

TRA

A Non-Profit Association

Articles Of Association

ARTICLE 1. NAME

The name of this association shall be TRA , also identified as the Association..

ARTICLE 2. PRINCIPAL OFFICE

The principal office of The Association shall be at One Space Park, Redondo Beach, Los Angeles County, State of California. The Association may establish such other offices as may from time to time be designated by its Board of Directors.

ARTICLE 3. PURPOSE

A. The purpose of TRA is to provide retirees with a forum for the exchange of information, experiences and ideas in areas of mutual interest, to provide opportunities for participation in planned activities, and to provide continuity for employees who are about to retire.

B. The Association is organized and operated for the above stated purpose, and for other nonprofit purposes, and no part of any net earnings shall inure to the benefit of any member.

ARTICLE 4. MEMBERSHIP

A. Membership in The Association shall be open to all retirees and spouses of deceased retirees from (initially) TRW Space and Defense Sector and all predecessor and successor organizations. Upon acquisition of TRW by Northrop Grumman (NG), this incorporates the successor NG organizations "Space Technology" and "Mission Systems" and their successor organizations. Members are retirees and the spouses of deceased Members who pay the annual dues of The Association. They shall be entitled to be on mailing lists for activities and events, are eligible to vote in elections, and to serve on the elective and appointive TRA entities.

B. The rights and privileges of Members, their liability for dues and assessments, and the termination and transfer of membership shall be as stated in the TRA By-Laws.

ARTICLE 5. BOARD OF DIRECTORS

The Association is governed by a Board of Directors which consists of the Officers, Immediate Past President and Directors-at-Large described in the By-Laws of The Association.

ARTICLE 6. AMENDMENTS TO ARTICLES

The articles may be amended or repealed, in whole or in part, only by a majority vote of The Association's Members voting by regular ballot or by proxy ballot at any duly organized meeting of The Association.

ARTICLE 7. BY-LAWS

By-Laws will be hereafter adopted. Such By-Laws may be amended or repealed, in whole or in part, in the manner provided therein, and the amendments to the By-Laws shall be binding on all Members.

ARTICLE 8. DISSOLUTION

The Association shall be dissolved and its affairs concluded by a majority vote of TRA's Members voting by regular ballot or by proxy ballot. In event of dissolution, the tangible property of The Association shall be reduced to cash and commingled with existing cash and together donated to charitable organization(s) determined by the Board. (

Articles of TRA are adopted on March 29,1990. Amended, January 15, 1995, Amended, October 19, 2000. amended October 25, 2005)