**CONSTITUTION OF *(Private Organization)[[1]](#footnote-1)***

# ARTICLE I

**NAME AND AUTHORITY**

The name of this organization shall be *(Private Organization)*. This private organization will be operating on Schriever AFB, Colorado, pursuant to the provisions of AFI 34-223, *Private Organization (PO) Programs*. The *(Private Organization)* shall be self-sustaining and is not an instrumentality of the United States Government. It operates on a military base only with the written permission of the installation commander, or his or her designee ***(Mandatory).***

# ARTICLE II PURPOSE

The purpose of the *(Private Organization)* 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, because facts not included could later be considered not to be within the intent of the organization).*

# ARTICLE III

# MEMBERSHIP

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’s)* assets are insufficient to discharge liabilities. *(****Mandatory).***
2. Membership and related action based upon race, religion, color, sex, age, or national origin is prohibited. ***(Mandatory).***
3. Membership in the *(Private Organization)* is voluntary and open to all active duty, DoD personnel and their dependents*.*
4. The *(Private Organization)* will have only one type of membership: full membership with all privileges, obligations, and voting rights. Individuals may apply for membership by *(explain application process).*
5. Continuing membership is based upon *(annual, seasonal)* enrollment commencing on

*\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.*

*(Date)*

1. Membership in the *(Private Organization)* can be terminated by resignation or by notification of *(failure to pay dues, etc.).*
2. Membership can be reinstated by application, in writing, to the *(Private Organization)* for consideration.

# ARTICLE IV

**OFFICERS AND GOVERNING BODY**

1. The officers of the *(Private Organization)* shall consist of the President, Vice President, Secretary, and Treasurer *(other officers optional)*. The duties of the officers are outlined in Article I of this Private Organization’s Bylaws*.*
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 Bylaws.
3. A quorum for all official meetings is \_\_\_% at board meetings and \_\_\_% at general membership meetings. *(****Optional****: The presiding officer does not vote, except in the case of a tie.)*

# ARTICLE VI

**EXECUTIVE BOARD/COUNCIL/OFFICER ADDED REQUIREMENTS**

1. The President shall be responsible to ensure the club’s Constitution is reviewed annually (during the month of January) and is consistent with Air Force policies. The constitution and bylaws 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; however, the President and Treasurer cannot be the same person)* shall establish a system for the protection of club assets and ensure the club’s 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.
4. The Secretary will forward one copy of all official meeting 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)* or installation. *(Note: A request for an insurance waiver should be a separate document. The waiver must accompany the Constitution when it is sent to 50 MSG/CC for approval. If the insurance waiver is approved, it will be appended to the Constitution and returned to the PO. If the waiver is not approved, the Constitution will not be approved until proof of adequate insurance is provided.)*
6. The President will ensure that all members are aware that financial liability incurred by the *(Private Organization)* may ultimately result in individuals’ personal financial responsibility, if the fund fails to discharge its obligations, even though the fund may have been re-designated 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 ensure that the current membership will be the recipients of their labors.

1. A majority of club members will appoint an accountant to conduct an audit when annual gross revenues are $100,000.00, but less than $250,000.00. A Certified Public Accountant will be appointed, if annual gross revenues are, equal to or exceed, $250,000.00. The *(Private Organization)* will pay for this service to the CPA. *(****Mandatory***).
2. All funds will be deposited in the *(Title of Bank)* and a financial statement will be reported and recorded in the official meeting minutes on a timely basis.

4. All expenditures will be made by check, except for petty cash requirements. Checks not exceeding $\_\_\_\_.00 may be signed by the Treasurer. Checks exceeding $\_\_\_\_\_\_.00 must be countersigned by the President or Vice President (**Optional**).

5. The *(Private Organization)* shall be financed primarily through *(membership dues)*, fundraising events, donations, etc. All fundraisers will be approved by the Installation Commander, or delegated authority (*either 50 MSG/CC or 50 FSS/CC).*

1. The *(Private Organization)* will not engage in activities that compete with the activities of any Services NAFI or the Army and Air Force Exchange Services (AAFES) on an installation, except as provided for in AFI 34-223*. (****Mandatory****).*
2. The *(Private Organization)* will not engage in on-base resale activities (including bake sales, car washes, etc.), unless specific written authorization is obtained from the Commander, 50th Force Support Squadron (50 FSS/CC).
3. The *(Private Organization)* will comply with all local, state and federal laws. (***Mandatory***).

# ARTICLE VIII DISSOLUTION CLAUSE

DISSOLUTION: Upon dissolution, the *(Private Organization’s)* officers must notify the Commander, 50th Mission Support Group (50 MSG/CC) or the Commander, 50th Force Support Squadron (50 FSS/CC) of their intent to dissolve the *(Private Organization)* 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 Service (IRS) Code of 1986 (*See* 26 USC 512(a)(3(B)), or the corresponding provisions of any future IRS law (hereinafter referred to as the “Code”).

*(The PO 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 U.S. Air Force NAFI or to the U.S. Air Force, as determined by the *(board, officers, etc.)* IAW AFI 34-201 or AFI 51-601.

# 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 Commander, 50th Mission Support Group through the Commander, 50th Force Support Squadron, prior to adoption. *(****Mandatory****).*

# ARTICLE X INSURANCE

The (*Private Organization)* 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:

(NAME) (Date)

President

Recommend Approval/Disapproval.

JANET R. CRAMER, GS-11 (Date)

Resource Manager, 50th Force Support Squadron

Recommend Approval/Disapproval.

MERRELL D. MOBLEY, Lt Col, USAF

Commander, 50th Force Support Squadron (Date)

**Approved/Disapproved**.

BRIAN T. KEHL, Col, USAF

Commander, 50th Mission Support Group (Date)

**BYLAWS OF *(Private Organization)***

# ARTICLE I DUTIES OF OFFICERS

1. It shall be the duty of all officers to ensure the *(Private Organization)* and its members comply with AFI 34-223, and all other directives affecting the operation of the *(Private Organization)*. The Executive Board is composed of all the appointed and elected officers of the *(Private Organization)* and must be identical to Article IV of the Constitution.
2. **The President shall**: Preside over all meetings of the (*Private Organization*); enforce the Constitution, and all other rules, regulations and conventions of the (*Private Organization)*; represent the *(Private Organization*) at all functions requiring an organizational representative; appoint the members of each special committee established by the Board, and take responsibility for the disposition of any assets or discharge of any liabilities remaining in the event the (*Private Organization*) is dissolved, 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 or her absence, or in the event of resignation or removal from office.

4**. The Treasurer shall:**  Receive and disburse funds belonging to the *(Private* Organization); collect funds, as required; maintain the financial records of (*Private Organization*); present a financial summary at each membership meeting, or as requested by the Executive Board (*a quarterly financial statement shall be presented at each quarterly meeting*); maintain the checking account for the (*Private Organization*); authorize to charge flowers and other suitable gifts to the account of the *(Private Organization)*; except for petty cash expenditures up to $\_\_\_\_\_\_\_; required to prepare and use budgets as a financial management tool; present the budget to the officers and governing board for review; present a financial report and meeting minutes of the (Private Organization) to 50 FSS/FSR at least annually, and to the Executive Board, upon request, :disburse all funds by check; and act as the vice president in his or her absence.

5. **The Secretary shall:** Record the minutes of all membership and Executive Board meetings; maintain membership lists; prepare required correspondence; notify all members of general membership and special meetings, as required; maintain custody of all *(Private Organization)* records and make available to the membership copies of the Constitution and Bylaws and the minutes of all meetings; count the votes in each election and announce the results; distribute meeting minutes to all members and the 50 FSS Resource Management Office monitor; responsible for sending gifts and cards, and submit the Constitution and Bylaws to 50 FSS/FSR for annual review on the anniversary date of the Constitution and Bylaws, or as changes occur.

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# 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’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 Nominating 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 one-time, 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 Treasurer by \_\_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_. (Memberships dues are optional at the discretion of the PO.

[If no dues will be charged, include just the first two sentences above.]

# ARTICLE IV STANDING COMMITTEES

1. There shall be no standing committees. (Or, *list the names and types of standing comm**ittees)*.
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’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.
2. In addition 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 *(Private Organization)*’s financial records upon change of Treasurer.

# ARTICLE VI INSURANCE COVERAGE

1. The *(Private Organization)* agrees to hold harmless and indemnify the United States, Department of Defense and any of its agents or sub-units for claims arising from any of the *(Private Organization’s)* activities. (***Mandatory***).
2. The *(Private Organization)* conducts only low risk activities, (fundraisers, parties, etc.) and will request an insurance waiver from the Installation Commander, Schriever AFB, Colorado. Insurance will be purchased for any one-time, high-risk event or activity. ***(Mandatory).***

# ARTICLE VII AWARDS/GIFTS

1. The *(Private Organization)* will send a card or suitable gift to any member or member’s dependent of family member who is in the hospital.
2. In the event of death of a member, member’s spouse or children, the *(Private Organization)* will provide flowers for the funeral.
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.

1. The *(Private Organization)* will comply with Air Force regulations governing giving and receiving gifts. ***(Mandatory).***

# CERTIFICATION OF BYLAWS

I certify these Bylaws were approved by a majority vote of the membership, at our General Membership Meeting, held on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ 2017.

*(Date).*

(NAME)

(President) (Date)

1. *(NOTE: All text in italics serves as a replacement for a name or an explanation of a requirement. The italicized text is not to be included in the original constitution or bylaws created for the new PO. Delete footnote from the original document one final is prepared)* [↑](#footnote-ref-1)