

## Fort Shafter Hui

### CONSTITUTION

Approved by the General Membership xx May 2022

#### ARTICLE I – NAME and PURPOSE

##### **Section 1: NAME**

Traditionally referred to as the “Hui O’ Wahine” until 2017; the name of this organization is “Fort Shafter Area Officer, Enlisted, and Civilian Spouses’ Club”; hereafter, referred to as the “Fort Shafter Hui” or “Hui”.

##### **Section 2: PURPOSE**

The purpose of the Hui is to enhance the quality of life in the community by continuing the traditions of providing a support system for the Hui Members. We support and fund worthwhile community projects and scholarships with welfare funds raised from the Fort Shafter Thrift Shop (FSTS) as well as annual fundraising activities or similar. We seek to create a sense of unity, develop leadership skills, promote goodwill, and provide cultural, social, and creative pursuits through monthly functions.

#### ARTICLE II - GENERAL PROVISION

**Section 1:** The Hui operates as a self-sustaining, non-profit Private Organization (PO) and exists on Fort Shafter (FS) with the written consent of the Commander, United States (U.S.) Army Garrison-Hawaii (USAG). The consent is contingent upon compliance with Army Regulation (AR) 210-22. Permission to operate as a PO on Fort Shafter may be revoked at any time by the Commander, U.S. Army Garrison-Hawaii. The operation of the Hui will comply with all applicable Department of Defense (DoD), Army Regulations and the Joint Ethics Regulation Standards of Conduct (DoD 5500.7R), and Private Organization (PO) Liability on DoD Installations (DoD I 1000.15). In accordance with Army Regulations, the Hui will comply with annual reporting requirements by submitting all required documents such as: (a) monthly financial statements; (b) annual audit reports; (c) proof of insurance; (d) current name, addresses, e-mail addresses, and telephone numbers of Board Members; (e) any major changes in PO functions, membership requirements, Board Members, objectives, organization, Constitution, Bylaws, use of funds, and management functions to Director of Family, Morale, Welfare and Recreation (FMWR).

**Section 2:** The Hui shall in no way be affiliated with the Department of the Army nor shall its functions be conducted in the name of an installation or organization of the Army.

**Section 3:** The Hui shall neither propagate extremist views nor advocate violence against others or the violent overthrow of the government. The function of the Hui shall not seek to deprive individuals of their civil rights. The Hui shall not engage in any acts of public persuasion on FS or use FS as a public forum to host free discussions on matters of public policy or public concern.

**Section 4:** The Hui shall comply with Federal, State and/or local laws concerning licensing, certification, and registration regarding its functions. The FSTS shall be responsible for ensuring applicable fire and safety regulations, environmental laws, local, State, and Federal tax codes, applicable laws on labor standards, and any other applicable statutes and regulations are complied with in the operation of the Hui.

**Section 5:** The Hui shall maintain a general liability insurance policy to cover its members.

**Section 6:** The function of the Hui shall not discriminate or discredit the military services or any other agencies of the United States Government.

**Section 7:** Neither an appropriated fund activity nor, a non-appropriated fund instrumentality shall assert any claim to the assets of the Hui, nor incur or assume any obligation of any PO, except as may arise out of contractual relationships.

**Section 8:** The Hui shall not engage in functions that conflict with AR 215-1, FMWR Activities and Non appropriated Fund Instrumentalities.

**Section 9:** The Hui is not established to provide morale, welfare, and recreation services essential to the operation of the U. S. Army.

**Section 10:** Individuals, upon joining the Hui or renewing membership, are encouraged to read the Constitution and Bylaws, available on the Hui website. All Board Members are required to read and maintain a copy of the aforementioned documents.

**Section 11:**

Good Standing Membership status is defined as:

- A. Dues paid in full.
- B. Payment of costs associated with the attendance at monthly General Membership functions. RSVP debt shall not exceed sixty (60) days.
- C. Return of all borrowed or rented Hui property in the same condition as obtained.
- D. Be of honorable character and reputation.
- E. Refrain from conduct injurious to the Hui or its purposes.
- F. Shall do no harm to the Hui nor act in a conduct tending to injure the good name of the Hui.
- G. Maintain a level of confidence.
- H. Maintain integrity.
- I. Demonstrate a positive attitude.
- J. Ability to get along with others.
- K. Adhere to the Hui Constitution and Bylaws.

*(Constitution Article IV, Section C)*

**ARTICLE III – FUNCTIONS**

**Section 1:** Hui Members participate in fundraising functions for the purpose of making charitable donations and to cover administrative costs. Members in Good Standing participate in social activities and functions to support the purpose and objectives of the Hui.

- A. Members in Good Standing are eligible to participate in functions sponsored by the Hui, to vote, and to receive our electronically distributed newsletter.
- B. Members not in Good Standing lose the above privileges until Good Standing status is resumed, if possible.

**ARTICLE IV – MEMBERSHIP**

## **Section 1: MEMBERSHIP**

Membership in the Hui is voluntary.

### **A. MEMBERSHIP TYPES:**

#### **1) ACTIVE MEMBERSHIP**

Active Membership shall be open to all Service Members and their spouses of the U. S. Armed Forces (Officer and Enlisted), DoD Civilians and their spouses, Retirees and their spouses residing on Oahu. They shall be eligible for Active Membership and shall become members upon payment of dues. Active Members shall have the right to vote, hold Elected Board positions, receive appointments to chair a committee, participate in all Hui sponsored functions, and be eligible for employment at the FSTS.

- a) The following shall also be eligible for Active Membership upon payment of dues:
  - i. Dependents of Active Hui Members, over the age of 18 years, with a valid military I.D. card, residing with military personnel on Oahu.
  - ii. Dependents of retired or deceased military personnel, over the age of 18 years, with a valid military I.D. card, and residing on Oahu.
  - iii. Red Cross Officials and their spouses residing on Oahu.
  - iv. Service Members and spouses of National Guard and Reserves not on Active-Duty status.
  - v. Resident spouses on Oahu, of military personnel on Active Duty stationed outside of Oahu.

#### **2) ASSOCIATE MEMBERSHIP**

Associate Membership shall be open to all spouses of foreign military personnel on Active Duty and stationed on Oahu upon payment of dues. Associate Members shall have the same rights and privileges as an Active Member except:

- a) Associate Members CANNOT HOLD ELECTED Board positions except:
  - i. If an Associate Member is deemed most qualified to be the Treasurer, they may be **elected** to the Executive Board in the position of Treasurer and retain all voting rights for the position.
  - ii. If an Associate Member is deemed most qualified to **fill a vacancy** on the Executive Board, they may be **appointed by the President** with the approval of the Governing Board to hold the vacant position on the Executive Board and retain all voting rights for the position.
- iii. If the status of an Active Member holding an elected position changes to an Associate Member status, they will be permitted to complete the term of their position.

#### **3) HONORARY MEMBERSHIP**

Honorary Members of the Hui do not pay dues unless seeking to vote at the General Membership functions. The Hui Executive Board Honoraries (Honorary Executive, Honorary President, and Honorary Advisor) and the Hui President shall designate Honorary Membership to valued southern Oahu community individuals each board year. They may serve on committees and participate in all Hui sponsored functions. Page 3 of 19

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#### **4) LIFETIME HONORARY MEMBERSHIP**

All courtesies of Honorary Membership apply. The Executive Board nominates candidates for **LIFETIME** Honorary Membership and is approved by the Governing Board. Lifetime Honorary Members are selected for their lasting impact and influence on the Hui and the Fort Shafter

community-at-large. Lifetime Honorary Membership may be granted to Gold Star family members who are interested in becoming members.

#### 5) **OTHER MEMBERSHIP**

Membership and participation in the Hui may be extended to individuals not covered in the above categories. Acceptance is at the discretion of the President with the concurrence of the Executive Board Honoraries. Other members could be, but are not limited to, DoD contractors and community members at-large, and shall have the privileges of attending General Membership functions and other sponsored functions upon payment of dues, but do NOT have the right to hold an ELECTED BOARD POSITION, vote, or to chair a committee.

#### **B. MEMBERSHIP DURATION**

Membership year begins 1 June and concludes 31 May of the following year. C.

#### **MEMBERSHIP GOOD STANDING:**

Good Standing Membership status is defined as:

- i. Dues paid in full.
- ii. Payment of costs associated with the attendance at monthly General Membership functions. RSVP debt shall not exceed sixty (60) days.
- iii. Return of all borrowed or rented Hui property in the same condition as obtained.
- iv. Be of honorable character and reputation.
- v. Refrain from conduct injurious to the Hui or its purposes.
- vi. Shall do no harm to the Hui nor act in a conduct tending to injure the good name of the Hui.
- vii. Maintain a level of confidence.
- viii. Maintain integrity.
- ix. Demonstrate a positive attitude.
- x. Ability to get along with others.
- xi. Adhere to the Hui Constitution and Bylaws.

*(Constitution Article II, Section 11)*

#### **D. MEMBERSHIP RESPONSIBILITY**

As a condition of membership, members understand it is THEIR RESPONSIBILITY to read the Hui Constitution and Bylaws. The member's on-line submission or signature on the membership application constitutes agreement and understanding of this responsibility.

#### **E. MEMBERSHIP LIABILITY**

Members shall understand fully they are personally liable for all debts of the Hui in the event of bankruptcy, insolvency, and dissolution. The member's on-line submission or signature on the membership application constitutes agreement and understanding of this responsibility. F.

#### **MEMBERSHIP TERMINATION**

Hui Membership may be terminated if the member fails to adhere to any one of the Good Standing standards *(Constitution Article II, Section 11)*.

## **Section 2: RESERVATIONS and GUESTS**

- A. All reservations (RSVPs) shall be made by the published deadline. A wait list may be established by the Reservation or Sub-Clubs Chairperson(s).
- B. RSVPs are not guaranteed until payment is received unless preapproved by the Reservation or Sub-Clubs Chairperson(s).
- C. If RSVP money is owed, the debt shall not exceed sixty (60) days.
- D. If the function/special activity is canceled, reimbursements shall be made NLT ten (10) days from the cancellation notification.
- E. Guests of members are welcome at the discretion of the Reservation or Sub-Clubs Chairpersons. The member shall be responsible for their guests' fees.
- F. Persons eligible for membership in the Hui may attend the annual Membership/Super Sign-Up function and one (1) Hui function annually as a non-member (*Bylaws Article IX, Section 1*).

## **ARTICLE V – EXECUTIVE BOARD, GOVERNING BOARD, and EXECUTIVE BOARD HONORARIES**

The term of office shall be one year beginning 1 June and ending 31 May of the following year. No elected or appointed Board Member may hold the position for more than two (2) consecutive years or hold **ANY** board position for more than four (4) consecutive years unless **a suitable candidate cannot be found**. They must be a member of Good Standing. Board Members may not be vendors at Hui functions.

### **Section 1: EXECUTIVE BOARD**

The Executive Board shall consist of the elected President, First Vice-President (1VP), Second Vice President (2VP), Secretary, Treasurer, FSTS Liaison/Advisor, and appointed Parliamentarian. The Executive Board Honoraries are slated by their US Army Pacific (USARPAC) standing.

- A. Only Active Hui Members are eligible to be elected/appointed for a position on the Executive Board. An exception may be made concerning the Treasurer position and finding replacements to fill vacancies (*Constitution Article IV, Section A2*).
- B. Has voting privileges, except the Executive Board Honoraries and the Parliamentarian who serve in non-voting positions. The President only votes in case of a tie.
- C. Shall not serve simultaneously on other military spousal clubs or community boards. D. Are required to attend all scheduled meetings and functions, including, but not limited to, Executive Board Meetings, Governing Board Meetings, General Membership functions, and all other functions as designated by position.
- E. May be asked to step down from their position at the discretion of the Hui President and Executive Board Honoraries if unable to fulfill their duties (*Constitution Article VII, Section 3*).
- F. If an instance arises where there is a conflict of interest, those board members will reclude themselves or will be asked to step away for any discussion and/or vote necessary to complete the task(s) at hand. Honorary Executive and Honorary Advisors may fulfill those roles if deemed necessary.

### **Section 2: GOVERNING BOARD**

The Governing Board is charged with ensuring the Hui is properly administered, its funds safeguarded, all due income is received, properly recorded, and prescribed, and approve expenditures and creditor relationships.

- A. The Governing Board shall consist of the Executive Board Members and the Standing Committee Chairpersons.
- B. The President appoints the Standing Committee Chairpersons. The President can appoint co-chairs as needed with Executive Board approval (*Bylaws Article IV, Section 1*). If co-chairs are appointed, there shall be only ONE (1) vote allowed for that Standing Committee within the Governing Board.
- C. Standing Committee Chairpersons shall include, but are not limited to:
- 1) Historian
  - 2) Hospitality
  - 3) Membership
  - 4) Publicity
  - 5) Retired Spouse
  - 6) Reservation
  - 7) Scholarship
  - 8) Sub-Clubs
  - 9) Volunteer Coordinator
  - 10) Ways and Means
  - 11) Welfare
- D. It is the President's prerogative to increase or decrease the number of Standing Committees based on task requirements and/or availability of volunteers. Hence, the President can merge, dissolve, or create committees as needed and in the best interest of the Hui with the approval of the Executive Board.

### **Section 3: EXECUTIVE BOARD HONORARIES**

The Executive Board Honoraries shall consist of the Honorary Executive, Honorary President, and Honorary Advisor.

#### **A. ELIGIBILITY**

##### **1) HONORARY EXECUTIVE**

- a) Designated to the spouse of the USARPAC Commander.
- b) In the event the spouse of the USARPAC Commander is unavailable or declines this designated role, they may appoint another USARPAC Senior Level spouse to represent them.

##### **2) HONORARY PRESIDENT**

- a) Designated to the spouse of an Active-Duty General Officer assigned to southern Oahu.
- b) In the event a spouse of an Active-Duty General Officer is not available or declines this designated role to serve as Honorary President, the spouse of an Active Duty Colonel/O-6 assigned to southern Oahu may be invited to serve as the Honorary President.

##### **3) HONORARY ADVISOR**

- a) Designated to the spouse of the USARPAC Command Sergeant Major (CSM).
- b) In the event the spouse of the USARPAC CSM is unavailable or declines this designated role, they may appoint another USARPAC CSM spouse to represent them.

#### **B. GUIDANCE**

candidates to hold the vacant position of the Honorary President.

#### **Section 4: SPECIAL COMMITTEES**

The Special Committees (Budget, Constitution and Bylaws Review, Nominating, Scholarship, Welfare, and FSTS Advisory Board) shall be governed by the most current Hui Bylaws. Chairpersons shall perform duties outlined in their job descriptions in the Bylaws. A signed acknowledgement of each Chairperson's job description shall be submitted to the President within thirty (30) days of being appointed (*Bylaws Article VII*).

### **ARTICLE VI - ELECTIONS and VOTING**

#### **Section 1: ELECTIONS**

The Hui Executive Board Members shall be elected annually, by majority of Active Members by the April General Membership function. The elected Board Members are installed by the May General Membership function. The newly elected Board Members serve 1 June to 31 May of the following year. The following procedures shall be used in the selection of the Hui elected Executive Board Members:

- A. The Parliamentarian shall serve as the Nominating Committee (NC) Chairperson (*Bylaws Article IV, Section 6*).
- B. The NC shall consist of, but is not limited to, Executive Board Honoraries, one (1) Governing Board Member, and one (1) Executive Board Member.
- C. Members of the NC are not to be considered for the slate. If the Parliamentarian wishes to be considered for the slate, the Hui President shall appoint another Governing Board Member to be the NC Chairperson.
- D. The NC shall meet no later than (NLT) February of each year.
- E. Announcements of the upcoming elections shall be made by the Parliamentarian at the January General Membership function, be posted on the Hui website with nomination forms, and announced in the newsletter in February of each year.
- F. Nominations shall be accepted upon publication and/or dissemination of nomination forms. Nominees must be current Hui Members in Good Standing.
- G. The NC shall determine the slate. The committee shall review the nomination forms and information submitted, and may also interview nominees to ensure their knowledge, qualifications, and experience match those required of the positions. The committee may select a single slate of nominees but shall not exceed three (3) candidates for each position.
- H. The NC shall present the slate of candidates to the General Membership via email and by posting it on the Hui website and in the newsletter. This information shall be made public NLT two weeks before the April General Membership function.
- I. Elections shall be conducted by the April General Membership function.
- J. If no candidates have been nominated to meet the aforementioned timeline, guidance on how to proceed may be sought from the Executive Board Honoraries.

#### **Section 2: VOTING**

All eligible members in Good Standing shall be given the opportunity to cast one (1) vote. Voting shall be conducted by the Parliamentarian following Robert's Rules of Order, Newly Revised (*Bylaws Article VI*).

- A. Members do not have to pay for or participate in the scheduled General Membership function when casting their vote.
- B. The Parliamentarian may establish an absentee ballot procedure (mail, email, teleconferencing, etc.).
- C. All absentee ballots shall be received within forty-eight (48) hours of the motion being presented by the Parliamentarian.
- D. A single slate of nominees may be elected by a voice vote. A secret ballot shall be used when multiple nominees are slated for the same position.
- E. The current President's vote shall be placed in a sealed envelope and counted only in the event of a tie.

**Section 3: VACANCIES**

If a vacancy of an elected Board Member occurs, the following shall take place:

- A. The elected Board Member shall present in writing his/her resignation to the Executive Board.
- B. If the position of President is vacated, the 1VP becomes President. This person shall complete the remainder of the term and assume all duties as described in the Hui Constitution and Bylaws. The new President and the Executive Board Honoraries shall appoint, with the approval of the Executive Board, a new 1VP.
- C. If the 1VP cannot assume the duties of President, the 2VP shall be asked to assume the duties of President. If the 2VP cannot assume the duties of President, the Executive Board Honoraries shall appoint a President with the approval of the Executive Board.
- D. In all other vacancies of elected Board positions, the President appoints qualified successors to fill unexpired terms of office, subject to the Executive Board's approval (*Bylaws Article IV, Section 1*).

**ARTICLE VII - REMOVAL of a BOARD MEMBER**

**Section 1:** Members of the Governing Board may be removed from their elected or appointed positions for failure to adhere to Good Standing standards (*Constitution Article II, Section 11*). Any Hui Member may propose such a removal to the Executive Board with justifiable and documented information.

**Section 2:** The Executive Board shall meet with both the member proposing the removal and the Board Member affected by this proposal. After conducting an informal inquiry, the Executive Board shall convene to determine whether there is justification for proceeding with a more extensive investigation. Upon a majority vote of the Executive Board to proceed, the Board shall:

- A. Conduct a detailed investigation into the reasons for the proposal for removal and conclude the investigation within thirty (30) days.
- B. Suspend the Board Member who has been proposed for removal.
- C. Request all Hui property in the possession of the Board Member, including, but not limited to, After Action Reports and Continuity Binder, be returned to a member of the Executive Board within twenty-four (24) hours of the request and held until the investigation is concluded.
- D. Review all evidence and determine if grounds for removal are justified.
  - i. If allegations are unjustified, the Board Member shall be reinstated, and all Hui property returned.
  - ii. If allegations are justified, the Board Member shall be removed from their position.
- E. The President shall notify all community organizations in which the Board Member is involved, by virtue of their position on the Hui Board, of their removal as a Hui Board Member.

**Section 3:** Should the Executive Board find sufficient justification to support the proposal for removal, they shall present a written proposal to the Governing Board to vote on the findings of the investigation. The Governing Board shall then present the Board Member with the written proposal for removal. **Section 4:** The Board Member shall be given a reasonable time, not to exceed seven (7) days, to either resign voluntarily or prepare a written rebuttal to the proposal for removal. The Board Member may then present a written rebuttal to the Governing Board prior to any action taken. The Governing Board shall vote on the proposal for removal. After the Governing Board votes, the Board Member shall receive a written notification of the Governing Board's decision within seven (7) days.

**Section 5:** In the event the Board Member fails to submit a written rebuttal to the Governing Board within the allotted time, they will have forfeited all rights to speak on this proposal. Failure to comply with the removal procedures shall result in automatic revocation of Hui membership.

## **ARTICLE VIII - MEETINGS, FUNCTIONS, and QUORUMS**

### **Section 1: GENERAL MEMBERSHIP**

General Membership meetings and functions shall be held according to an announced schedule, posted on the website, and/or sent via email.

- A. Business may be conducted at these meetings and functions. Other business meetings may be called at the discretion of the President. Hui business matters which require action by the General Membership may be conducted at any of these meetings and functions with advance notice by email, on the website, or in the newsletter.
- B. Any member may request a special meeting by submitting such proposal in writing to the President. The written proposal shall be signed by one-fifth (1/5) of the General Membership (*Bylaws Article IX, Section 5*).
- C. A quorum for conducting General Membership business shall be defined as those voting members present (*Bylaws Article IX, Section 2*).
- D. All Motions shall be carried by a majority vote.
- E. Any member may request to see Minutes and Treasurer's reports available from the Secretary.

### **Section 2: GOVERNING BOARD**

The Governing Board shall meet every month or at the discretion of the President. A.

The Governing Board shall ratify all decisions of the Executive Board except:

- 1) Elected Board Vacancies (*Constitution Article VI, Section 3 D*).
  - 2) Welfare and Scholarship Awardees (*Bylaws Article VIII, Section 4 & 5*).
  - 3) Standing Committee Chairpersons (*Constitution Article V, Section 2D*).
- B. The President shall have authority to conduct a Governing Board vote by electronic means in the event an immediate decision is needed or in the event a quorum could not be reached at a scheduled meeting due to lack of attendance.
- C. A quorum for conducting business of the Governing Board shall be defined as two-thirds (2/3) of the voting members. All Motions shall be carried by a majority vote.

### **Section 3: GOVERNANCE**

All meetings shall be conducted according to the current Robert's Rules of Order, Newly Revised.

## **ARTICLE IX - FINANCES**

### **Section 1: RESPONSIBILITES**

The Governing Board must expressly approve all expenditures for the operation of the Hui and shall ensure all disbursements are with the purpose for which the Hui was established, in accordance with sound business practices and within the budget.

- A. Any monetary request exceeding one thousand- five hundred dollars (\$1500.00) not included in the budget must be approved by a majority vote of the General Membership present at a duly constituted function.

### **Section 2: FUNDING SOURCES**

Revenue necessary to pursue the purpose of the Hui, must come from dues paid by Active and Associate Members and from other revenue producing functions by the Hui. All outside donations are to be deposited into the Hui Welfare Account and disbursed as a Welfare Grant unless otherwise specified by the donor (Bylaws Article X, Section 3).

### **Section 3: DUES**

- A. All Active and Associate Members shall pay dues (*Bylaws Article II, Section 1*).
- B. NO REFUNDS or membership transfers shall be allowed for any member due to Permanent Change of Station (PCS) or voluntarily relinquishing membership (*Bylaws Article X, Section 2*).
- C. Exceptions may be granted at the discretion of the Executive Board.

### **Section 4: INCOME**

Hui income will not accrue to individual members. Accounting records shall be kept for the Operating Account and for the Welfare Account.

- A. Membership dues shall be deposited into the Operating Account.
- B. Income from functions shall be deposited into the Operating Account.
- C. Income from the FSTS shall be deposited into the Welfare Account.
- D. Income from all fundraiser events shall be deposited into the Welfare Account.
- E.

Disbursing funds:

1) Scholarship awards shall be disbursed directly to the award recipient's college. 2) Welfare awards shall be disbursed to the selected organizations requesting monetary funds. 3) Members shall be reimbursed for approved purchases or services rendered with valid receipt with funds from the Operating Account.

4) Any unused Welfare and/or Scholarship funds shall be returned to the Welfare Account.

F. Transferring funds:

- 1) Not more than ten percent (10%) of the annual income from the Welfare Account may be transferred into the Operating Account; such transaction may occur only once in a board year (*Bylaws Article X, Section 5D*).

- 2) Ensure the funds in the Operating Account at the end of the board year shall be no less than a minimum of three-thousand dollars (\$3000) and shall not exceed five-thousand dollars (\$5000) of non-designated funds (*Bylaws Article X, Section 5B*).
- 3) Ensure the funds in the Welfare Account at the end of the year shall be no less than a minimum of one-thousand dollars (\$1000) and shall not exceed three-thousand dollars (\$3000) of non-designated funds (*Bylaws Article X, Section 5C*).
- 4) Any unused Welfare and/or Scholarship funds shall be returned to the Welfare Account. 5) In the event of an emergency, the Governing Board shall have the ability to transfer funds, as needed, between all banking accounts (*Bylaws Article X, Section 5F*).

### **Section 5: AWARDS and GIFTS**

Awards and gifts of appreciation or recognition shall be given under the guidance of the President including items of recognition to the Governing Board. Deserving members and individuals, who have given significant volunteer services to the Hui or the FSTS, may also receive items of recognition at the discretion of the President with the approval of the Executive Board. All gift expenditures must be pre-approved in the budget.

### **Section 6: ACCOUNTS**

The Hui Operating Account, the Hui Welfare Account, and the FSTS shall maintain separate bank accounts, checkbooks, and records. Funds in the Hui Operating Account at the end of each board year must be a minimum of three-thousand dollars (\$3000.00) and shall not exceed five-thousand dollars (\$5000.00) of non-designated funds. Funds in the Welfare Account at the end of each year shall be a minimum of one thousand dollars (\$1000.00) and shall not exceed three-thousand dollars (\$3000.00) of non-designated funds.

### **Section 7: FSTS BANK ACCOUNT BALANCE**

Funds in the FSTS bank account shall be maintained at a minimum of two (2) months' average of monthly revolving expenses but shall not exceed three (3) months average of monthly revolving expenses. In addition to the monthly average minimum, the FSTS will maintain an additional reserve balance of three thousand dollars (\$3000.00) for unplanned expenses to be paid after approval from the FSTS Advisory Board and Governing Board (*FSTS Charter Article II, Section C*).

### **Section 8: TAXES**

- A. The Hui shall comply with current tax regulations (*Bylaws Article X, Section 6*).
- B. Payments for the Hui and FSTS tax preparation and filing shall be included in the annual budget of the Hui.

### **Section 9: AUDIT**

- A. The Hui books shall be closed and audited at the end of the Hui board year, 31 May, and during the transition of the Hui Treasurer and/or the FSTS Bookkeeper.
- B. Qualified auditor(s), in accordance with AR-210-22, USAG, Commander, direction, and authorized by the Executive Board, shall conduct annual audits of the Hui and the FSTS financial records at the end of each board year.

- C. Upon completion, the audit shall be provided to the President, Treasurer, and Secretary for submission to FMWR.
- D. Parliamentarian shall maintain a copy of the audit in the Revalidation Binder (*Bylaws Article IV, Section 6Q*).
- E. All reporting procedural requirements under DoD Instruction 1000.15 and any other regulations as instructed by USAG, Commander shall be observed.

### **Section 10: BUDGET and ACCOUNTING**

The Hui and FSTS annual budget shall be presented to the Governing Board for approval on or before the September board meeting.

- A. Any revisions to the budget shall be reviewed and approved by the Governing Board before the October General Membership function-
- B. The proposed Hui budget shall be presented to the General Membership for its approval by the October General Membership function-
- C. FSTS budget:
  - 1) Shall be created by the FSTS Advisory Board and presented to the Governing Board for approval by the September Board Meeting.
  - 2) Any revisions shall be reviewed and approved by the Governing Board before the October General Membership function.
  - 3) The proposed FSTS budget shall be presented to the Hui General Membership for approval by the October General Membership function.
  - 4) The FSTS budget shall be totally separate from the Hui budget.
- D. Separate books shall be maintained for the Hui Operating Account, the Hui Welfare Account, and the FSTS using the single-entry accounting system. Records for these three (3) accounts shall be maintained for no less than seven (7) years. Books for the FSTS shall be maintained by the FSTS Bookkeeper.

## **ARTICLE X – FORT SHAFTER THRIFT SHOP (FSTS)**

**Section 1:** The FSTS is governed by the Hui Governing Board through the FSTS Charter and Bylaws dated xx May 2022.

**Section 2:** The FSTS, an unincorporated association doing business on FS, is an instrumentality of the Hui. The purpose of the FSTS, in accordance with the Hui Constitution and the FSTS Charter, shall be to: A. Generate welfare funds to support and fund worthwhile community projects to be disbursed by the Hui by the May General Membership function.

- B. Generate welfare funds to support the FS community and to fund scholarships for eligible applicants.
- C. Donate excess goods from the FSTS to military personnel, dependents, and military affiliates residing on Oahu, and other charitable organizations in the surrounding community.
- D. Provide customers the opportunity to purchase pre-owned goods at a reasonable cost that are non competitive with Army, Air Force Exchange Services (AAFES) and its concessionaires.
- E. Provide a place where Hui Members can volunteer for the good of the community.
- F. To provide employment opportunities for the FS community.

**Section 3:** The FSTS shall transfer seventy percent (70%) of profit to the Hui, as designated by the FSTS Charter. In January and August, the FSTS Bookkeeper shall transfer funds in excess of the FSTS operational requirements (*FSTS Charter Article IV, Section D8*).

**Section 4:** The FSTS Advisory Board duties and responsibilities, as defined by the FSTS Bylaws, shall direct policies, procedures, and administration, with approval by the Hui Governing Board and the USAG Commander, in accordance with established procedures and applicable military regulations.

## **ARTICLE XI – PROPERTY**

**Section 1:** The property of the Hui shall consist of items that may come into its possession. The Hui President shall account for this property and keep an inventory in accordance with sound business practice (Department of Defense Instruction, Accountability of Assets, Section 3B). The Secretary, President, and Ways & Means Chairperson shall keep one copy of the master inventory in their Continuity Binders.

**Section 2:** The President shall annually sign for the Hui property (*Bylaws Article VI, Section 1*). The Ways & Means Chairperson shall manage loaning of property (*Bylaws Article VII, Section 10*).

**Section 3:** All Board Members who maintain Hui property in the conduct of their duties shall assist the President in the compilation of the annual inventory and maintain a list in their Continuity Binder.

## **ARTICLE XII – RECORDS**

**Section 1:** The Secretary shall be responsible for maintaining a historical file consisting of the following records (*Bylaws Article IV, Section 4*):

A. Permanent:

- 1) Hui Constitution and Bylaws with all current revisions.
- 2) Records of approval of the Constitution and Bylaws and all revisions.
- 3) Approval letter of Revalidation from USAG, Commander.

B. Seven (7) years:

- 1) Copies of all financial records.
- 2) Copies of all Executive, Governing, General Membership, and FSTS Advisory Board Minutes.

C. Three (3) years:

- 1) Current Hui Board roster including names, mailing and email addresses, and phone numbers.
- 2) Current roster of all Hui Members.
- 3) Copies of all AARs.
- 4) Copies of all year-end reports.

**Section 2:** The Continuity Binder shall be held for at least three (3) years, after which time it may be destroyed under the supervision of the Parliamentarian (*Bylaws Article IV, Section 6R*).

**Section 3:** All Financial records shall begin 1 June and end 31 May of the following year. Financial documents, taxes, and audits shall be maintained for seven (7) years (*Bylaws Article X, Section 6*).

**Section 4:** The checkbook shall be placed with related records when it is completed.

### **ARTICLE XIII – INSURANCE**

**Section 1:** Financial liability insurance shall be included in the policy held by the Hui for members, President, 1VP, Treasurer, and Reservation Chairperson handling monthly cash flow exceeding five hundred dollars (\$500.00).

**Section 2:** Liability insurance shall be purchased by the FSTS for all employees, Hui President, and the FSTS Liaison. No volunteers shall handle cash in the FSTS.

**Section 3:** Liability insurance shall be equal to the normal maximum amount of cash handled by the employees, Hui President, and the FSTS Liaison.

**Section 4:** The Hui shall carry proper insurance for any sponsored function open to the public if the government does not cover liability. It is the Treasurer’s duty to ensure proper insurance is purchased and paid for prior to the function (*Bylaws Article IV, Section 5Z*).

**Section 5:** The Hui shall ensure the FSTS carries and maintains the proper insurance on the FSTS, outbuildings, and all contents. It is the Hui Treasurer’s duty to ensure the proper insurance and bonding is purchased and paid for annually out of the FSTS budget (*Bylaws, Article IV, Section 5AA*).

### **ARTICLE XIV - REVISIONS to the HUI CONSTITUTION and BYLAWS**

**Section 1:** A Constitution and Bylaws Review Committee shall meet no later than January every two (2) years (*Bylaws Article VIII, Section 2*).

**Section 2:** Revisions to the Constitution and/or Bylaws may be proposed by any member in Good Standing and shall be submitted in writing to the Governing Board. The written proposal shall be sponsored and signed by a minimum of ten (10) Hui Members in Good Standing (*Bylaws Article VIII, Section 2*).

#### **A. Constitution:**

- 1) Proposed revisions shall not conflict with applicable military regulations.
- 2) Notice of proposed revisions to the Constitution, by the Parliamentarian, shall be made at least two (2) weeks prior to presentation/voting at a regular or special function of the General Membership (*Bylaws Article IV, Section 6H*).
- 3) Both the portion of the present Constitution and the proposed revisions shall be disseminated to the General Membership.
- 4) The Constitution shall be revised upon an affirmative majority vote of the General Membership in attendance.

- 5) All revisions to the Constitution will be submitted to and are subject to review by the USAG, Commander.
- 6) The revised Constitution shall become effective on date of approval.
- 7) The revised Constitution shall be signed by the Hui President.
- 8) The Parliamentarian shall keep a copy of revisions in the Revalidation Binder. 9) The Publicity/Newsletter Chairperson shall post the revised Constitution on the Hui website. B. Bylaws:
  - 1) Proposed revisions shall not conflict with applicable military regulations.
  - 2) Notice of proposed revisions to the Bylaws, by the Parliamentarian, shall be made at least five (5) days prior to presentation/voting at a regular or special function of the Governing Board (*Bylaws Article IV, Section 6I*).
  - 3) Both the portion of the present Bylaws and the proposed revisions shall be disseminated to the Governing Board.
  - 4) The Bylaws shall be revised by a majority vote of the Governing Board.
  - 5) All revisions shall be submitted to and are subject to approval by the USAG-Commander. 6) The revised Bylaws shall become effective on date of approval.
  - 7) The revised Bylaws shall be signed by the President.
  - 8) The Parliamentarian shall keep a copy of revisions in the Revalidation Binder. 9) After a revision to the Bylaws, the Governing Board shall inform the General Membership at the next General Membership function.
  - 10) The Publicity/Newsletter Chairperson shall post the revised Bylaws on the Hui website.

#### **ARTICLE XV - REVISIONS to the FSTS CHARTER and BYLAWS**

**Section 1:** The FSTS Advisory Board shall meet at minimum every two (2) years for Charter and Bylaws review. This process usually concludes in October of every odd-numbered year (*FSTS Charter Article IV*).

**Section 2:** FSTS Advisory Board shall submit proposed revisions to the Governing Board for approval. A. All revisions shall be submitted to and are subject to approval by the USAG, Commander. B. The revised Charter and/or Bylaws shall become effective on date of approval. C. The revised Charter and/or Bylaws shall be signed by the Hui President. D. The Parliamentarian shall keep a copy of revisions in the Revalidation Binder. E. The Governing Board shall inform the General Membership at the next General Membership function of the FSTS revisions.

#### **ARTICLE XVI – REVALIDATION**

**Section 1:** Request for revalidation as a PO shall be submitted to the Commander, U.S. Army Garrison Hawaii no less than ninety (90) days before the expiration of the two (2) year approval.

**Section 2:** A copy of the renewal request for the Constitution and Bylaws shall be signed by the President. A copy shall be kept by the Secretary and a copy shall be placed in the Revalidation Binder by the Parliamentarian.

**Section 3:** The proposed Hui Constitution and Bylaws, and the FSTS Charter and Bylaws, and all applicable reports shall be submitted for revalidation every two (2) years to Commander, U.S. Garrison–Hawaii no later than ninety (90) days before the expiration of the two (2) year approval.

### **ARTICLE XVII - PARLIAMENTARY AUTHORITY**

**Section 1:** Robert’s Rules of Order, Newly Revised shall govern all parliamentary procedures not covered by this Constitution and/or Bylaws.

### **ARTICLE XVIII – DISSOLUTION**

**Section 1:** The Hui may be dissolved by a majority vote of the General Membership or by direction of the appropriate military authorities.

**Section 2:** All residual assets and properties including the assets and property of the FSTS, after payment of all liabilities, shall be disposed as determined by the Hui Executive Board. If liabilities exceed assets, each Hui Member shall be assessed his/her pro-rata share of the remaining debt after assets have been liquidated and applied toward liabilities (*Constitution Article IV, Section 1E*).

**Section 3:** Dissolution shall occur if FS is inactivated.

**Section 4:** Should the Hui be forced to temporarily suspend its activities, all the assets of the Hui (to include those of the FSTS) shall be frozen up to one (1) year. At the end of that time, the Executive Board, including the Executive Board Honoraries as voting members, shall determine the future of the Hui and its assets.

**Section 5:** In case of dissolution of the Hui, whatever funds are contained in the accounts of both the Hui and FSTS, shall be used to satisfy any outstanding debts, liabilities, or obligations of both. The balance of these assets shall be disposed of to charities as determined by the Executive Board, subject to approval of the USAG, Commander

**Section 6:** At the discretion of the USAG, Commander, the FSTS may reopen for business with new sponsorship after the dissolution of the Hui. All remaining assets may be used in the reopening of the FSTS.

### **ARTICLE XIX – ADOPTION**

**Section 1:** This Constitution shall become effective upon adoption in a duly constituted regular or special function of the General Membership and a majority vote of the members present and upon approval of the USAG, Commander. The adoption of this Constitution supersedes, revokes, and nullifies any prior Constitution. It shall neither affect the current Governing Board nor contracts entered until such Board Members have completed their designated term and said contracts have reached their expiration.

**Section 2:** This Constitution was adopted by the General Membership on xx May 2022.

**Section 3:** The following Hui Members participated in the revision of this official document and affix their signatures and date testifying to this matter.

\_\_\_\_\_ Naty  
Golubski, President Date Katie Erzen, Parliamentarian Date

\_\_\_\_\_ Kim  
Greene, General Member Date Kim Neal, General Member Date

\_\_\_\_\_ Jen  
DeForest, Executive Board Member Date Shannon Scott, Governing Board Date

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### **References**

Army Regulation 210-22 Private Organizations on Department of the Army Installations

Army Regulation 215-1 Morale, Welfare and Recreation Activities and Non-Appropriated Fund Instrumentality

Department of Defense 5500.7R Joint Ethics Regulation Standards of Conduct

Department of Defense Instruction 1000.15 Private Organization and Liability