

## CONSTITUTION AND BYLAWS

### Constitution for Misawa Military Retirees Association

#### Article 1 Name and Purpose

Section 1. The name of this private organization (PO) will be the Misawa Military Retirees Association and is established pursuant to the provisions of AFI 34-223, and in accordance with all applicable civil and military laws and regulations.

Section 2. The purpose of this PO shall be to provide a forum for social interaction and the resolution of administrative issues as they pertain to the military retiree community in Northern Japan. The PO will involve its members in improving the quality of life for all members of the Misawa community and promote camaraderie between the retirees of all uniformed services. The PO will conduct fundraising to cover administrative costs, conduct social functions and make charitable contributions consistent with the PO's overall purpose of providing assistance to all military retirees and/or their surviving spouses. This PO will conduct itself in a manner which is free of racial discrimination, and provide equal opportunity and treatment for all members and prospective members regardless of their ethnic group, race, color, religion, sex, handicap, age, or national origin.

#### Article 2 General Provisions

Section 1. The Misawa Military Retirees Association operates on a military base only with the consent of the Commander, 35th Mission Support Group. Operation is contingent on compliance with the requirements and conditions of all applicable Air Force regulations.

Section 2. All individual members of the PO are jointly and severally liable for the obligations of the PO. Each member of the PO will be given a copy of this Constitution upon joining and will sign an acknowledgement that he/she has read the Constitution and understands its contents.

#### Article 3 Officers and Governing Body

Section 1. The administration of this PO shall be conducted by an elected Board of Governors, constituted as follows: a president, vice-president, secretary, and treasurer. These officers shall perform the duties herein specifically provided for and also those specified by the bylaws and other such duties as are usually incident to their office.

Section 2. Each term of office shall be of twelve (12) months.

a. Officers' terms may be terminated prior to 31 December for the following reasons:

- (1) Reassignment.
- (2) Resignation, if accepted by a majority vote of the board of governors.
- (3) Permanent change of residence outside of the Misawa Air Base area.

(4) Death.

b. The term of office will begin 1 January.

#### Article 4 Membership or Patronage

Section 1. Active members:

a. Will include all dues paying individuals who are physically present in the Tohoku region of Japan or the island of Hokkaido and are retired from the U.S. Armed Forces and have a DD Form 2.

Section 2. Membership Application:

a. Any individual wishing to join this association will make an application at a regular membership meeting and be prepared to show proof of their "retired military" status.

Section 3. Membership in this PO will be terminated:

a. Upon request or PCS of the member concerned.

b. If the member fails to meet financial responsibilities, such as nonpayment of dues for a period of three (3) months.

c. For cause, upon recommendation of the board of governors after a complete review of the circumstances and approval of the general membership.

d. Failure to meet participation requirements and recommendation of the board of governors and approved by the general membership.

e. For any other valid reason when recommended by the board of governors and approved by the general membership.

#### Article 5 Method of Financing

Section 1. Sources of Income

Community wide fundraisers, as approved by the general membership and the Commander, 35th Force Support Squadron.

1. Air Show
2. American Day

Section 2. Money collected will be used for the operation of this PO and:

a. To alleviate retiree/family financial hardship in the form of grants or interest-free loans.

b. Support yearly Base Retiree Appreciation Day activities.

Section 3. Income will not accrue to individual members except through wages and salaries for PO employees or as payment of services rendered.

#### Article 6 Activities

The PO will plan and conduct the yearly Base Retiree Appreciation Day events.

#### Article 7 Meetings and Quorums

Section 1. General membership meetings will be held bi-monthly at a place and time determined by the board of governors.

Section 2. Special membership meetings may be called at the discretion of the board of governors or must be called upon in writing of two-thirds (2/3) of the membership.

Section 3. A majority vote of the members present is required for passing a resolution, except as otherwise provided.

#### Article 8 Adoption and Amendments

Section 1. Bylaws shall be established or changed by the membership of the PO. Individual bylaws may be initiated, changed or eliminated by two-thirds (2/3) vote of the voting members present at any meeting with two (2) weeks notice.

Section 2. The constitution may be amended at any scheduled meeting of the PO by two-thirds (2/3) vote of the membership present and eligible to vote, provided that a written, printed or public notice of the proposed amendment has been given to the membership at least two (2) weeks prior to the date of the meeting. Amendments to the constitution can be proposed by the board of governors or by written petition of two-thirds (2/3) of the membership at any meeting. All amendments to this constitution and or bylaws are subject to final review by the Commander, 35th Mission Support Group.

#### Article 9 Dissolution

Section 1. This PO will notify the 35th Force Support Squadron Private Organization Monitor of its intent to dissolve and prepare a time-phased action plan to do so.

Section 2. Upon determination to dissolve, written notice will be given to the Commander, 35th Mission Support Group, and such dissolution shall be carried out only with his/her approval.

Section 3. In case of dissolution of the PO, any funds in the treasury after satisfaction of any outstanding debts, liabilities or obligations will be donated to the Air Force Enlisted Widow's Home. Disposal of other assets shall be determined by the membership. However, if upon dissolution, liabilities exceed assets, then the excess of liabilities over assets shall be paid by the membership on a pro rated basis. For the purpose of this article, a member is defined as one whose name is carried on the roll of the active and associate members as of the date of notification:

Section 4. In the event that a Non-Appropriated Fund Instrumentality fills the need for which this PO is established, this PO will be dissolved by direction of the Commander, 35th Mission Support Group. Under those circumstances, all financial transactions of dissolution would be concluded separately and apart from the operation of any activity established as a Non-Appropriated Fund Instrumentality.

Section 5. The Commander, 35th Mission Support Group, has the authority to dissolve this PO in the event that there are no members present or in the best interest of the United States Air Force.

Article 10  
Insurance

See Article 6 of Bylaws.

BYLAWS

Article 1  
Duties of Officers

Duties and powers of the board of governors and organization officials

- a. The board of governors shall meet when deemed necessary by the PO or the president. The presence of a three-fourths (3/4) of the board members is required to constitute a quorum. The action of the board of governors requires a majority of vote before it is valid. Proxy votes will not be permitted.
- b. The board of governors has the authority to authorize routine expenditures in the amounts not greater than one hundred dollars (\$100.00).
- c. In case of an emergency, the board of governors may approve expenditures as follows: up to a five hundred dollars (\$500.00) non-interest loan for a military retiree, within our area of responsibility, with serious illness or for medical treatment at a facility outside of Japan; up to a five hundred dollars (\$500.00) grant in the event of the death of a military retiree within our area of responsibility.
- d. Other expenditures require a majority vote of the voting members at any meeting. The board of governors shall oversee preparation of an annual budget and periodically review the budget with actual financial operations.
- e. The board of governors will recommend policies, supervise programs, rule on membership, except as specifically provided otherwise, enforce the constitution, and take action to resolve all grievances, complaints and suggestions submitted by members.
- f. The president shall preside over all meetings of the board of governors and general/special meetings of the membership. The president shall call special meetings of the membership, supervise elections, appoint committees as deemed necessary, prescribe their function, and appoint the committee chairperson.
- g. The vice-president shall assume the duties of the president in the president's absence.
- h. The secretary is responsible for ensuring the minutes of the meeting and agendas of each meeting are disseminated to the general membership and the 35th Force Support Squadron Private Organization Monitor. The Secretary will maintain files of correspondence generated by and for the PO.
- i. The treasurer shall receive, deposit, disburse, maintain a record and account for all funds of the PO and prepare the publication of all monthly statements of the financial status of the PO. A financial status report will be given to the membership at each general membership meeting.
- j. The books of the treasurer will be reviewed at least two (2) weeks prior to termination of office.

- k. Annual reports shall be submitted to 35th Force Support Squadron Private Organization Monitor no later than twenty (20) January, each year.
- l. Cost of all financial reviews/audits is the responsibility of this PO. Copies of these audits shall be provided to the 35th Force Support Squadron Private Organization Monitor within 15 calendar days of the completion of the report.

## Article 2 Election and Voting

### Section 1. Elections

a. All members of the board of governors shall be elected at the meeting in November from a slate submitted by a nominating committee at the October meeting. 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 (2) candidates. Votes will be cast by a secret ballot. Proxy votes will not be permitted.

b. Members eligible for holding office must have at least six (6) months remaining on station at the beginning of their term and must have been an active member for at least one (1) year.

c. A majority vote of the members present shall be needed before any proposed action becomes valid. A majority shall be  $1/2$  plus 1 of the members present. The president shall vote only in the event of a tie.

Section 2. Vacancies occurring in the office of the president shall be filled by special election. Other offices will be filled by appointment by the president for the remainder of the term. Should two (2) or more board members vacate from the board, a special election will be held to fill the vacancies.

## Article 3 Dues and Fees

Dues shall be paid by active members at two dollars (\$2.00) per month or twenty dollars (\$20.00) per year.

## Article 4 Standing Committees

No standing committees are required.

## Article 5 Finances and Taxes

This PO is exempt from taxes under the Internal Revenue Code, Section 501 (c) (19), as determined by the Internal Revenue Service on 20 February 2001, Employee Identification Number, 98-0230398. It is further identified as a Veterans Organization which permits donors to make tax-deductible contributions to it.

## Article 6 Insurance Coverage

The PO will maintain liability and property damage insurance coverage commensurate with risk to protect against any claims or lawsuits which 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 PO in accordance with AFI 34-224, paragraph 10.11. Such coverage, when required, must expressly provide that neither the U.S. Government nor any Non-appropriated Fund Instrumentality will be liable for

any claims or judgements against the organization to its members. A copy of the insurance policy and renewal policies will be forwarded to the 35th Force Support Squadron Private Organization Monitor. The liability insurance policy for the PO shall remain in effect unless the board of governors submits a waiver from the 35th Force Support Squadron Private Organization Monitor for approval by the Commander, 35th Mission Support Group. Liability insurance may be waived if the risk of liability is negligible.

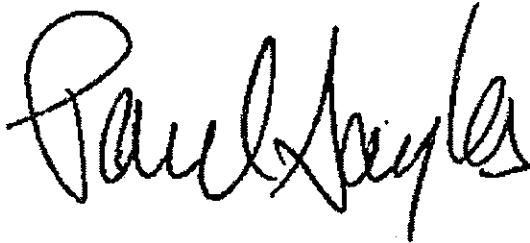
#### Article 7 Awards and Gifts

All awards and gifts for services rendered or in the event of emergencies with retirees or widows will be voted on by the membership unless other provisions of this constitution allow such expenditures.

CERTIFICATION

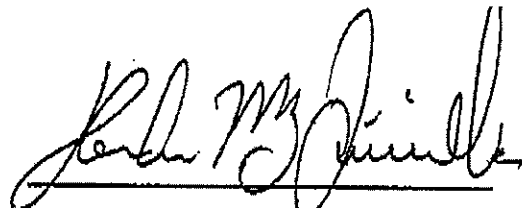
I certify the information in this constitution is true to the best of my knowledge.

25 May 2015 (Date)



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PAUL SAYLES  
PRESIDENT  
HP 57-5102  
BOX 3965



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HERMAN W.B. TINNIRELLA  
VICE PRESIDENT  
HP 57-0799  
N/A

BARTON.DAVID.J.  
1038862797

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DAVID J. BARTON  
TREASURER  
HP 52-7312  
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ROGINSKI.JOSEP  
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JOSEPH ROGINSKI  
SECRETARY  
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DEPARTMENT OF THE AIR FORCE  
PACIFIC AIR FORCES

23 July 2015

MEMORANDUM FOR 35 MSG/CC

FROM: 35 FW/JA

SUBJECT: Legal Review – The Misawa Military Retirees Association’s Constitution

1. This club’s constitution is **legally sufficient**.
2. **FACTS:** This club is a private organization; membership is voluntary. Its purpose is to provide a forum for social interaction and the resolution of administrative issues as they pertain to the military retiree community in Northern Japan. The organization raises money through membership dues and approved fundraisers.
3. **AUTHORITY:** In accordance with AFI 34-223, *Private Organization (PO) Program*, section B, paragraph 6, the installation commander authorizes the establishment and operation of private organizations on base. The installation commander delegated this authority to the 35 MSG/CC in the *Delegation of Authority to Approve the Establishment and Operation of Private Organizations (POs) and Liability Insurance Waiver Requests* memorandum dated 8 April 2013.
4. **ANALYSIS:** This club’s constitution complies with the requirements in AFI 34-223.
5. **CONCLUSION:** This club’s constitution is legally sufficient. If you have any questions on this matter, please contact SrA Martin V. Dominguez at 226-4022.

A handwritten signature in black ink, appearing to read "Olufemi O. Obadina", is located below the text of the memorandum.

OLUFEMI O. OBADINA, Capt, USAF  
Assistant Staff Judge Advocate



1st Ind to 35 FSS/FSRPO, 22 Jul 2015, Misawa Military Retirees Association Constitution and Bylaws Approval Request for Two Years.

35 FW/JA

MEMORANDUM FOR 35 FSS/DD

23 Jul 2015

Recommend approval/disapproval.



OLUFEMI O. OBADINA, Captain, USAF  
Assistant Staff Judge Advocate

2d Ind, 35 FSS/DD

MEMORANDUM FOR 35 MSG/CC

Recommend approval/disapproval.

28 Jul 2015



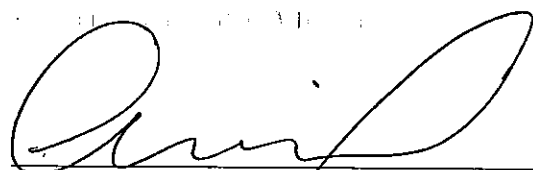
CHARLES B. MILLER, GS-13, DAFC  
Deputy Director, 35th Force Support Squadron

3d Ind, 35 MSG/CC

MEMORANDUM FOR 35 FSS/FSRPO

29 Jul 2015

Approved/Disapproved.



CHRISTOPHER R. PAKRISH, Colonel, USAF  
Commander, 35th Mission Support Group