent.

ARTICLE II- Purpose, Activities, and Authority

2.1 Purpose. The purpose of the Association is to honor its fallen members and comrades and to promote the membership, education, and dedication of explosive ordnance disposal (EOD) personnel, their techniques, and their profession. The Association is nonpartisan and does not support partisan principles or endorse persons seeking public office.

2.2 Activities. The Association holds annual National Reunions, scheduled fraternal meetings, and memorial ceremonies. It conducts fund-raising drives and other nonprofit economic efforts in support of its Purpose and Activities. The Association contributes to scholarships, memorial funds, or charities as approved by the Board of Directors through a majority vote. The Board of Directors shall hold monthly video meetings in support of the Association’s Purpose and Activities.

2.3 Authority. The Association shall carry out its Purpose and Activities in accordance with its Articles of Incorporation, these Bylaws, and section 501(c)(3) of the Internal Revenue Code governing nonprofit tax-exempt organizations.

ARTICLE III- Membership

3.1 Categories and Requirements of Membership.

(a) Regular Membership. Regular members are eligible to become officers of the Association Board of Directors.

(1) Any person who has graduated from a NATEODA-recognized military EOD school or Hazardous Device School or who has served honorably in an EOD capacity for any of the U.S. Armed Services is eligible for NATEODA regular membership.

(2) Non-U.S. military EOD professionals who have graduated from the USNAVSCOLEOD may apply for regular membership subject to approval by a majority vote of the board of directors.

(3) US Public Safety Bomb Techs who have graduated from the Hazardous Device Course at Redstone Arsenal Alabama are eligible for regular membership subject to a 25% cap of Military members. If a 25% cap is reached, a Public Safety Bomb Tech may be an associate member and placed on a waiting list to become a regular member.

(4) Regular members may attend association meetings and reunions and they are eligible to vote.

(5) NATEODA's regular membership requires payment of annual dues, observance of the organization's bylaws, and maintenance of personal integrity reflecting credit upon the organization.

(b) Associate Membership. One (1) associate member is eligible to become an At Large Director of the Board. Associate members are eligible to set on committees but may not chair the committee.

(1) NATEODA may award associate membership to selected individuals, groups, or organizations (Military or Civilian) that are a part of the world EOD Family. Public Safety Bomb techs beyond the 25% cap are eligible for associate membership.

(2) NATEODA may award associate membership through a majority vote of the Board of Directors based on the Membership Committee's recommendation.

(3) Associate members may attend association meetings and reunions.

(4) Associate members are not eligible to vote.

(5) Any parent of a US military Explosive Ordnance Disposal technician or Public Safety Bomb Technician, whose child died carrying out EOD duties shall be eligible to be a lifetime honorary associate member of the National EOD Association.

(a) Corporate Membership.

(1) NATEODA may award corporate memberships to businesses or corporations with ties to the EOD field or organizations that wish to support NATEODA.

(b) Honorary Membership.

(1) The board of directors may award honorary membership to individuals or organizations in recognition of their special worth to the EOD family and the NATEODA.

(2) Honorary members are not eligible to vote.

(3) Honorary members are exempt from dues.

(c) Honored Service Membership.

(1) The NATEODA may award lifetime Honored Service Membership to members distinguished by their unusual and meritorious service to the NATEODA.

(2) Honored service Members shall have all the rights and privileges of regular members and they are exempt from paying dues.

(d) Membership Dues.

(1) The Board of Directors may change the dollar amount of membership dues.

(2) The Board of Directors shall post the current cost of, or changes to, membership dues on the NATEODA website.

(3) The Board of Directors shall provide notice of changes to membership dues through email messaging and posting on the NATEODA website.

3.2 Change in Membership Status.

(a) Inactive Status.

(1) NATEODA shall notify members if their dues are delinquent.

(2) If a member does not respond within 30 days after NATEODA's posting of its delinquent dues notice, NATEODA shall change the member's status to inactive.

(3) NATEODA shall remove a member from the membership roster if their dues are delinquent for more than one year.

(4) It may reinstate a member after the member pays their delinquent dues.

(b) Voluntary Removal from Membership.

(1) A member may withdraw their membership by providing a written statement to NATEODA requesting withdrawal from the Association.

(2) A former member may request Association reinstatement by providing a written statement to NATEODA and paying delinquent dues if any exist.

(c) Involuntary Removal from Membership.

(1) If the Board of Directors learns of a member's activity or behavior that may be prejudicial to the best interests of the association, it shall appoint five (5) members of the Association to investigate the matter.

(2) The investigating members shall take signed and notarized statements from any persons with personal knowledge of the matter, and they shall take signed and notarized statements offered by the investigated member.

(3) Upon completion of their investigation, the investigating members will prepare written findings and provide them to the Board of Directors.

(4) The Board of Directors shall review the findings of the investigators. If the Board of Directors determines the investigators conducted a fair and sufficient investigation, they shall issue a written decision on the matter.

(5) Two-thirds of the Board of Directors must find sufficient evidence to remove a member from the Association. Sufficient evidence is an amount of evidence that would convince a fair-minded person that the member committed the alleged act or omission.

(6) The Secretary shall provide the member written notification of their pending removal through USPS return receipt certified mail.

(7) A removed member may appeal their removal by written request. A unanimous vote of the Board of Directors or a majority vote by the Association members is required for the reinstatement of a removed member.

Article IV- Voting

4.1 Conducting Association Business.

(a) The Association membership is the legislative body of the Association.

(b) The Association membership shall select National Officers, consider, and vote on amendments to the Charter and Bylaws, and consider all business conducted by the Association.

4.2 Voting Procedures.

(a) Voting for the election of National Officers, amendments to the Articles of Incorporation, the Association Bylaws, or resolutions, shall be by electronic ballot.

(b) Electronic ballots shall be sent to Association members' email address no less than thirty (30) days prior to the Association reunion.

(c) During the voting process, the National Vice President will fill out a written ballot, but shall not turn it into the National Secretary.

(d) If there is a tie, the Vice President will turn in the ballot in to break the tie.

(e) After all the results are in and counted, they will be recorded in the minutes of the Association reunion.

(f) The Vice President will be the tiebreaker for all elections of officers or where a tie vote occurs on an item raised at the Association reunion.

(g) In all cases of electronic voting, votes will be counted and verified by a three-person ad hoc committee appointed by the National President.

ARTICLE V- National Reunion

5.1 Time and Place.

(a) The Association will hold its National Reunion each year.

(b) The Association will select tentative dates and a location at each National Reunion for the following year's Reunion.

(c) At each Reunion, the National President Vice President, Secretary, and Association members designated by the President will serve on a committee to recommend tentative dates and locations for the following year's National Reunion.

(d) If there is a change in circumstances, the Board of Directors may modify the Committee's selected dates or location through a majority vote.

5.2 National Reunion Rules of Procedure.

(a) The National Reunion shall be conducted according to the Standards for NATEODA Reunion Planning, and the Reunion Agenda described in paragraph 5.3 below.

(b) Business meetings of the membership at the reunion shall be conducted according to Robert's Rules of Order (Revised).

(c) The National President shall be the chairman of the National Reunion. If the National President is absent, the National Vice President shall serve as chairman. If both are absent, the National Secretary or National Treasurer shall serve as chairman.

(d) Enforcement of Order and Agenda. The National Sergeant-at-Arms shall enforce order and adherence to the agenda of the National Reunion at the direction of the Chairman.

(e) Invocation. The National Chaplain shall give a brief invocation that will include a “Roll Call” and prayer honoring deceased active-duty EOD professionals and EOD veterans or Association members who have passed since the last National Reunion.

5.3 National Reunion Agenda.

(a) The Board of Directors shall propose a tentative Agenda for the following year’s National Reunion.

(b) The Board’s tentative Agenda will be discussed prior to all other business so Association members can consider and discuss the proposed Agenda for suggested modifications.

(c) Any add-on topics to the agenda shall be approved by a majority vote of the Board of Directors and then presented.

(d) Time Limits on Discussion. Depending on the nature of the discussion, the Chairman of the National Reunion may place time limits on a discussion of agenda items, or any other item of discussion brought to the floor by Association members.

(e) Nomination of Candidates. Nominations of candidates for election of the National Officers and Board of Directors shall be as described in Article VIII, Section 11.

5.3 General Reunion Planning Considerations.

(a) The Board of Directors will oversee all aspects of planning the annual national reunion.

(b) If possible, the national reunion venue shall be rotated among the different geographic regions of the country.

(c) The location of the following year’s reunion shall be decided by a membership vote of those attending the current year’s reunion.

(d) The President will send out a request for volunteer hosts who, once selected, will provide the Board with a basic reunion plan that includes dates, and hotel locations.

(e) The primary focus of the reunion is to promote camaraderie, patriotism, and remembrance of those EOD Warriors that sacrificed their lives performing official duties, and those that have passed away.

(f) Every reunion package shall list in the time and events section the Pledge of Allegiance and an opening and closing prayer.

(g) At every reunion, there shall be a “Table Set for One” in remembrance of those missing and killed in action.

5.4 Host Qualifications and Responsibilities.

(a) The reunion host or hosts must be Association members.

(b) All host financial decisions shall be monitored and reviewed by the Association Treasurer and, if necessary, approved by the Board.

(c) Many of those attending the reunion may have mild to severe physical limitations which must be considered by the host. Accordingly, the host will ensure all Americans with Disabilities Act requirements are addressed so all attendees feel comfortable and are able to participate in all reunion ceremonies.

(d) The host will ensure the following are in place at the hotel prior to the beginning of the reunion:

(1) A main room capable of holding all attendees comfortably with an area for sales of NATEODA items, displays of auction items, vendors, the dinner and awards ceremony, and the auction.

(2) A “Hospitality Room” with a bar serving drinks and snacks available throughout the reunion.

(3) A separate room in the hotel for Board meetings.

(4) A professional photographer available and equipped to take individual, couples (standing or seated), and group pictures; and

(5) A keynote speaker to address the membership at the banquet and awards ceremony. The hosts shall provide their keynote speaker choice to the Board of Directors for approval no less than 30 days prior to the start of the reunion.

5.7 Vendors.

(a) All vendors shall pay a fee to NATEODA for displaying/selling their wares at the reunion.

(b) The fee shall be 10% of the vendor’s net sales.

(c) The 10% vendor fee rule applies to all vendors, including relatives or friends of Association members.

5.8 Contracts Related to the Annual Reunion.

(a) No contract related to the reunion shall be signed until it has been reviewed by the NATEODA National President and approved by a majority of the Board of Directors.

(b) Only the National President has the authority to sign contracts on behalf of the association. In the President’s absence, the Vice President has the authority to sign contracts.

(c) The association is responsible for all incurred contract debts for the National Reunion.

ARTICLE VI – NATEODA Officers

6.1 National Officers.

National officers must be regular members in good standing of the National EOD Association.

(Exception). 1 At Large Board of Directors may be an associate member in good standing. The NATEODA membership shall elect a National President, Vice President, Secretary, Treasurer, and four at large Board of Directors members.

(a) The immediate past President or Commander and President of any affiliated chapter may be ex-officio voting members of the Board of Directors.

(b) The individuals listed in subsections (a) and (b) above shall be the Association's Board of Directors.

(c) Tenure of Office.

(1) The term of office for all officers shall be two years, commencing with their installation at the National Reunion.

(2) The National President and the National Vice President may serve an additional term of office so long as it is not consecutive to their previous term.

(3) Other officers may be reelected or serve later terms of office.

6.2 Powers and Duties of the National President.

(a) **General Duties.** The National President shall serve as the chief executive officer and President of the Association and Corporation, who shall preside over the National Reunion, have general charge and control of all business and properties of the Association and Corporation and shall preside at all meetings of the members.

(b) **Bonds and Contracts.** The National President may sign and execute all authorized bonds, contracts, or other obligations in the name of the Association and Corporation up to \$1,500. The National President may commit larger sums with approval by a majority vote of the Board of Directors.

(c) **Standing Committees.** The National President shall be "ex-officio" and a member of all standing committees.

(d) **Chairman of the Board of Directors.** The National President shall be the Chairman of the Board of Directors.

(e) **Other Duties.** The National President shall do and perform other duties as assigned through a majority vote of the Board of Directors.

6.3 Powers and Duties of the Vice President.

(a) The National Vice President, in the absence or incapacity of the National President unless otherwise provided by resolution of the Board of Directors, may sign and execute all authorized bonds, contracts, or other obligations in the name of the Association and Corporation in the same manner as the National President is authorized.

(b) The National Vice President shall have other powers and shall perform other duties assigned to him or her by the National President or Board of Directors.

(c) The National Vice President shall perform the duties of the National President in case of the National President's absence or incapacity.

(d) The office of the National Vice President shall be filled, if practicable by a person eligible and willing to run for the office of National President in the following election, but the holding of this office shall not be construed as a guarantee of such candidacy or election.

6.4 Powers and Duties of the National Secretary.

(a) The National Secretary shall record the minutes of all proceedings held during the National Reunion and meetings of the Board of Directors

(b) The National Secretary shall perform additional duties assigned by the Board of Directors or National President.

(c) In case of the Secretary's absence or unavailability, the National President may designate a Board of Directors member or another Association member to perform the Secretary's duties.

(d) The National Secretary shall have custody of the Association's seal and shall use it when needed for authenticating Association documents when directed by the Board of Directors or by the National President.

(e) If necessary, the National Secretary shall arrange legal representation regarding the national Association's and affiliate chapters' logos.

(f) 6.5 Powers and Duties of the National Treasurer.

(a) The National Treasurer shall have custody of and responsibility for all Association funds.

(b) The National Treasurer shall keep a full and accurate account of receipts and disbursements in the Association's books and ledgers.

(c) The National Treasurer shall deposit all monies and other valuables in the name and the credit of the Association and Corporation for safekeeping in such depository or depositories approved by a majority vote of the Board of Directors.

(d) The National Treasurer shall disburse and record disbursed Association funds as ordered by the Board of Directors.

(e) Quarterly and on-demand, the National Treasurer shall provide the National President or the Board of Directors with an account and record of all Association transactions and a report of the financial condition of the Association.

(f) The National Treasurer shall provide an account and record of all Association transactions and a report of the Association's financial condition at the National Reunion.

(g) The National Treasurer may write checks for payments and reimbursements up to the amount of \$1,200.00 without prior approval by the Board of Directors. The Board of Directors shall review annually the National Treasurer's authority to write checks. The Board of Directors may reduce or increase the amount that the Treasurer may pay out without their prior approval.

(h) Surety Bond. The Board of Directors will secure a surety bond or similar insurance to protect its fiscal operations.

ARTICLE VII – Non-Voting Officers

7.1 Appointment of Non-Voting Officers. The Board of Directors may appoint as non-voting officers a National Chaplain, National Sergeant-at-Arms, National Historian, National Publisher, and National Facebook Coordinator who shall serve concurrently with the National Officers, but who shall not vote as members of the Board of Directors. These non-voting officers may be selected from regular or associate members.

7.2 National Chaplain. The National Chaplain shall perform spiritual functions at the Association meetings, including the Invocation at the National Reunion, and at memorial meetings as needed.

7.3 National Sergeant-at-Arms. The National Sergeant-at-Arms shall enforce order and the rules of procedure at the National Reunion, and any other formal meetings of the Association as

needed. He or she may appoint Association members to serve as deputies for each event as needed.

7.4 **National Historian.** The National Historian shall maintain records of the Association in written form and maintain them for transfer to his or her successor. The National Historian shall also serve as the chairman of the Historic Properties Management and Preservation Committee.

7.5 **National Publisher.** The National Publisher shall be the Webmaster for the Association, and responsible for the publication of the Association website.

7.6 **National Facebook Coordinator.** This officer shall be responsible to present the Association in a favorable light on Facebook in conformity with the Association's purpose and activities. This position serves at the discretion of the Board of Directors.

ARTICLE VIII- Board of Directors

8.1 **Board Composition and Function.** The Board of Directors consists of the elected National Officers and four (4) At Large members under the overall direction of the National President. The Board of Directors manages the Association's property, business, and operations.

8.2 **The number of members.** The Board of Directors shall have eight (8) members: the four (4) elected national officers and four (4) at-large Association members.

8.3 **Filling Vacancies.** In the case of a vacant Board of Directors position, the remaining Board members may elect a successor for the remaining term of the vacant position.

8.4 Meetings

(a) **Location of Meetings.**

(1) The Board of Directors may hold meetings, have one or more offices, and keep the books of the Association either within or outside the State of Maryland.

(2) The Board may set meeting locations by resolution or by written majority consent of all members.

(3) The Board may hold their meeting by conference telephone or similar electronic communications equipment in accordance with the provisions of the Maryland Corporate Law.

(b) **Regular Meetings.**

(1) The Board shall hold its annual meeting at the National Reunion immediately following the election of Board members.

(2) The Board may hold additional regular meetings by resolution setting the time and place. The Association Secretary must send electronic notice of an additional regular meeting to each member of the Board at least three days before the meeting.

(c) **Special Meetings.**

(1) The Board of Directors may hold special meetings called by any Board member. The Association Secretary shall send electronic notice of special Board meetings at least three days prior to the meeting.

(2) Unless otherwise indicated in the special meeting notice, the Board may address any Association business.

(d) Quorum.

- (1) The Board of Directors must have a quorum of its members to conduct Association business.
- (2) A quorum is a majority of the whole number of Board members.
- (3) If any Board meeting has less than a quorum present, a majority of those present may adjourn the meeting.
- (4) Any act or decision made by a quorum of the Board of Directors is valid, except those that are illegal or conflict with the Association's Articles of Incorporation or by these Bylaws.

(e) Required Vote. A majority of those present shall be necessary for the passage of any resolution except as otherwise stated in these Bylaws.

(f) Standing Committees.

- (1) The Board of Directors may establish by resolution passed by a majority of the whole Board, one or more standing committees to carry out delegated projects or studies.
- (2) Each committee will include at least two Board members.
- (3) Board-appointed standing committees may exercise the powers of the Board of Directors.
- (4) Board-appointed committees shall consist of a committee chairman and at least two additional members, but no more than nine members, and shall serve during the term of the existing Board of Directors for so long as the Board deems necessary.
- (5) The National President or Vice President may serve as ex-officio members on Board appointed committees.
- (6) Board-appointed committees will keep minutes of their proceedings and provide them to the National Secretary for recording.

8.5 Election Nominations Standing Committee.

(a) The Board of Directors shall appoint an Elections Nomination Committee.

(b) The National President and Vice President shall be ex-officio members of the Elections Nomination Committee with three (3) Association members.

(c) The Election Nominations Committee Chairman shall be appointed from outside the Board of Directors and direct the work of the Election Nominations Committee.

- (1) The Election Nominations Committee shall advertise the impending elections sixty (60) days in advance of the National Reunion and shall receive resumes from nominees or applicants.
- (2) Resumes shall include the personal data of the candidates, including a statement of their qualifications and reasons for seeking the office sought.

(3) From these applications, the Election Nominations Committee shall prepare a slate approved by a majority vote of the Board of Directors based on recommendations from the Nominating Committee

(4) The Board of Directors, through the National Secretary, shall provide Association members the slate of candidates no later than thirty (30) days before the National Reunion.

ARTICLE IX- Bank Accounts, Loans, and Conflicts of Interest

9.1 Bank Accounts

(a) **Deposits.** All funds of the Association shall be deposited from time to time to the credit of the Association in those banks, trust companies, or other depositories selected by the Board of Directors.

(b) **Checks, Drafts, and Notes.** All checks, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Association shall be signed by the officer or officers, agent, or agents of the Association and in the manner determined by resolution of the Board of Directors. In the absence of a determination by the Board of Directors, those instruments shall be signed by the President of the Association or their delegate.

9.2 Loans.

(a) The Board of Directors may authorize any Association officer or officers to secure a loan for the Association if needed to carry out the Association's Purpose and Activities.

(b) The Board of Directors must approve the loan and its terms prior to securing it.

(c) No loans shall be made by the Corporation to its Directors or officers.

9.2 Conflicts of Interest

(a) The Association shall adopt and abide by a conflict-of-interest policy to protect the Association when it is contemplating entering into a transaction or arrangement that might benefit the private financial interest of a Director, officer, or other disqualified person as defined by Section 4958 of the Internal Revenue Code.

(b) The policy shall also address non-financial conflicts which may be adverse to the interests of the Association. The policy should supplement but not replace applicable state and federal laws governing conflicts of interest applicable to nonprofit and tax-exempt organizations.

ARTICLE X- Association Revenue

10.1 The National Association shall get revenue from membership dues and other financial operations allowed by its Articles of Incorporation, these Bylaws, and section 501(c)(3) of the Internal Revenue Code governing nonprofit tax-exempt organizations.

10.2 The Board of Directors shall maintain a Budget or Ways and Means Committee to study and propose ways to increase National Association revenue. The Board must approve all fundraising proposals.

Article XI- Association Regional Chapters

11.1 **Regional Representation.** There shall be three (3) Regions: East, West, and central continental United States. Puerto Rico and the U.S. Virgin Islands shall be in the East Region. Hawaii, Guam, and Alaska shall be in the West Region.

11.2 Types of Chapters. The National EOD Association may form regional or other chapters following approval of such status from the Board of Directors by majority vote.

11.3 Membership. Chapters must have a minimum of ten potential members to apply for Chapter status. Applications shall be subject to the approval of the majority of the members then present at the National Reunion.

11.4 Officers and Executive Committee. A Chapter must establish a Chapter Executive Committee consisting of at least three officers, specifically, a Chapter President, Chapter Vice President, and Chapter Secretary. The Committee shall be elected by a quorum of the Chapter members at an annual election meeting and may serve for one year.

11.5 Term of Office. Chapter Presidents and officers may be elected for no more than three consecutive terms.

11.6 Tax-Exempt Status. The Chapter may enjoy tax-exempt status through its affiliation with the National Association if appropriate state laws permit.

11.7 Revenues. The Chapter may collect membership dues and conduct other financial operations to gain revenues within the limits of a tax-exempt organization.

11.8 Surety Bond. Chapter officers engaged in financial operations must establish a surety bond. The Association shall pay the surety bond fee.

11.9. Contributions to National Organization. Chapters must contribute a portion of their net revenues to the upkeep of the National Association, remitting such revenues to the National Treasurer. Such portions of the Chapter's net revenues shall be determined by a majority vote of the members then present at the National Reunion but may not exceed ten percent of net revenue for any Chapter unless the Chapter elects to contribute more.

11.10 Distinctive Name. The Chapter may adopt a distinctive name consonant with its location, e.g., regional, state, or city, or a name honoring a deceased EOD person.

11.11 Observance of Charter and Bylaws. The Chapter must accept the Charter and Bylaws of the National Association and abide by them.

11.12 Revocation of Affiliation. The National Association retains the right to reconsider and to cancel the affiliation of a Chapter in view of conflicts of policy with the National Association as reflected in its Charter and Bylaws.

ARTICLE XII- Amendments to Bylaws

12.1 Bylaws Committee.

(a) The Board of Directors may appoint a committee to consider amendments to the Charter or Bylaws by majority vote.

(b) The Committee shall provide a report and recommendations at the National Reunion.

(c) All proposed changes must comply with state and federal laws.

(d) The Association should seek legal counsel to review proposed amendments to the bylaws.

12.2 Bylaw Approval.

(a) Association membership shall consider and vote on changes to the Bylaws at the National Reunion.

(b) A majority of present members must approve the Amendments to the Bylaws. The Association will send non-attending members an electronic ballot to vote on changes to the Bylaws.

(c) If passed, the National Secretary shall make the necessary changes to the written Charter and Bylaws and post the newest version(s) on the NATEODA website.

(d) The Board of Directors shall be responsible for ensuring that, where necessary, all proposed amendments to the Bylaws or to the Constitution, or any part thereof shall be reviewed by Legal Counsel.

ARTICLE XIII- Miscellaneous Provisions

13.1 Fiscal Year. The fiscal year of the Association shall begin on the first day of January and end on the last day of December.

13.2 Notices. When notice is required for National Officers or Board of Director members under the provisions of these Bylaws it shall be given in writing by mail service, or electronically by email. Any officer or member may waive any notice required to be given under these Bylaws.

13.3 Disposal of Funds on Dissolution. Should the National Explosive Ordnance Disposal Association be dissolved, all funds shall be contributed to a charitable organization as ordered by the National Reunion and executed by the National Treasurer.

13.4 Indemnification. The Corporation shall indemnify elected national officers, members of the Board of Directors, employees, or other agents of the Association to the maximum extent permitted by applicable law.¹

CERTIFICATE OF SECRETARY

I, the undersigned, do hereby certify:

1. That I am the duly elected Vice President and duly appointed acting Secretary of the National Explosive Ordnance Disposal Association.
2. That the foregoing Bylaws constitute the Bylaws of the organization as duly adopted and approved on 13 JUNE 2023, by the Board of Directors.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Secretary on this 13TH day of JUNE 2023.

Woodward L Eastwood
Woodward L. Eastwood

¹ Section 2-148 of the Corporations and Associations Article of the Annotated Code of Maryland.

