

The following template contains all basic provisions for establishing a private organization (PO) constitution. Sections in BOLD print are mandatory statements, which must be included verbatim in each PO's constitution. Other items are statements which a PO may choose to include as shown below or change to fit their own particular objectives and desires. All articles addressed in this template must be addressed in the PO's constitution.

*Please delete this note in red.

CONSTITUTION AND BYLAWS

Constitution

INSERT THE COMPLETE NAME OF THE PRIVATE ORGANIZATION

Article 1

Name and Purpose

Section 1. The name of this private organization (PO) will be INSERT THE COMPLETE NAME OF THE PRIVATE ORGANIZATION.

Section 2. This PO will not use the seals, logos, or insignia of the Department of Defense or any Department of Defense Component, Air Force or Department of Defense organizational unit, or Air Force and Department of Defense installation on organization letterhead, correspondence, titles, or in association with organization programs, locations, or activities.

Section 3. The purpose of this PO shall be to XXXXXXXXXXXX (REMOVE THIS NOTE: Refer to AFI 34-223, this section is very important to the constitution as a whole. You should be as thorough as possible because your constitution will be approved or disapproved based on this one section as will subsequent requests to raise funds consistent with the purpose. The standard for approval is whether or not the installation commander “determines it will make a positive contribution to the lives of base personnel.” Therefore, you must ensure that you show, in detail, how your PO will benefit the community.)

Article 2

General Provisions

Section 1. This PO operates on Misawa Air Base, Japan, only with the written consent of the Installation Commander or designee. This PO is established pursuant to the provisions of AFI 34-223 and in accordance with all applicable Air Force regulations.

Section 2. This PO is not acting on behalf of Misawa AB or the DoD, nor is it a non-appropriated fund instrumentality (NAFI) and is not entitled to the privileges and immunities of the federal Government.

Section 3. This PO will conduct itself in a manner which is free of racial discrimination and provide equal opportunity and treatment for all members and prospective members regardless of their age, race, religion, color, national origin, disability, ethnic group, or gender.

Article 3 Officers and Governing Body

Section 1. The administration of this PO shall be conducted by a Board of Governors (officers), constituted as follows: a President, Vice President, Secretary, and Treasurer. These officers shall perform the duties herein specifically provided for and those specified by the Bylaws and other such duties as are usually incident to their office. All officers are responsible for notifying all members of their personal financial responsibility obligations to the PO, including responsibilities.

Section 2. The officers will recommend policies, supervise programs, approve entertainment, rule on membership, except as specifically provided otherwise, enforce the constitution, and take action to resolve all grievances, complaints, and suggestions submitted by members.

Section 3. The officers must submit the Officers Listing to the 35th Force Support Squadron Private Organization Monitor (35 FSS/FSRPO) on a yearly basis, or when a change takes place.

Section 4. The PO president must schedule a meeting with the 35 FSS/FSRPO for a briefing no later than 15-calendar days after appointment.

Article 4 Membership or Patronage

Section 1. Membership is limited primarily to members of the Department of Defense (DOD) family. The DoD family consists of active duty or retired US military personnel, members of US reserve components, civilian employees, or dependents of any of the above.

Section 2. Types of Membership

a. Active members:

These members of the PO are jointly and severally liable to pay debts and liabilities of the PO if adequate funds are not available to cover all outstanding debts and liabilities of the PO. All members shall be informed of these provisions.

b. Honorary members.

Individuals who are in a position of acting as an advisor to the PO (if they consented to this membership). This type of membership is non-voting, non-dues paying, and does not hold any financial obligation to the PO.

Section 3. Any person wishing to join this PO will make a request or complete an application form at a regular meeting. Membership is entirely voluntary and without appointed members.

Section 4. Termination of Membership: Membership shall be terminated when the member is no longer affiliated with the DoD community or no longer assigned to Misawa Air Base. A member may also voluntarily submit a written withdrawal from membership in the PO. Other reasons for membership termination are:

- a. If the member fails to meet his/her financial responsibilities, such as failing to pay dues.
- b. Upon recommendation of the officers, after a complete review of the circumstances and upon approval of the general membership.
- c. Upon failure to meet participation requirements and at the recommendation of the officers and with approval of the general membership.
- d. For any other valid reason, when recommended by the officers and approved by the general membership.

Article 5 Method of Financing

Section 1. The PO shall conduct on-base fundraising activities, to include bake sales, to raise funds for various PO functions.

Section 2. Fundraisers are approved by the general membership and the Commander, 35th Mission Support Group or designee.

Article 6 Activities

Article 7 Meetings and Quorums

Section 1. General meetings will be held on a monthly basis or as deemed appropriate by the President. Agenda items shall be received by the Secretary not later than four (4) days prior to each general meeting. Matters presented at the meetings shall be decided by a majority vote of the members present.

Section 2. Annual Meetings shall hold an annual planning meeting in the month of XXXXX for the purpose of reviewing the Constitution and Bylaws, establishing a calendar of upcoming events, holding election of officers, and establishing/reviewing goals and objectives for the upcoming calendar year. The annual planning meeting shall be attended by all members.

Section 3. Other Meetings may also be called if the president deems necessary or as requested by the Installation Commander or designee.

Section 4. Constitution and Bylaw changes require two-thirds (2/3) of the vote of the members present. Officer elections are decided by a majority vote. All other matters are decided by a majority (more than fifty (50) percent) vote. Proxy votes will not be permitted.

Section 5. At least fifty (50) percent of the voting membership and one officer will constitute a quorum for the purposes of conducting routine business. Unless the matter at hand pertains to Constitution and Bylaw changes or Officer Elections, the matter is considered routine business regardless of whether the meeting is a General or Special Meeting.

Article 8 Adoption and Amendments

Section 1. This Constitution becomes effective upon adoption by an affirmative vote by majority of the general membership, review of the 35th Fighter Wing Judge Advocate, and final approval of the Commander, 35th Mission Support Group, or designee. The Constitution must be updated every two years or when there is a change in the purpose, function, or membership eligibility of the PO, whichever comes first.

Section 2. The Constitution and Bylaws may be amended at any scheduled meeting of the PO by two-thirds (2/3) vote of the membership present and eligible to vote, provided that a written, printed, or public notice of the proposed amendment has been given to the membership at least two (2) weeks prior to the date of the meeting.

Section 3. Amendments to the Constitution can be proposed by the officers or by written petition of two-thirds (2/3) of the membership at any meeting.

Section 4. All amendments to this Constitution are subject to final approval of the Commander, 35th Mission Support Group, or designee.

Section 5. Conflicts of any provision of the Constitution or Bylaws with existing military directives will be changed administratively subject to the final review of the Commander, 35th Mission Support Group, or designee.

Article 9 Dissolution

Section 1. The PO will notify the 35 FSS/FSRPO of its intent to dissolve and prepare a time-phased action plan to do so.

Section 2. In case of dissolution of the PO, any funds in the treasury after satisfaction of any outstanding debts, liabilities, or obligations will be donated to XXXXXXXX. Disposal of other assets shall be determined by the membership. However, if upon dissolution, liabilities exceed assets, then the excess of liabilities over assets shall be paid by the membership on a prorated basis. For the purpose of this Section, a member is defined as one whose name is carried on the roll of the active and associate members as of the date of notification.

Section 3. In the event that a Non-Appropriated Fund Instrumentality fills the need for which this PO is established, this PO will be dissolved by direction of the Commander, 35th Mission Support Group. Under those circumstances, all financial transactions of dissolution would be concluded separately and apart from the operation of any activity established as a Non-Appropriated Fund Instrumentality.

Section 4. The Commander, 35th Mission Support Group, has the authority to dissolve this PO in the event that there are no members present or in the best interest of the United States Air Force.

Article 10 Insurance

Section 1. The PO will maintain liability and property damage insurance coverage commensurate with risk to protect against any claims or lawsuits, which might arise from the commission or omission of acts by its members when acting in any capacity for or in participating in any activities of the PO in accordance with AFI 34-223, paragraph 10.15. Such coverage, when required, must expressly provide that neither the U.S. Government nor any Non-Appropriated Fund Instrumentality will be liable for any claims or judgments against the PO to its members.

Section 2. A copy of the insurance policy and all renewal policies will be forwarded to the 35 FSS/FSRPO. The liability insurance policy for the PO shall remain in effect unless the officers submits a waiver to the 35 FSS/FSRPO for approval by the Commander, 35th Mission Support Group. Liability insurance may be waived if the risk of liability is negligible.

Section 3. All individual members of the PO are jointly and severally liable for the obligations of the PO. Each member of the PO will be given a copy of this Constitution upon joining and will sign an acknowledgement that he/she were notified and understand their personal financial liability for obligations of the PO.

BYLAWS

Article 1 Duties of Officers

Section 1. President: The President shall preside at all general and special meetings of the PO and shall perform the primary role of parliamentarian. The President shall convene special meetings of the membership, supervise elections, appoint committees as deemed necessary, prescribe their function, and appoint the committee chairperson. The President will also be a signatory on the PO bank account.

Section 2. Vice President: The Vice President shall assume the duties of the President in the President's absence. The Vice President will serve as an active, voting member. The Vice President will also be a signatory on the PO's bank account.

Section 3. Secretary: The Secretary will serve as an active, voting member. He/she will prepare the minutes of each committee meeting and present the finalized minutes of each meeting to the President. The Secretary is responsible for ensuring the minutes of the meeting and agendas of each meeting are disseminated to the general membership and the 35 FSS/FSRPO. The Secretary will maintain files of correspondence generated by and for the PO. The Secretary will be a signatory on the PO's bank account.

Section 4. Treasurer: The Treasurer will serve as an active, voting member. He/she will transact all banking and financial business of the PO. The Treasurer is responsible for keeping accurate accounting books, reflecting all monetary transactions made on behalf of the PO. All funds will be maintained in a checking account. The Treasurer prepares the publication of all monthly statements of the financial status of the PO and presents an updated status of PO funds at each meeting. The Treasurer will be the primary signatory on the bank account.

Article 2 Election and Voting

Section 1. Nominations for officers will be accepted via e-mail (with confirmation from the candidate), or from the floor during the meeting. Nominations will not be accepted unless the candidate is present and accepts the nomination, or the proposed nominee has previously given written acceptance of his/her nomination.

Section 2. Members eligible for holding office must have at least XXX months remaining on station at the beginning of their term and must have been an active member for at least XXX months. Members must also have access to the base installation.

Section 3. Voting for Officers will be by secret ballot. Absentee ballots will be issued upon request not less than two weeks prior to the election. Absentee ballots must be turned in to the President or his/her designated individual by Election Day. A majority (more than 50 percent) of the cast ballots is needed to be elected to an Officer position. If no candidate receives a majority of the votes cast, a run-off will be held between the top two (2) vote getters. Proxy votes will not be permitted. The President shall vote only in the event of a tie.

Section 4. Terms of office are for XXX months/year. Vacancies in elected positions occurring prior to the regularly scheduled election shall be filled by a majority vote of the membership present at the next General Membership meeting or Special Membership meeting specifically called for that purpose and advertised for at least fifteen (15) calendar days before the meeting date.

Section 5. Officer termination may be for the following reasons:

- a. Permanent change of station (PCS).
- b. Resignation, if accepted by a majority vote of the Board of Governors.
- c. XXX percent of the voting members vote to remove the officer.

Article 3 Dues and Fees

Section 1. Monthly dues for members shall be assessed monthly at the rate of XXX per month to be collected monthly by the Treasurer, or XXX per year, to be collected annually at each member's option. The Treasurer will be responsible for collection and deposit of all members' dues.

Section 2. Money collected will be used for the operation of the PO, to offset activity expenses, and to purchase necessary items based upon the annual budget approval by the PO membership.

Article 4 Standing Committees

Section 1. Standing committees may be established as the need arises to resolve problems or to conduct PO activities. Membership on a committee shall be by appointment of the President with the concurrence of a simple majority of the voting members present at the General Membership meeting.

Article 5 Finances and Taxes

Section 1. Finances shall be determined according to the calendar year of the PO, which shall run 1 January through 31 December. The annual financial report shall be submitted to the 35 FSS/FSRPO no later than twenty (20) January, each year.

Section 2. This PO is responsible for the cost of all financial reviews and/or audits.

Section 3. The officers have the authority to authorize expenditures of amounts not greater than XXX dollars. Other expenditures require a majority vote of the voting members at any meeting.

The officers shall oversee preparation of an annual budget and periodically review the budget with actual financial operations.

CERTIFICATION

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

(Date)

President Name

President Signature

Vice President Name

Vice President Signature

Secretary Name

Secretary Signature

Treasurer Name

Treasurer Signature