**CONSTITUTION OF \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

 **(Name of Private Organization)**

**Article 1**

**Name and Purpose**

The name of the organization shall be \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ and hereafter shall be referred to as \_\_\_\_*if applicable* . It is not a part of the Department of Defense (DoD) or any of its components and it has no governmental status.

***(NOTE: The name, seal, insignia or other identifying device of the DoD or acronym ‘DoD’, a DoD component (military service), a non-appropriated fund instrumentality (NAFI), the local installation, local military unit or any other name, abbreviation, seal, logo, insignia or the like used by DoD or any DoD component, its programs, locations or activities, will not be used in the PO’s title or letter head)***

The purpose of the organization shall be to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_. *(Recommend this paragraph be short and concise, but include all facts as those not included could later be considered not within the intent of the organization).*

Funds collected will be used in operation of this organization to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_. *(Purchase trophies, fund organization parties, make donations, etc.)*

**Article 2**

**General Provisions**

This private organization will operate on Joint Base Anacostia-Bolling, District of Washington, pursuant to the provisions of AFI 34-223 and in accordance with all applicable civil and military laws and regulations. The organization shall be self-sustaining and operate only with the consent of the Installation Commander. Operation is also contingent on compliance with the requirements and conditions of all applicable Air Force regulations. *(****Mandatory****)*

The membership is jointly and severally liable under the laws of the District of Washington for organizational debts or liabilities in the event the organization’s assets are insufficient to discharge liabilities. *(****Mandatory unless the organization provides documentation of incorporation under the D.C. Non-profit Corporation Act****.)* Certification will also be provided to 11 FSS indicating that members have been notified and understand their personal financial liability for obligations of the PO.

**Article 3**

**Officers and Governing Body**

The officers of the \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ shall consist of President, Vice President, Secretary and Treasurer *(other officers optional)*. The duties of the officers are outlined in (list *article/paragraph*) of the organization’s by-laws.

The Executive Board shall consist of the officers plus (*others are* op*tional*) and the President shall preside over all official meetings of the general membership or the Board.

**Article 4**

**Membership or Patronage**

1. The \_\_\_\_\_\_\_\_\_\_\_\_\_\_ will not discriminate in hiring practices or membership policies on the basis of age, race, religion, color, national origin, disability, ethnic group or gender. *(****Mandatory****)*
2. Membership in the \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ is open to: *(primarily limited to members of the DoD family).*
3. Individuals may apply for membership by \_\_\_\_\_*(explain application process or other affirmative action required for membership). (****Mandatory****)*
4. Continuing membership is based upon *(annual, seasonal)* enrollment commencing \_\_\_\_ . *(****Mandatory****)*
5. Membership in the organization can be terminated by resignation or by notification/ disciplinary action by \_\_\_\_\_\_\_\_\_\_ *(failure to pay dues, etc.). (****Mandatory****)*
6. Membership can be reinstated by application in writing to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ for consideration.
7. Members do not have proprietary rights in the organization’s assets. Income will not accrue to individuals except through wages or salaries for employees or other payment for services rendered.

**Article 5**

**Method of Financing**

The \_\_\_\_\_\_\_\_\_\_ shall be financed primarily through membership dues and fees, fund-raising events, service charges, donations, etc. All fundraisers will be approved by the Mission Support Group Commander or if the authority has been delegated, by the Force Support Squadron Commander.

**Article 6**

**Activities**

1. The \_\_\_\_\_\_\_\_\_ will not engage in activities which compete with those of any MWR activity, NAFI or Army and Air Force Exchange operation on an installation, except as provided in AFI 34-223*. (****Mandatory****)*
2. The \_\_\_\_\_\_\_\_\_\_ will not engage in on-base resale activities (including bake sales, car washes, etc.) unless specific written authorization is obtained from the Mission Support Group Commander or if the authority has been delegated, from the Force Support Squadron Commander. **(*Mandatory*)**
3. The \_\_\_\_\_\_\_\_\_\_ will not conduct any organizational fundraising activities in the workplace during the Combined Federal Campaign or service campaigns (***Mandatory***)

**Article 7**

**Meetings and Quorums**

1. General membership meetings will be held not less frequently than (semi-annually, quarterly, annually). *(****Mandatory, select one category****.)*
2. An annual meeting will be held for the election of officers. Procedures for nominations and the elections are outlined in \_\_\_\_\_*(list article/paragraph)* of the by-laws.
3. A quorum for all official meetings is \_\_\_\_\_% at board meetings and \_\_\_\_\_\_% at general membership meetings. *(****Mandatory)*** *(Optional: The presiding officer will not have to vote except in case of a tie.)*
4. Special membership meetings may be called at the discretion of the board of governors or must be called upon written petition of two -thirds of the membership. (*Public notices of special membership meetings must be given. Public notice will be given by posting in the Plan of the Day and the Daily Bulletin at least 2 weeks in advance.)*

**Article 8**

**Adoption and Amendments**

Amendments to this constitution may be submitted by any member in good standing by (describe how to submit amendments). At the earliest possible date, the proposed amendment will be presented to the general membership with at least \_\_\_ days advance notice to the meeting. To be adopted, the amendment must receive a majority vote of the members present. Approval of amendments and adoption of the Constitution are subject to the final review by the Installation Commander, Joint Base Anacostia-Bolling or if the authority has been delegated, by the Mission Support Group Commander through the Force Support Squadron Commander. *(****Mandatory****)*

**Article 9**

**Dissolution**

Section 1: Upon dissolution, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_’s officers must:

1. Notify the Mission Support Group Commander or the Force Support Squadron Commander of its intent to dissolve the organization.
2. Prepare a time-phased action plan to do so.
3. *(the board, officers, etc)* shall, after paying or making provision for the payment of all outstanding debts, liabilities or obligations of the \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, dispose of all the assets of the \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_to such organization or organizations which shall qualify as an exempt organization or organizations under the Internal Revenue Code of 1986 (hereinafter referred to as the “Code”), or the corresponding provisions of any future United States Internal Revenue law.
4. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction upon suitable proceedings brought for the purpose exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for tax exempt purposes. *–or--* Any such assets not so disposed shall be donated to a USAF NAF or to the USAF as determined by the *(board, officers, etc.)* in accordance with AFI 34-201 or AFI 51-601.

Section 2: In the event that a NAFI fills the need for which this organization is established, this organization will be dissolved. Under those circumstances, all financial transactions of dissolution would be concluded separately and apart from the operation of any activity established as a NAFI.

Section 3: The Mission Support Group Commander has the authority to dissolve this organization in the event that there are no members present or in the best interest of the United States Air Force.

**Article 10**

**Insurance**

The organization agrees to hold harmless and indemnify the United States government, NAFI or any of its agents or sub-units for claims arising from any of the organization’s activities. (***Mandatory***)

The organization conducts only low-risk activities, (*fund raisers, parties)*. Insurance will be purchased if specific events include a greater risk of injury or damage. *(****Mandatory****)*

The organization will maintain liability and property damage insurance coverage commensurate with risk to protect against any claims or lawsuits that 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 organization. Such coverage, when required, must expressly provide that neither the U.S. Government of any NAFI will be liable for any claims or judgments against the organization or its members. A copy of the insurance policy and all renewal policies will be forwarded to the 11 FSS/FSR. If insurance is not deemed necessary, the organization will submit a request for waiver of insurance requirement to the 11 FSS/FSR for approval by the 11 MSG/CC through the 11 FSS/CC***. (Mandatory)***

# **Article 11**

**General**

The foregoing articles, upon approval of the Installation Commander or appropriate delegate, shall become the Constitution of . The following disclaimer will be placed on all ­­­­­ ’s print and electronic media bearing the  *‘s* name**: “ is a private organization. It is not part of the Department of Defense or any of its components and it has no governmental status.”**

**By-Laws of \_\_\_\_\_\_\_\_\_\_\_\_\_**

**Article 1**

**Duties of Officers**

Section 1: It shall be the duty of all officers to ensure the organization and its members comply with AFI 34-223 and all other directives affecting the operation of the organization. The Executive Board is composed of all the appointed and elected officers of the organization and (*must be identical to Article IV of the Constitution*).

Section 2: President

1. The President shall preside at all meetings of the membership and the Executive Board as necessary, appoint the members of each special committee established by the Board and perform such general functions as may be necessary.
2. The President shall be responsible to ensure the organization’s constitution and authorization is reviewed annually (*ex. during the month of January*) and is consistent with Air Force policies as amended. The constitution and by-laws must be updated every two years or when there is a change in the purpose of this organization or a change in officers.
3. The President will ensure that all members document in writing that they are aware that financial liability incurred by the organization may ultimately result in individual’s personal financial responsibility if the organization fails to discharge its obligations even though the organization may have been re-designated or dissolved.
4. The President shall establish and maintain a system for the protection of organization assets and ensure the liabilities do not exceed its income.

Section 3: Vice President

1. The Vice President shall assist the President, serve as an advisor for the various committee chairpersons and assume the duties of the President in his absence.

Section 4: Secretary and Treasurer *(Note: The Secretary and Treasurer cannot be the same person. Their duties may be the same or separate. If so, list the duties of each.)*

1. The Secretary (*or)* Treasurer (*or both)* shall record the minutes of all membership and Executive Board meetings, prepare required correspondence, notify all members of General Membership and Special Meetings as required and have custody of all organization records.
2. The Secretary (*or)* Treasurer (*or both)* is required to present the meeting minutes of the organization to 11 FSS/FSR as detailed in the handbook and to the Executive Board upon request.
3. The Treasurer is required to prepare and use budgets as a financial management tool. The budgets should be presented to the officers and governing board for review. (***Mandatory*)**
4. The Treasurer will prepare a monthly financial statement and submit it to the Executive Board for review. The Executive Board will appoint an outside party to review the organization’s financial records upon change of Treasurer.
5. The books of the treasurer will be reviewed at least 2 weeks prior to termination of office. The results of this review will reflect the new treasurer’s acceptance of said books. A copy of the new treasurer’s acceptance will be forwarded to 11 FSS/FSR within 30 days of transfer of office. Year-end financial statements covering 1 January through 31 December of the previous year will be forwarded to 11 FSS/FSR by COB 31 January of each year. The cost of all financial reviews/audits is the responsibility of this organization.
6. The Secretary (*or)* Treasurer (*or both)* shall be responsible for sending all gifts and cards. Secretary (*or)* Treasurer (*or both)* will be authorized to charge flowers and other suitable gifts to the account of the organization.

**Article 2**

**Election and Voting**

Section 1: The officers shall be elected at a General Meeting or a Special Meeting called for that purpose by an affirmative vote of a majority of the membership.

Section 2: Nominations for the organization’s first slate of officers will be made from the floor at the first General Membership Meeting. For future elections, nominations for officers shall be made by a Nomination Committee of three active members appointed by the Board. Additional nominations may be made from the floor at the election. The notice of meeting will be posted at least 15 calendar days prior to the election and will provide the time, date and place of the election.

Section 3: Each term of office shall be for 1 year.

a. Officers’ terms may be terminated prior to 30 June or 31 December for the following reasons:

(1) Permanent change of station.

(2) Resignation, if accepted by a majority vote of the board of governors.

1. The term of office will begin 1 January.
2. All members of the board of governors shall be elected at the second meeting in June and December from a slate submitted by a nominating committee at the first meeting in June and December. Nominations may be made from the floor. Elections require a majority vote of the votes cast; and in case a majority is not received by a candidate, then a run-off vote shall be held for the top two candidates. Votes will be cast by secret ballot. Proxy votes will not be permitted.
3. Members eligible for holding office must have at least 6 months remaining on station at the beginning of their term and must have been an active member for at least 3 months.
4. A majority vote of the members present shall be needed before any proposed action becomes valid. A majority shall be half plus one of the members present. The president shall vote only in case of a tie.

Section 4: Vacancies occurring in the office of the president shall be filled by special election. Other offices will be filled from the board of governors by appointment by the president for the remainder of the term. Should two or more board members vacate from the board, a special election will be held to fill the vacancies.

Section 5: Persons other than the installation commander serving in an advisory capacity, regardless of official military rank or position, have no voting authority and wield no authority over the PO either in regards to authorization to operate or in regards to any of its internal operations. **(mandatory)** (the PO may want to add information or additional sections on the specific process(es) of voting, minimum amount of attendees for a quorum, etc)

**Article 3**

**Dues and Fees**

No member will be assessed a membership fee at any time. Contributions to the organization however, will be permitted and accepted. (*or*) Membership dues will be $\_\_\_\_\_\_\_per \_\_\_\_\_\_\_\_\_ (*year/month/quarter*) payable to the Secretary (*or)* Treasurer (*or both)* by \_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_. *(Membership dues are optional at the discretion of the PO. If no dues/fees will be charged, include just the first two sentences).*

**Article 4**

**Standing Committees**

Section 1: There shall be no standing committees or list names/types of standing committee(s).

Section 2: All committees shall consist of a chairperson and not less than two members.

Section 3: There shall be special committees as determined by the Executive Board.

**Article 5**

**Finances and Taxes**

Section 1: The Treasurer will maintain detailed records of all the organization’s income and expenses. Per AFI 34-223, the Treasurer will prepare and send a financial statement to 11 FSS annually during the month of ­­­\_\_\_\_\_\_\_\_.

a. The organization’s unobligated assets will not exceed $**XXXX** except for special one-time projects approved by the general membership. *(This will ensure that the current membership will be the recipients of their labors). (Optional)*

b. A majority of organization members will appoint an accountant to conduct an audit when annual gross revenues are $100,000 but less than $250,000; a Certified Public Accountant (CPA) will be appointed if annual gross revenues are equal to or exceed $250,000. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ pays for this service to the CPA. *(****Mandatory***)

c. All funds will be deposited in the (*bank*) and a financial statement will be reported and recorded in the official minutes of meetings on a timely basis.

1. Except for petty cash expenditures up to $\_\_\_\_\_\_, all funds will be disbursed by check. Checks amounting up to and including $**XXXX** may be signed by the Treasurer and check exceeding $**XXXX** must be countersigned by the President or Vice President. *(Optional*)
2. The \_\_\_\_\_\_\_\_\_\_ will comply with all applicable local, state and federal laws governing like civilian activities. (***Mandatory***)

Section 2: The Treasurer will prepare a monthly financial statement and submit it to the Executive Board for review. The Executive Board will appoint an outside party to review the Organization’s financial records upon change of Treasurer.

Section 3: Any fundraising or membership drive activities will comply with AFI 34-223, DoD 5500.7-R, and AFI 36-3101, and must be coordinated through 11 FSS. All print or electronic media in connection with this PO and its activities will contain the following statement: “**THIS IS A PRIVATE ORGANIZATION. IT IS NOT A PART OF THE DEPARTMENT OF DEFENSE OR ANY OF ITS COMPONENTS AND IT HAS NO GOVERNMENTAL STATUS.”**

**Article 6**

**Insurance Coverage**

Due to low or minimal risk of injury or property damage in the ordinary course of operations of this organization, upon approval by the Installation Commander or his designee, the requirement for insurance may be waived. Liability insurance, commensurate with the risk involved, shall be obtained when appropriate. The U.S Government is not liable for the actions of or damage caused by this organization.

**Article 7**

**Awards/Gifts**

Section 1: The \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_will send a card or suitable gift to any member or any member’s dependent who is in the hospital.

Section 2: In the event of death of a member, member’s spouse or children, the \_\_\_\_\_\_will provide flowers for the funeral.

Section 3: Additional expenditures of $\_\_\_\_\_\_\_\_\_ or less may be approved by any two members of the Executive Board. Expenditures in excess of $\_\_\_\_\_\_\_\_\_, but less than $\_\_\_\_\_\_\_\_\_ must be approved by a majority vote of the entire Executive Board. All expenditures in excess of $\_\_\_\_\_\_\_\_\_ must be approved by a majority vote of the general membership, either at a general or special membership meeting.

Section 4: The \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ will comply with Air Force regulations governing giving and receiving gifts. *(****Mandatory****)*

# **Article 8**

**General**

The foregoing articles, upon approval of the installation commander or his/her designee, shall become the bylaws of (*Name of PO).*

**Certification of By-Laws**

I certify these by-laws were approved by a majority vote of the membership at our General Membership Meeting held on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*.*

\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

President