

SAMPLE - LOCAL CONSTITUTION & BYLAWS

CONSTITUTION - Sample

ARTICLE I NAME, LOCATION AND AUTHORITY

SECTION 1: The (**PO name**) shall operate under the jurisdiction of the Garrison Commander, U.S. Army Garrison Wiesbaden, Unit 29623, APO, AE 09005, hereinafter referred to as the approval authority.

ARTICLE II MANDATORY STATEMENTS

SECTION 1: (**PO Name**) is established in accordance with Army Regulation (AR) 210-22 and Army in Europe Regulation (AEA Reg) 210-22, Private Organization and Fundraising Policy, as mandated by IMCOM-Europe. The (**PO Name**) is not an instrumentality of the United States, will be self-sustaining, and may not receive financial assistance from the U.S. Army, appropriated (APF) or non-appropriated funds (NAF).

SECTION 2: (**PO Name**) operates and exists on a military installation only with the consent of the approval authority. This consent is contingent upon the organization's compliance with the requirements and conditions of AR 210-22 and AEA Reg 210-22. Failure to comply with cited policies will result in dissolution of the Private Organization (PO). The Approval Authority can revoke the PO's operating authority at any time.

SECTION 3: In no event will the Department of the Army, IMCOM-Europe, or any NAFI assume any liability for the organization's actions and/or debts.

SECTION 4: In accordance with host nation laws, all members may be personally liable to creditors if the assets of the PO are insufficient to discharge liabilities.

SECTION 5: The organization will not discriminate in membership on the basis of race, color, creed, religion, national origin, sex, or mental or physical handicap, and will not seek to deprive individuals of their civil rights.

SECTION 6: The organization will neither propagate extremist activities nor advocate violence against others or the violent overthrow of the U.S. government.

SECTION 7: The organization agrees to reimburse the Army for utility expenses and other expenses if incurred, unless use is incidental (would cost more to bill and collect than it costs to provide the utility).

SECTION 8: The organization will not engage in any form of partisan political activity as defined by DoDD 1344.10.

ARTICLE III

PURPOSE

SECTION 1: ***Identify clearly the purpose of the organization.***

SECTION 2: This organization will not engage in activities that compete with those of any appropriated or non-appropriated fund activities.

ARTICLE IV ACTIVITIES AND FUNDRAISING EVENTS

SECTION 1: ***List samples of activities supported or sponsored by this organization.***

SECTION 2: ***List samples of fundraisers that the organization will conduct.***

SECTION 3: The PO is aware of the U.S. Army Garrison Wiesbaden Command Policy Letter #13, and AEA Reg 210-22, and will conduct all fundraisers accordingly.

SECTION 4: ***Identify if the PO's activities are directed towards supporting quality of life or raising funds for charitable purposes.***

SECTION 5: ***Identify if the PO's activities are primarily conducted off post or on post.***

ARTICLE V MEMBERSHIP

SECTION 1: To qualify for approval as a PO in the European theater, more than 50% of the PO members must have SOFA status. Individuals with SOFA status include U.S. and Sending States' military and civilian personnel, their accompanying dependent Family members, and employees with status under Article 71, 72, or 73 of the of the Supplementary Agreement to the NATO Status of Forces Agreement (SOFA).

SECTION 2: ***Identify specific types of membership, qualifications for each type, application method, procedures for withdrawal of membership, and rules pertaining to guests.***

ARTICLE VI COMPOSITION OF THE GOVERNING BODY

SECTION 1: ***List the individuals forming the governing body and their titles. Define which officers can act for the president.***

ARTICLE VII ELECTION OF OFFICERS

SECTION 1: ***Specify frequency of elections and month(s) held.***

SECTION 2: ***Specify number of members that constitute a quorum for a valid election.***

SECTION 3: ***Specify procedures for absentee or proxy voting, if any.***

SECTION 4: ***Specify procedures for replacing officers who make permanent change of station (PCS) moves or who resign.***

SECTION 5: ***Describe procedures for appointment of advisors and honorary officers, if any.***

ARTICLE VIII
DISSOLUTION

SECTION 1: If the organization is dissolved, all funds in the treasury at the time will be used to meet any outstanding debts, liabilities, or obligations. Upon dissolution of the organization, all material and real assets remaining after payment of all liabilities will be donated.

SECTION 2: ***Indicate the name of the organization to which the dissolved organization's assets will be donated.***

SECTION 3: The Garrison PO Coordinator will be notified of the dissolution. Notice will include:

- a. A statement of dissolution dated and signed by the PO president, indicating the organization to which the dissolved organization's residual assets were transferred.
- b. A copy of the bank statement showing a zero balance.

ARTICLE IX
AMENDMENTS

SECTION 1: ***Specify the organization's procedures to amend the Constitution and Bylaws.***

SECTION 2: Amendments to the Constitution and Bylaws made throughout the year will be forwarded to the PO Coordinator. The letter reporting amendments will be signed by the president and will indicate approval by the governing board or by vote of the general membership. New amendments will not conflict with AR 210-22 or AEA Reg 210-22.

ARTICLE X
RATIFICATION

This Constitution has been approved by a majority vote on (***date***).

President's Name and Signature

Secretary's Name and Signature

ARTICLE I
DUTIES OF OFFICERS

SECTION 1: ***Specify the duties of each officer. If the organization maintains an account with a military banking facility, include the following statement: "the treasurer must have SOFA status."***

SECTION 2: Officers at the end of their term of office will ensure that all organization records are complete, including: checkbook, financial statements (bank statements), meeting minutes, PO Handbook, etc. These items will be handed off to the new board of governors/officers.

ARTICLE II
ELECTIONS

SECTION 1: ***Specify when, where, and how elections are held and announced.***

SECTION 2: ***State the length of terms of office and procedures for replacing an incumbent if an office becomes vacant.***

ARTICLE III
MEETINGS AND MEMBERSHIP NUMBERS

SECTION 1: ***Specify frequency, the possible location of the meetings, and the method of notification to the members.***

SECTION 2: Upon change of officers, an updated list that includes name, complete CMR address, private telephone numbers, and private, non-DoD e-mail addresses of all officers will be forwarded to the PO Coordinator.

SECTION 3: A copy of all meeting minutes for the previous year will be forwarded to the PO Coordinator annually.

ARTICLE IV
SPECIAL COMMITTEES

SECTION 1: ***Specify provisions of appointment, tenure, dissolution, and scope of responsibilities for any special committee.***

ARTICLE V
EXPENDITURES

SECTION 1: Expenditures will be limited to those required to support the activities listed in the Constitution.

SECTION 2: ***Clearly describe the type of expenditures and any limits to amounts authorized. Additionally, state whether petty cash can be used and the method for using it. State who is authorized this use.***

ARTICLE VI
INCOME

SECTION 1: ***Indicate the amount of dues, assessments, or other charges established. Describe the source of income (i.e. fundraising activities, etc.). IAW AR 210-22, paragraph 5-2, POs are self-sustaining, primarily through dues, contributions, service charges, fees or special assessment of members.***

SECTION 2: ***If annual dues are payable, define the policy on refunds in the event members leave the area for military reasons.***

ARTICLE VII
FINANCIAL CONTROL

SECTION 1: Accounting records will be maintained that reflect the assets, liabilities, net worth and financial transactions of the organization. A Financial Standard Operating Procedure (SOP) describing the accounting system will be prepared and maintained in a permanent file for reference and inspection purposes.

SECTION 2: Bank statements from the previous year will be forwarded to the PO Coordinator annually, based on the timeline provided in the PO Handbook, Annual Reporting Requirements.

ARTICLE VIII
BONDING

SECTION 1: In accordance with AEA Reg 210-22, Section II, 4(c) (3), the PO will purchase fidelity bonding from a commercial firm for members or employees handling monthly cash flow exceeding \$500. The amount of fidelity bonding will be equal to the normal maximum amount of cash handled, and will be sufficient to provide full protection of assets.

SECTION 2: Copies of the current fidelity insurance will be submitted to the approval authority.

ARTICLE IX
LIABILITY INSURANCE

SECTION 1: In accordance with AR 210-22, paragraph 3-2, the PO will obtain adequate insurance protection against public liability claims, property damage claims, or other legal actions arising from PO activities, one or more of the PO's members acting on its behalf, or the operation of any equipment, apparatus, or device under the control and responsibility of the PO.

SECTION 2: IAW AR 210-22, Sec II, Para c (4), proof of the current liability insurance will be submitted to the approval authority. Insurance will be obtained from commercial firms at the organization's expense. ***Note: organizations that are part of a national or worldwide organization should check with their appropriate headquarters, if the headquarters' insurance covers the local chapter.***

ARTICLE X

AUDIT

SECTION 1: Auditors contracted by POs must comply with audit procedures and requirements in accordance with AEA Reg 210-22.

SECTION 2: ***State whether: 1) the PO uses a single-entry or double-entry accounting system and 2) if the PO engages in resale or fundraising.***

SECTION 3: As required under AR 210-22, para 5-3, the organization will be audited at least once every 2 years or upon change of treasurer, regardless of the time elapsed since the last audit, at its own expense, by a qualified auditor, or a PO member or a committee of three PO members who hold no office within the organization. The audit will, at a minimum, include:

- a. A thorough check to ensure that all transactions are recorded and properly documented. This establishes an audit trail.
- b. Inventory of organization owned property.
- c. Verification that financial statements (bank statements) are accurate and are issued as required for review.
- d. A cash count of all cash on hand, reconciliation of bank statements, check of accounts receivable, and reconciliation of accounts payable and other liabilities.
- e. A review of the PO's Financial SOP.

SECTION 4: The auditor or committee will furnish the organization's president and the approval authority with a written report on the audit results. Copies of the audit reports will be submitted to the approval authority at the time of renewal.

SECTION 5: A corrective action reply, if needed, will be forwarded to the approval authority within 30 days after receipt of the audit by the organization's president.

SECTION 6: The organization will retain audit reports and financial records for at least four years.

SECTION 7: The organization will, when required, submit tax returns and other documentation to the host nation tax agency in accordance with AR 210-22, paragraph 5-4d.

ARTICLE XI RESALE AND FUNDRAISING ACTIVITIES

SECTION 1: The organization will not engage in any fundraising or donation drive type activities without prior written approval from the approval authority or their designee. The written approval from the approval authority will be posted at the fundraising site during any activity.

SECTION 2: A letter requesting permission to conduct a fundraising or donation drive type event should be forwarded through the Private Organization Coordinator to the approval authority at least 30 days prior to the event. If fundraising or donation drive type events take place within the immediate vicinity of a DFMWR facility, Exchange, and DeCA facility or on the grounds of the facility, the PO will obtain written permission of the according facility manager. If pre-event ticket sales or advertising is required, the fundraiser request must be submitted at least 30 days prior to the date that the ticket sales or advertising is scheduled to begin.

SECTION 3: The AR 210-22, paragraph 3-1d, states, Private Organizations will not engage in the distribution or sale of alcoholic beverages at any time.

SECTION 4: Participation in fundraising or donation drive type activities will be limited to members of the US Forces, their family members, and members of the civilian component of the US Forces and their family members who are authorized logistical support pursuant to IMCOM-Europe Regulation 600-700.

SECTION 5: The organization will specify risk management procedures when planning and carrying out activities for their organization to ensure the safety of all participants.

SECTION 6: The organization will make a statement as to how duty time will be accounted for on those days that are not official or training holidays or weekends.

ARTICLE XII EMPLOYEES

SECTION 1: ***Include this article only if the organization employs individuals for the operation and administration of the organization. Specify their positions and their duties.***

SECTION 2: ***Specify policy and procedures applicable to employees must be explained (i.e., positions, hiring and termination, pay rates, cash awards, etc.).***

SECTION 3: ***A disclaimer that the organization is not a U.S. employer within the meaning of the United States Employment Tax Laws.***

ARTICLE XIII AFFILIATED CHAPTERS

SECTION 1: ***State whether the organization is affiliated with a national, regional or State organization.***

SECTION 2: ***If the organization is affiliated with a national, regional or State organization, a copy of the national Constitution, Bylaws, charter, or articles of agreement shall be attached to the request for approval to operate.***

ARTICLE XIV
RESCISSION

SECTION 1: The Constitution and Bylaws shall be effective immediately after approval by the organization and upon subsequent written approval by the approval authority.

SECTION 2: Upon approval of the Constitution and the Bylaws, all previously published Constitutions and Bylaws will be rescinded.

ARTICLE XV
RESTRICTIONS

SECTION 1: There is no official relationship between the organization's activities, official duties, and responsibilities of DoD personnel who are organization members or participants.

SECTION 2: The organization's constitution and bylaws must authorize all functions and expenditures. DoD personnel acting in an official capacity will not influence these choices.

SECTION 3: This organization was not created, operated, or administered by DoD personnel acting in an official capacity or on behalf of an official purpose to evade restrictions on expenditures of appropriated and/or non-appropriated funds.

SECTION 4: Except as authorized, this organization will not use for any improper purpose or in a manner that implies endorsement by any federal entity, or include in its title, logo, letterhead, name, seal, or acronym "DoD" or the name, abbreviation or seal of any military department, service or other federal entity. No member of or participant in the organization's activities will use their military or DoD title, logo, letterhead, name, seal or acronym in any manner in connection with the PO's activities.

SECTION 5: ***Additional regulations referred to in the organization's Constitution or Bylaws must be attached to the request for approval to operate or the request for bi-annual renewal with the relevant portions highlighted. List any such regulations here.***

ARTICLE XVI
RATIFICATION

The Bylaws have been approved by a majority vote on (date).

President's Name and Signature

Secretary's Name and Signature