



COALITION BYLAWS

ARTICLE I: NAME

1. The name of the organization (Amphibious Warship Industrial Base Coalition) will hereafter be referred to as the "Coalition."
2. The Coalition is operated from offices located at 733 10th Street NW, Washington, D.C. 20001.

ARTICLE II: DEFINITIONS

1. Qualified Shipbuilder: The Qualified Shipbuilder is the sole shipbuilder certified by the U.S. Navy as capable of designing and constructing amphibious warships.
2. Amphibious Warships: Amphibious warships defined as U.S. Navy LHA, LPD or LHD class ships constructed by the Qualified Shipbuilder.
3. Coalition Administrator: The Coalition Administrator is the company responsible for the day-to-day administration of the Coalition.

ARTICLE III: PURPOSE OF THE COALITION

1. The purpose of the Coalition is to communicate to members of Congress, the media and the general public the importance of sustained, uninterrupted federal funding for the construction of U.S. amphibious warships to:
 - National defense;
 - The missions of the U.S. Navy and U.S. Marine Corps; and
 - The continued strength of the amphibious warship industrial base.
2. In particular, the Coalition shall:
 - a. Disseminate information on the value of the U.S. amphibious warship fleet to national defense and on the importance of the design and capabilities of amphibious warships.
 - b. Encourage Coalition members to communicate with members of Congress and the media about the importance of preserving the strength of the U.S. amphibious warship industrial base through direct communications and Coalition member facility tours.

- c. Maintain a website (AmphibiousWarship.org) and other online forums to disseminate information to Coalition members, members of Congress, the media and the general public on the importance of preserving the strength of amphibious warships and the industrial base.
- d. Host and facilitate annual events at which suppliers will have the opportunity to meet with representatives of the Qualified Shipbuilder.

ARTICLE IV: MEMBERSHIP

1. Membership eligibility requires that a company be an approved supplier to the Qualified Shipbuilder in the construction of U.S. Navy amphibious warships. Membership is restricted to approved suppliers. The Qualified Shipbuilder shall provide the Coalition Executive Director with a list of approved suppliers on a regular basis.
2. An online membership application is available on the Coalition's website, AmphibiousWarship.org.
3. Membership in the Coalition is at the organizational level. Individuals without an affiliation to a company approved by the Qualified Shipbuilder are not eligible for membership.
4. Coalition member companies shall designate a Coalition representative within their company to serve as a liaison with the Coalition.
5. There is no restriction on the number of Coalition representatives a Coalition member company may designate.
6. The Coalition representative(s) shall:
 - a. Receive information from the Coalition on developments related to the construction and mission of U.S. Navy amphibious warships.
 - b. Review Coalition requests for action on behalf of the Coalition.
 - c. Identify a representative of his or her company to attend the Coalition's annual supplier day meeting.
7. By becoming members and participating in Coalition activities, all member companies agree to abide by the provisions of these Bylaws.
8. Final determinations of membership eligibility shall be made by the Coalition Executive Director in consultation with the Qualified Shipbuilder and the Coalition Board.
9. The Qualified Shipbuilder may recognize individuals or companies who do not qualify for membership as valuable advocates for the amphibious warships

construction program and solicit their support of the Amphibious Warship Coalition.

ARTICLE V: OPERATION OF THE COALITION

1. Coalition Administrator: The day-to-day operations of the Coalition shall be handled by the Coalition Administrator which shall be selected and funded by the Qualified Shipbuilder. The Coalition Executive Director's duties shall include but not be limited to the following:
 - a. Providing strategic advice to the Qualified Shipbuilder;
 - b. Maintain the Coalition website.
 - c. Process membership applications.
 - d. Prepare agenda for, organize and participate in meetings.
 - e. Provide logistical support for Coalition meetings.
 - f. Facilitate Coalition member facility tours.
 - g. Develop materials for dissemination to Coalition members.
 - h. Develop such policies and procedures as are needed to regulate the operations of the Coalition.
2. Coalition Board: Members of the Coalition Board shall:
 - i. Support the Coalition in its mission to communicate to members of Congress, the media and the general public on the importance of sustained federal funding for U.S. Navy amphibious warships and the amphibious warship industrial base.
 - ii. Provide advice to the Coalition Executive Director and the Qualified Shipbuilder on Coalition activities.
 - iii. Recruit appropriate companies for membership in the Coalition.
 - iv. Support the planning and implementation of the Coalition's meetings.
 - v. Participate in Board meetings.
 - a. The Coalition Board shall consist of a Chair, a Vice-Chair and board members.
 - b. The Coalition Board Chair and Vice-Chair must be from Coalition member companies and shall be nominated and selected by the Coalition

Administrator in consultation with the Qualified Shipbuilder. The selection shall be based on the Coalition member company's role in the design and construction of amphibious warships and the Coalition member representative's leadership role in the Coalition.

- c. The Coalition Board Chair, Vice-Chair and board members' terms are for three years. There is no limit on the number of terms a Board Chair, Vice-Chair and member may serve.
3. Other than as specified in these Bylaws, neither the Coalition member company nor the Coalition Board may act on behalf of or bind the Coalition to any agreements or contracts without the prior written approval of the Coalition Administrator or, in its absence, the Qualified Shipbuilder.

ARTICLE VI: TERMINATION OF MEMBERSHIP

The actions of an employee, officer or board member of a Coalition member company that reflect unfavorably on the Coalition, the United States, the U.S. Navy or U.S. Marine Corps or that in the reasonable judgment of the Coalition may be detrimental to the Coalition's mission may be cause for immediate termination of membership in the Coalition. The determination to terminate a member company's membership shall be made by the Coalition Administrator in consultation with the Qualified Shipbuilder and the Board.

ARTICLE VII: FEES

1. There is no annual fee or other membership charge for membership in the Coalition.
2. Coalition member companies are, however, responsible for the costs of their participation in Coalition activities, which include but are not limited to the costs of transportation, meals and lodging incurred by their representatives at Coalition meetings and such other meetings held by the Board.

ARTICLE VIII: COMPLIANCE LAWS

All Coalition activities shall be in strict compliance with all applicable foreign or domestic laws, ordinances and regulations to include but not be limited to the antitrust laws.

ARTICLE IX: AMENDMENT

These Bylaws may be amended from time to time by the Coalition Administrator in consultation with the Qualified Shipbuilder. Notice of any amendment shall be provided to the member companies before such amendment becomes effective.

ARTICLE X: TERMINATION

The Coalition may be terminated at any time by the Coalition Administrator in consultation with the Qualified Shipbuilder.