

Complete Name of Organization
Month Year
CONSTITUTION

ARTICLE 1

NAME OF PO AND PURPOSE

The purpose of NAME OF PO is to

ARTICLE 2

GENERAL PROVISIONS

Section 1.

NAME OF PO operates on Kadena AB with the consent of 18 WG/CC or 18 MSG/CC as his/her designee. Operation is contingent upon compliance with the requirements and conditions of all applicable Air Force regulations and instructions.

Section 2.

Members are jointly and severally liable under the laws of Japan and/or U.S. for organizational debts in the event the organization's assets are insufficient to discharge liability. Upon joining this organization, members will be notified of their personal financial obligations of this Private Organization (PO).

Section 3.

NAME OF PO will not:

- a. Sell, give away, or in any way dispense any item that violates copyright laws, rules of the military postal system, or Japanese customs requirements.
- b. Solicit vendors who sell any pirated materials such as videotapes, books, or audiotapes.
- c. Use the military postal system to receive or transport items for resale; this is prohibited.

NAME OF PO will:

- a. Submit all fundraising requests to 18 FSS/FSRF.
- b. Coordinate and have the fundraising request signed off by the manager of any facility or area NAME OF PO will be using before submitting it to 18 FSS.
- c. Submit request no later than 21 calendar days prior to the scheduled fundraising event to 18 FSS/FSRF. Although the approving authority for fundraising events is 18 FSS/CL/CD, the legal responsibility remains with Name of PO.

Section 4.

NAME OF PO will not engage in activities that duplicate or compete with any 18 FSS or AAFES activities.

ARTICLE 3

OFFICERS AND GOVERNING BODY

The officers of this association shall be the president, vice president, secretary, and treasurer. Any active member not delinquent in the payment of dues or other monies owed to the association shall be eligible to be elected to office subject to the following additional qualifications.

a. Officers shall serve a term of HOW MANY year(s), such term to commence MONTH following the annual MONTH election.

ARTICLE 4

MEMBERSHIP OR PATRONAGE

Section 1. General

Membership in this association will be voluntary and is primarily limited to SOFA status members attached to the installation. There will be 3 classes of membership as follows:

1. Active: The privilege of active membership will be extended to all active duty military personnel of the United States Armed Forces assigned or attached in a permanent or temporary duty status on Okinawa, all civilians employed by DoD on Okinawa, and bona fide family members of the foregoing 18 years of age or older. The organization shall reserve the right to deny any membership that would bring discredit upon this association. Denial of membership shall be for cause and passed upon by a quorum of general membership. An active member shall be eligible to hold office and to vote on any and all matters. Active members shall be entitled to the full use of all services, facilities and privileges offered by this association.

2. Associate: Associate membership, upon approval of the executive committee, will be extended to all retired military personnel and to all civilian personnel employed at, working on, or receiving support from Okinawa (whether or not employed by the U.S.) not otherwise eligible for active membership and to their bona fide family members 18 years of age or older. Associate membership will not be granted to anyone eligible for active membership. An associate member shall have the same rights and privileges as an active member except for voting and the right to hold office. Associate members will be eligible to serve on all other committees and may serve as committee chairmen.

3. Honorary: The president may grant honorary membership to any person not otherwise eligible for any other class of membership, who is in some manner connected with Okinawa and whose membership

will, in the opinion of the president, benefit the association. Honorary membership must be requested in writing and renewed annually. Honorary members shall not be required to pay dues but shall have the same privileges as active members except for voting, the right to hold office, and the right to serve on committees.

4. For purposes of this article, any child receiving support from and residing in the household of the sponsor shall be considered a bona fide family member.

Section 2.

IAW AFI 34-223, 13 Dec 18, *Private Organizations (PO) Program*, paragraph 10.2., and Air Force Guidance Memorandum (AFGM) to Air Force Instruction, 1 Feb 18, (AFI) 36-2706, Equal Opportunity Program, Military and Civilian, NAME OF PO will not engage in membership discrimination based on age, race, religion, color, national origin, disability, ethnic group, or gender.

Section 3.

Termination of membership: Membership in the association will be terminated by action of the executive committee:

- a. When the member submits a written resignation.
- b. Upon permanent departure of the member from Okinawa.
- c. If dues are assessed, then at such time when the member is 3 months delinquent in payment of dues.
- d. For cause deemed sufficient by a majority of the executive committee to warrant termination of membership.

ARTICLE 5

METHOD OF FINANCING

Section 1.

Each member of this association will be assessed dues as provided in the bylaws. A member whose dues are not paid by the 15th of the month following the month in which they are due shall be deemed delinquent in payment of dues and shall be ineligible to vote or be elected to office. Members delinquent in payment of dues shall not be counted in determining the present of a quorum.

Section 2.

NAME OF PO shall be self-sustaining. There will be no direct financial assistance to this organization from a NAFI in the form of contributions, dividends, donations of money, or other assets IAW AFI 34-223, paragraph 10.5..

Section 3.

NAME OF PO will not engage in any resale activities unless specific authorization from 18 WG/CC or 18 MSG/CC as his/her designee is granted for:

- a. Thrift shop sales of used clothing and used merchandise.
- b. Occasional sales for fundraising purposes such as bake sales, dances, carnivals, and similar infrequent functions.
- c. NAME OF PO will not operate any type of gambling or slot machine.

Section 4.

No income will be accrued to individual members of this organization except through wages and salaries for NAME OF PO employees or other payment for services rendered.

ARTICLE 6

ACTIVITIES

Section 1.

NAME OF PO will engage in the following activities.

- a. Volunteer support of XXXX Team
- b. Volunteer support of XXXX Team
- c. Fundraising in support of XXXXX

ARTICLE 7

MEETINGS AND QUORUMS

Section 1. General Membership

Unless otherwise decided by the active membership, there shall be a regular membership meeting on the 1st Friday of each month at a time and place to be determined by the president. At least 10 days prior notice of the time and place of each meeting will be given to the membership by such means, as the executive committee shall direct.

Section 2. Quorum

At all regular and special meetings of the general membership, 10 percent of those active members whose dues are currently paid shall constitute a quorum. Except as otherwise specified in this constitution, a majority vote of the active members present shall be required to pass any motion or transact any other business.

Section 3. Special Meetings

The president may call special meetings at any time when:

- a. The president shall deem such a meeting to be necessary.
- b. A request is submitted in writing signed by 10 percent of the active membership.
- c. A request is submitted in writing by the advisors.
- d. 18 WG/CC, 18 MSG/CC/DD or 18 FSS/CL/CD requests.

NOTE: Notice of any special meeting shall be given to the membership by all practical means at least 10 days in advance of such meetings.

Section 4. General Provisions

a. Authority of president to vote: The president will not vote at meetings of the general membership except when necessary to break a tie vote on an issue that may be decided by a majority in accordance with this constitution. In such case, the vote of the president will decide the issue.

b. Treasurer's Report: At first meeting of each month of the general membership, the treasurer will make a report on the financial status of this association. The treasurer's report and financial statement will be made available for inspection by the members and a copy forwarded to 18 FSS PO Monitor on a quarterly basis.

c. Parliamentary authority: Except as otherwise specifically provided herein, all procedural matters pertaining to the conduct of meetings will be governed by Roberts Rules of Order.

ARTICLE 8

ADOPTION AND AMENDMENTS

Section 1.

This constitution and bylaws shall become effective upon adoption by an affirmative vote of two-thirds of the members present at any regular or special meeting at which a quorum is present, providing it is thereafter found to be legally sufficient and approved by 18 WG/CC or 18 MSG/CC/DD as his/her designee. This constitution and bylaws shall be updated at least every 2 years, or when there is a change in purpose, function, or membership eligibility, whichever comes first.

Section 2.

This constitution and bylaws may be amended or altered in accordance with the following procedures:

a. A proposed amendment must be in writing, signed by at least 3 active members, and presented to the executive committee.

- b. The secretary will notify the active members of the substance of the proposed amendment in writing.
- c. Such notice will inform the members that the amendment will be voted on at the next regular business meeting following such notice, provided the meeting is held not less than 10 days after the date of the notice.
- d. An affirmative vote of two-thirds of the active membership will be required for the adoption of any amendment.
- e. No amendment shall take effect until approved by 18 WG/CC or 18 MSG/CC/DD as his/her designee.

ARTICLE 9

DISSOLUTION

In case of dissolution of the organization, remaining funds that are contained in the treasury at the time will be used to satisfy any outstanding debts, liabilities, or obligations. The remaining assets will be disposed IAW AFI 34-223, by donating to a charitable institution decided upon by a majority vote of the members. In the event the association is dissolved and liabilities exceed assets, all members equally assume the liabilities to the extent recognized by law. Each prospective member will be informed that they may become personally liable, to the extent recognized by law, for the debts of the association. Should NAME OF PO decide to disband or shutdown IAW AFI 34-223, its officers will notify FSS/CL or Division Chief of their intent to dissolve the private organization and will prepare a time phased action to do so.

BYLAWS

ARTICLE 1

DUTIES OF OFFICERS

Section 1. President

The president shall have the usual powers of supervision and management that pertain to the office of president, and will perform the following duties:

- a. Preside at all meetings of the general membership and all meetings of the executive committee.
- b. Appoint a chairman for each committee.
- c. Be an ex-officio member of all committees.
- d. Countersign all minutes.
- e. Vote only in cases of a tie in meetings of both the executive committee and the general membership.
- f. Countersign all checks over \$200.
- g. Enter into contracts on behalf of the association.
- h. Conduct the routine business of this association.
- i. Ensure that recertification of the constitution and bylaws are accomplished biannually.
- j. Ensure that submission annual financial report is accomplished through 18 FSS/FSRF. Failure to submit will result in the following:
 - 1) First warning, suspension of fundraising until file is current.
 - 2) Second warning, suspension of fundraising privileges for 6 months.
 - 3) Third warning, suspension of fundraising privileges for 1 year.
 - 4) Fourth warning, dissolution of the charter hence suspended for operation for 1 year.

Section 2. Vice President

The vice president shall perform all duties of the president in his/her absence and shall act as assistant to the president.

Section 3. Secretary

The secretary shall be the custodian of the records, conduct all correspondence of this association, and shall have the following duties:

- a. Record and maintain a file of all minutes of meetings of the executive committee and all meetings of the general membership.
- b. Maintain all records of the association other than financial records.
- c. Send notices of meetings to members.
- d. Countersign contracts executed by the president.
- e. Countersign checks in the absence of the president and vice president.
- f. Provide copies of all meeting minutes and treasury reports to 18 FSS PO Monitor.
- g. Maintain a list of names and addresses of officers and members of this association.

Section 4. Treasurer

The treasurer shall be the custodian of the financial records of this association and shall have the following duties:

- a. Receive and be responsible for all funds and assets of this association and ensure responsible financial operational management.
- b. Make all authorized disbursements.
- c. Maintain the bank account and sign all checks.
- d. Maintain financial records and present a financial report to the general membership at least once each year.
- e. Make the books and the financial records of this association available for inspection and review when requested by the president, executive committee, 18 FSS/CL, 18 MSG/CC, or 18 WG/CC.
- g. Submit annual financial reports to 18 FSS/FSRF.

ARTICLE 2

ELECTION AND VOTING

Section 1. Election of Officers

Election of officers will be held 1 per year at the regular monthly meeting. Voting will be by secret written ballot and a plurality of the votes cast shall be sufficient to elect. Only active members present

shall be entitled to vote, and there will be no voting by proxy. Decisions made by the general membership may not be overturned by any committee or by the executive board without a majority vote by the general membership.

Section 2. Nominations

a. The president will appoint a nominating committee consisting of at least 3 active members and will announce the names of the nominating committee at the regular meeting of the general membership 2 months prior to an election meeting.

b. At the regular meeting of the general membership immediately preceding the election meeting, which shall not be less than 10 days prior to the election, the nominating committee will present a slate consisting of at least 1 candidate for each office to the membership. Additional candidates may be nominated from the floor on the date that the slate is presented. Nominations from the floor will not be accepted at the election meeting, and votes from write-in candidates will not be counted for any purpose.

Section 3. Special Elections

Special elections will be held at a time and place designated by the president whenever the conditions set forth in section 4 of this article exist. The president will appoint a special nominating committee of not less than 3 active members who will nominate at least 1 candidate for each vacancy. Ten days notice of special elections will be provided to all members in writing, and such notices shall contain the names of the candidates nominated for each vacancy. At the special election meeting, additional nominations may be made from the floor. After nominations have closed, the membership will elect an officer for each vacancy in accordance with the procedures set forth in section 1.

Section 4.

a. Office of the President: Should the office of the president become vacant, the vice president shall assume the duties of president and shall retain those duties until the next general election unless more than 3 months remain on the term, in which event a special election will be held for the office of president. Should the president and vice president offices become vacant, the treasurer will call a special election. During any interim period in which there is a vacancy in the office of both president and vice president, the treasurer will assume the duties of the president. A member assuming the duties of president under this section does not become president although he/she may sign correspondence and other documents using the title "Acting President". The vice president, upon assuming the duties of president, shall retain his/her original title as vice president.

b. Appointments by the President: Should a vacancy occur in any office other than that of the president, the president will immediately appoint a successor to fill the vacant office. If less than 3 months remain on the term of office, the appointee will retain the office until the next general election, otherwise, a special election will be held to fill the office that was vacated.

Section 5. Termination of Office

Actions against an officer, executive board member, or committee chairperson (for involuntary termination, rules violation) will be submitted in writing to the grievance committee by the complainant(s). The grievance committee will notify the member and give them a copy of the written grievance(s). The member against whom the grievance is being made will submit a written reply to the grievance committee within 2 weeks of notice. The grievance committee will then meet and decide on a recommended action. The recommendation(s) will be submitted to the executive board that will then arrange a meeting of the general membership and distribute copies of the grievance(s), reply, and recommendation(s). The meeting must be attended by a quorum of at least 50 percent of the active membership. The president or presiding member, if the president is the subject of the grievance, will allow a specified period of time for open discussion, after which the recommendation of the grievance committee will be voted on by secret ballot. The recommendation(s) must be passed by a two-thirds vote.

ARTICLE 3

DUES OR FEES

Dues will be \$. or Dues will not be assessed. Dues will only be assessed to active members of the association. (Insert if applicable) Initial Membership fee will be \$ _____.

ARTICLE 4

STANDING COMMITTEES

Section 1. General

The president may appoint standing committees for the period of time concurrent with his/her term of office. The president may, from time to time, appoint special committees, as necessary to carry out the business of this association.

Section 2.

The president or the chairman of the committee may appoint chairmen of standing committees with the concurrence of the president. The standing committees and their duties and responsibilities shall be as follows:

a. **Publicity Committee:** The publicity committee is responsible for disseminating all publicity concerning this association, assisting the secretary in notifying the members as requires by this constitution, and keeping the members informed concerning all activities of this association.

b. **Rule Committee:** The rule committee is responsible for promulgating and disseminating to the members all rules and standard operating procedures governing the operation of this association.

ARTICLE 5

FINANCE AND TAXES

Section 1.

The treasurer shall establish a checking account in the name of the organization. Under no circumstances shall organization funds be commingled with personal funds of individual members of **Name of PO**.

Section 2.

The treasurer shall make a monthly reconciliation of bank statements. He/She shall record income and payments in a cash receipts and disbursements journal.

Section 3.

All checks over \$200 shall require the signature of the president and the treasurer. All other checks shall require only the treasurer's signature.

Section 4.

The treasurer will prepare annual financial statements in the sample format provided by 18 FSS PO Monitor and forward them to 18 FSS PO Monitor. The reports shall include:

- a. Beginning and ending cash balances for the period.
- b. Gross Income = detailed breakdown of all income for the period.
- c. Gross Expenses = detailed breakdown of all expenses for the period.
- d. Net Income = Gross Income - Gross Expenses.

Section 5.

NAME OF PO may bond for its treasurer and will make a bonding determination by weighing the cost of commercial fidelity insurance protection from a qualified underwriter against the potential dollar risk (AFI 34-223, Paragraph 10.16.).

ARTICLE 6

INSURANCE COVERAGE

Section 1. General

NAME OF PO will provide insurance against public liability and property damage claims resulting from the activities of the organization and/or members IAW AFI 34-223, paragraph 10.15., unless waived by 18 WG/CC or 18 MSG/CC as his/her designee. If insurance is waived, **NAME OF PO** will ensure to brief each potential member on the joint and severe liability imputed to each **NAME OF PO** member just by virtue of their membership in the PO.

If a special event is scheduled that might increase the risk of liability for members of **NAME OF PO** the president shall consult with the base legal office about obtaining insurance for that event. All insurance coverage shall be the responsibility of **Name of PO**.

ARTICLE 7**AWARDS/GIFTS**

Under the terms of AFI 51-506, 16 Apr 19, *Gifts to the Department of the Air Force* and AFMAN 34-201, 28 Sept 18, *Use of Nonappropriated Funds*, Kadena Air Base acquires assets abandoned by or donated by **NAME OF PO**. Appropriated fund activities and NAFIs may neither claim the assets, nor make or assume any obligations for **NAME OF PO** that may arise from a contract between them.

CERTIFICATION

I certify the information in this constitution is true to the best of my knowledge. _____
Date

NAME OF OFFICERS

President: _____ President Signature _____

Vice President: _____ Vice President Signature: _____

Secretary: _____ Secretary Signature: _____

Treasurer: _____ Treasurer Signature: _____