

# CONSTITUTION OF *(Private Organization Name)*

*(NOTE: All text in italics serves as a replacement for a name or an explanation of a requirement, and the italicized text is not to be included in the original constitution or by-laws.)*

## ARTICLE I NAME AND AUTHORITY

The name of the organization shall be *(Private Organization Name)* and hereafter shall be referred to as *(Private Organization Name)*. This private organization will be operated on Schriever AFB, Colorado pursuant to the provisions of AFI 34-223. The *(Private Organization Name)* shall be self-sustaining and is not an instrumentality of the United States Government. It operates on a military base only with the consent of the installation commander. Operation is contingent on compliance with the requirements and conditions of all applicable Air Force regulations. ***(Mandatory)***

## ARTICLE II PURPOSE

The purpose of the *(Private Organization Name)* is to function as a social and professional organization established to enhance morale, esprit de corps, and cooperation between members. *(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).*

## ARTICLE III MEMBERSHIP OR PATRONAGE

1. The membership may be liable under the laws of the State of Colorado for organizational debts or liabilities in the event the *(Private Organization Name)*'s assets are insufficient to discharge liabilities. ***(Mandatory unless the organization provides documentation of incorporation under the Colorado Revised Non-profit Corporation Act.)***
2. Membership and related action based upon race, religion, color, sex, age, or national origin is prohibited. ***(Mandatory)***
3. Membership in the *(Private Organization Name)* is open to: *(primarily limited to members of the DOD family).*
4. Individuals may apply for membership by *(explain application process or other affirmative action required for membership).*
5. Continuing membership is based upon *(annual, seasonal)* enrollment commencing *(date).*

6. Membership in the (*Private Organization Name*) can be terminated by resignation or by notification/ disciplinary action by (*failure to pay dues, etc.*).

7. Membership can be reinstated by application in writing to the (*Private Organization Name*) for consideration.

#### **ARTICLE IV OFFICERS AND GOVERNING BODY**

1. The officers of the (*Private Organization Name*) shall consist of President, Vice President, Secretary, and Treasurer (*other officers optional*). The duties of the officers are outlined in Article I of this Private Organization's By-laws.

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

#### **ARTICLE V MEETINGS AND ELECTIONS**

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 Article II of this Private Organization's By-laws.

3. A quorum for all official meetings is \_\_\_% at board meetings and \_\_\_% at general membership meetings. (**Optional**: *The presiding officer will not have to vote except in case of a tie.*)

#### **ARTICLE VI EXECUTIVE BOARD/COUNCIL/OFFICER ADDED REQUIREMENTS**

1. The President shall be responsible to insure the club's constitution and authorization is reviewed annually (during the month of January) and is consistent with Air Force policies as amended. The constitution and by-laws must be updated every 2 years or when there is a change in the purpose of this organization or a change in officers.

2. The President *or* Treasurer (*select one, or both the President and Treasurer [the President and Treasurer cannot be the same person]*) shall establish a system for the protection of club assets and insure the liabilities do not exceed its income.

3. Members do not have proprietary rights in the club's assets and income will not accrue to individuals except through wages or salaries for employees of this private organization.
4. The Secretary will forward one copy of all official minutes and financial reports to the Resource Management Office, 50 FSS/FSR.
5. Liability insurance providing coverage against personal injury and property damage and indemnifying the U.S. Government and Schriever AFB will be purchased unless a waiver of insurance signed by the installation commander is appended hereto. Regardless of any waiver so attached, insurance will be purchased whenever a special event is scheduled which may increase the liability risk of the *(Private Organization Name)* or installation. *(Note: A request for waiver should be a separate document. The request may accompany the constitution when it is sent forward for approval. When the waiver is approved, the approval will be amended to the constitution and returned with the approved constitution to the organization. If the waiver is not approved, the constitution will not be approved until proof of adequate insurance is provided.)*
6. The President will insure that all members are aware that financial liability incurred by the *(Private Organization Name)* may ultimately result in individuals' personal financial responsibility if the fund fails to discharge its obligations, even though the fund may have been redesignated or dissolved.

## **ARTICLE VII FINANCES**

1. The club's unobligated assets will not exceed \$\_\_\_\_ except for special one-time projects approved by the general membership. *(This will insure that the current membership will be the recipients of their labors).*
2. A majority of club 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 will be appointed if annual gross revenues are equal to or exceed \$250,000. The *(Private Organization Name)* will pay for this service to the CPA. ***(Mandatory)***
3. All funds will be deposited in the *(Title of bank)* and a financial statement will be reported and recorded in the official minutes of meetings on a timely basis.
4. All expenditures will be made by check except for petty cash requirements. Checks amounting up to and including \$\_\_\_\_ may be signed by the Treasurer, and checks exceeding \$\_\_\_\_ must be countersigned by the President or Vice President. ***(Optional)***
5. The *(Private Organization Name)* shall be financed primarily through *(membership dues and fees)*, fund-raising events, service charges, donations, etc. All fundraisers will be approved by the Installation Commander or delegated authority.

6. The *(Private Organization Name)* will not engage in activities which compete with those of any Services, NAFI, or Air Force Exchange operation on an installation, except as provided in AFI 34-223. ***(Mandatory)***

7. The *(Private Organization Name)* will not engage in on-base resale activities (including bake sales, car washes, etc.) unless specific written authorization is obtained from 50th Force Support Squadron Commander.

8. The *(Private Organization Name)* will comply with all local, state and federal laws. ***(Mandatory)***

## **ARTICLE VIII DISSOLUTION CLAUSE**

DISSOLUTION: Upon dissolution, the *(Private Organization Name)*'s officers must notify the Commander, 50th Mission Support Group, or 50th Force Support Squadron Commander of their intent to dissolve the *(Private Organization Name)* and prepare a time-phased action plan to do so. The *(Executive Board, officers, etc)* shall, after paying or making provision for the payment of all the liabilities of the organization, dispose of all the assets of the organization in such manner, or to such organization or organizations which shall qualify as an exempt organization or organizations under the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue law (hereinafter referred to as the "Code").

*(The group should consider inserting one of the following additional sentences:)* 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.

*(Note: The SJA advises that the IRS has been reluctant to extend tax-exempt status unless the dissolution clause clearly limits distribution of residual assets to another tax-exempt organization).*

## **ARTICLE IX 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 meeting. To be adopted, the amendment must obtain a majority vote of the members present and approval of the 50th Mission Support Group Commander through 50th Force Support Squadron Commander prior to adoption. ***(Mandatory)***

**ARTICLE X  
INSURANCE**

The *Private Organization Name* will maintain the type and amount of insurance determined to be necessary by the Installation Commander, Schriever AFB, Colorado.

**CERTIFICATION OF CONSTITUTION**

This constitution is submitted for approval by Schriever Air Force Base:

\_\_\_\_\_  
(President) (Date)

**RECOMMEND APPROVAL/DISAPPROVAL**

\_\_\_\_\_  
Resource Manager (Date)  
50th Force Support Squadron

**RECOMMEND APPROVAL/DISAPPROVAL**

\_\_\_\_\_  
Commander, 50th Force Support Squadron (Date)

**APPROVED/DISAPPROVED**

\_\_\_\_\_  
Commander, 50th Mission Support Group (Date)

## **BY-LAWS OF (*Private Organizations Name*)**

### **ARTICLE I DUTIES OF OFFICERS**

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

2. 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.

3. 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.

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.*)

a. 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 (*Private Organization Name*) records. The Secretary (*or*) Treasurer (*or both*) shall submit the Private Organization's Constitution and By-laws to 50 FSS/FSR for annual review, during the month of January or as changes occur.

b. The Secretary (*or*) Treasurer (*or both*) shall be responsible for sending all gifts and cards. The Secretary (*or*) Treasurer (*or both*) will be authorized to charge flowers and other suitable gifts to the account of the (*Private Organization Name*).

c. A checking account will be established for the (*Private Organization Name*). All checks drawn on the (*Private Organization Name*)'s account will be signed by a combination of any two of the presiding officers.

d. Except for petty cash expenditures up to \$\_\_\_\_\_, all funds will be dispersed by check.

e. Each section will be responsible for notifying the Secretary (*or*) Treasurer (*or both*) of any hospitalization, birth, or death that affects any member of their squadron or section.

f. 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*)

g. The Secretary (*or*) Treasurer (*or both*) is required to present a financial report and minutes of meetings of the (*Private Organization Name*) to 50 FSS/FSR at least annually as of 31 January, and to the Executive Board upon request.

## **ARTICLE II ELECTIONS AND VOTING**

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.
2. Nominations for the (*Private Organization Name*)’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 (3) 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.

## **ARTICLE III DUES OR 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 IV STANDING COMMITTEES**

1. There shall be no standing committees. (*or list names/ types of standing committees*).
2. All committees shall consist of a chairperson and not less than two (2) members.
3. There shall be special committees as determined by the Executive Board.

## **ARTICLE V FINANCES AND TAXES**

1. The Treasurer will maintain detailed records of all the (*Private Organization Name*)’s income and expenses. Per AFI 34-223, the Treasurer will prepare and send a financial statement to 50 FSS/FSR annually as of 31 January.

