

HUI O’WAHINE
Enlisted, Officer & Civilian Spouses’ Club
4285 Lawehana St
PMB # A-8
Honolulu, Hi 96818-3128

CONSTITUTION

ARTICLE I: NAME, AUTHORITY AND PURPOSE

Section A: **NAME** - The name of this organization shall be the Hui O’Wahine Enlisted, Officer and Civilian Spouses’ Club, hereafter referred to as the “Hui O’Wahine”

Section B: **AUTHORITY** - The Hui O’Wahine shall be organized as a private organization under the provision of Army Regulation (AR) 210-22, a supplement of DoD Instruction 1000.15 as a private organization. The organization operates and exists on a military installation only with the consent of the Garrison Commander - Hawaii. This consent is contingent on compliance with the requirements and conditions of all applicable Army regulations and all related Ft. Shafter policies. This organization will not in any way prejudice or discredit the Department of the Army or other agencies of the Federal government, or engage in activities that conflict with authorized activities or non-appropriated fund instrumentalities. This activity is not an instrument of the United States Government.

Section C: **PURPOSE** – The purpose of the Hui O’Wahine is to enhance the quality of life in our community by continuing the traditions of providing a support system for the Hui O’Wahine members, creating a sense of unity, developing leadership skills, promoting friendship and goodwill, providing social, cultural and creative pursuits through monthly activities and to support and fund worthwhile community projects and scholarships with welfare funds raised from the Ft. Shafter Thrift Shop.

ARTICLE II: GENERAL PROVISION

Section A: The Hui O’Wahine is established as a private organization pursuant to DOD Instruction 1000.15, and AR 210-22, private organizations on Department of the Army Installations.

Section B: The Hui O’Wahine agrees that neither the Installation nor the Government (Department of the Army, Navy, Air force etc.) will assume any liability for the actions or debts of the Hui O’Wahine.

Section C: The Hui O’Wahine recognizes the authority of the Garrison Commander - Hawaii to revoke permission to operate on the installation at any time, and for any reason.

Section D: The Hui O’Wahine will not use Army services. This includes legal, audit, transportation, postal, printing, information management activities, clerical, financial, copying, management, and procurement services.

Section E: The Hui O’Wahine will reimburse the Army for utility expenses, unless the use is incidental (would cost more to bill and collect than it costs to provide the service).

Section F: The Hui O’Wahine will obtain licensing, certification, or registration if required by State, local or Post authorities.

Section G: The Hui O’Wahine will neither propagate extremist activities nor advocate against others or the violent overthrow of the government.

Section H: The activities sponsored by the Hui O’Wahine will not seek to deprive individuals of their civil rights.

Section I: No person because of race, color, creed, disability or national origin, shall be unlawfully denied membership, unlawfully excluded from participation, or otherwise subjected to unlawful discrimination by the Hui O’Wahine.

ARTICLE III: MEMBERSHIP

Section A: Membership in the Hui O’Wahine shall be in accordance with the eligibility criteria outlined below. Membership is regardless of race, color, sex, creed, national origin or disability. Membership will consist of ACTIVE, ASSOCIATE AND HONORARY Members.

*Section B: **ACTIVE MEMBERSHIP*** - Active membership will be open to all members of the Armed Forces (Officer and Enlisted) on Active Duty stationed on the island of Oahu and their spouses and Resident Spouses in Hawaii, of an Armed Forces member on Active Duty Stationed outside of Hawaii. They shall be eligible for Active membership and will become members upon payment of dues as provided in the By-laws of this organization. Active members shall have the right to vote upon all matters in which the membership has an interest unless otherwise limited by the Constitution and By-Laws, hold office, receive appointments to chair a committee, participate in all Hui O’Wahine sponsored activities and be eligible for employment at the Ft. Shafter Thrift Shop.

*Section C: **Associate Membership*** – The following shall be eligible for ASSOCIATE MEMBERSHIP, and upon payment of dues they will have the same rights and privileges as an Active member with one exception that they are unable to hold an elected board position:

- 1) Spouses of retired Armed forces personnel (Officer and Enlisted).
- 2) Unmarried widows/widowers of deceased armed Forces personnel of the United States residing on the island of Oahu.
- 3) Active Members Dependents (over 16 years) with a valid military I.D, residing with an Active Duty Personnel Stationed on the Island of Oahu.

- 4) Dependents (over 18 years) with a valid military I.D, of retired or deceased personnel of the Armed Forces of the United States residing on the island of Oahu.
- 5) Spouses of Department of Defense to include Red Cross Officials assigned to the island of Oahu.
- 6) Spouses of foreign Military personnel (officers and Enlisted) on active duty and stationed on the island of Oahu.
- 7) Officers of National Guard and Reserves not on active duty status.
- 8) Spouses of National Guard and Reserves not on active duty status.

Section D: Honorary Members of the Hui O’Wahine are not required to pay dues unless they wish to have a vote at General Membership functions. They do not vote at Executive or Monthly Board meeting and do not hold elected office. They may serve on committees and participate in all Hui O’Wahine sponsored activities. The following defines those eligible for HONORARY MEMBERSHIP

- 1) The spouse of the USARPAC Commanding General shall be invited to be the Honorary Executive Wahine.
- 2) The spouse of the USARPAC Command Sergeant Major shall be invited to be the Honorary Wahine.
- 3) The spouse of the 8th TSC Commanding General shall be invited to serve as the Honorary President.
- 4) The spouse of the 8th TSC Command Sergeant Major shall be invited to serve as the Honorary Advisor.

Section E: A member of the Hui O’Wahine Executive Board whose status changes during the year to associate membership eligibility may remain an Active member to complete their term of office.

Section F: How to become a Member:

- 1) Eligible individuals interested in membership must obtain a membership Application from the Hui O’Wahine membership chairperson or from the Hui O’Wahine Spirit website.
- 2) Completed Applications for membership can be given to the Membership chairperson, Hui O’Wahine Board members or given to a staff member of the Ft. Shafter Thrift Shop along with dues.
- 3) Membership year is from 1 August - 31 July
- 4) Membership Dues:
 - (a) Membership dues will be determined by the Hui O’Wahine Governing board for all eligible members.
 - (b) Membership dues will be full rate from August thru January 31st.
Membership dues will be reduced by half for any new eligible member joining after January 31st.
 - (c) No member shall be entitled to a refund of dues upon severing connection with the Hui O’Wahine.

Section G: Participation. Membership is necessary for participation in all activities to include the Ft. Shafter Thrift Shop and on committees and clubs sponsored by the Hui O'Wahine. Exception: Dependant children of Hui O'Wahine members who wish to volunteer in the Ft. Shafter Thrift Shop may do so as long as they are supervised by a parent/Guardian who is a Hui O'Wahine member and abide by the Hui constitution, bylaws, Sop and Ft. Shafter charter. A member in good standing is one whose dues are paid in full and who actively participates in membership functions.

Attendance:

- 1) Hui O'Wahine Governing Board members are expected to attend all required Board meetings and monthly luncheons. Governing board members should notify the president of absences in advance whenever possible.
- 2) Each Hui O'Wahine member is strongly encouraged to participate in all activities sponsored by the Hui O'Wahine.
- 3) Upon commitment to attend monthly luncheons through RSVP or attend any Hui O'Wahine sponsored trip, each member and their guest must pay for the event unless she/he cancels 48hours prior to the event, unless event requires and publishes a different cancellation policy or member finds an eligible replacement and notifies the Reservation chair.

Section H: Guests: Guests of members are welcome. Persons eligible for membership in the Hui O'Wahine may attend the Annual Membership Drive and one (1) Hui O'Wahine function annually as a non-member. This excludes "member only" functions, at the discretion of the Hui O'Wahine Governing Board.

- 1) Exceptions: Bona fide houseguests may attend functions as guests of their hosts/hostess, provided the latter is a member of the Hui O'Wahine.

Section I: Prospective members are encouraged to read the Hui O'Wahine Constitution and By-Laws prior to accepting membership to the Hui O'Wahine.

Section J: Termination of Membership: Hui O'Wahine membership will be terminated under the following circumstances:

- 1) Non- payment of dues or outstanding RSVP debt greater than 60 days.
- 2) Written resignation to the Hui O'Wahine
- 3) Change of status affecting eligibility for membership; see ARTICLE III of this Constitution.
- 4) Membership may be withdrawn or denied any person as prescribed by the Executive Board consistent with the provisions of Article IV, Section 2 of the Hui O'Wahine Bylaws.

Section K: Membership Responsibility – As a condition of membership, members understand it is their responsibility to read this constitution and bylaws. Member's signature on the membership application constitutes agreement and understanding of this responsibility.

Section L: Members' liability – members will understand fully that they are personally liable for all debts of the organization in the event of bankruptcy, insolvency, and dissolution; signature on the membership application indicates understanding of this liability.

ARTICLE IV: OFFICERS AND GOVERNING BODY

Section A: Elected Officers of the Hui O'Wahine shall consist of the following: President, First Vice President, Second Vice President, Secretary, and Treasurer.

Section B: Honorary President and Advisor(s) of the Hui O'Wahine will consist of:

- 1) The spouse of the 8th TSC Commanding General, to be invited to serve as the Honorary President. In the event of the absence of the 8th TSC Commanding General's Spouse or if said spouse declines the position, there will be no Honorary President, instead the spouse of the 8th TSC Deputy Commanding officer will be asked by the Hui O'Wahine President to serve as an Honorary Advisor.
- 2) The spouse of the 8th TSC Command Sergeant Major shall be invited to serve as the Honorary Advisor and in the event of the absence of a 8th TSC CSM spouse or if said spouse declines the position, The 8th TSC Commanding General's spouse will appoint an advisor.

Section C: Executive Board of the Hui O'Wahine consists of the Honorary President, Advisor(s), Parliamentarian, and the Elected Officers.

Section D: The Parliamentarian shall be appointed by the President with the majority approval of the Executive Board.

Section E: The term of office shall be one year beginning 1 June and ending 31 May. No elected/appointed officer may hold the same office for more than two consecutive years or hold ANY Board position for more than four consecutive years **unless a suitable candidate cannot be found.**

Section F: Appointed Chairperson for the Standing Committees

- 1) The Appointed Chairs, whom are appointed by the President with the majority approval of the Executive Board, shall consist of but not limited to:
 - a. Membership
 - b. Welfare
 - c. Hospitality
 - d. Reservations
 - e. Publicity
 - f. Ways and Means
 - g. Scholarship
 - h. Historian/Photographer
 - i. Ft. Shafter Thrift Shop Representative* (Appointed by the Honorary President with majority approval of the Governing Board.)
 - j. Hui Spirit Newsletter
 - k. Website
 - l. Retired Spouse Representative
 - m. Volunteer Coordinator

- 2) Chairpersons of committees will perform duties outlined in their job descriptions in the Hui O'Wahine SOP, and other duties as assigned by the President (all of whom will serve without compensation). Chairpersons may form sub-committees, as necessary.
- 3) Treasurer's Reports will be available at the general membership luncheons or be available from the Secretary. Minutes will be available (in accordance with Robert's Rules of Order, Chapter XVI: Boards and Committees; Conduct of Business in Boards pg 470) from the Secretary. This method of availability will be published in the Hui O'Wahine Spirit Newsletter/website at least two (2) times each year.

Section G: GOVERNING Board shall be comprised of elected officers, the appointed chairperson of standing committees, Honorary President and Honorary advisor(s). The power of administration management, operation, and dissolution of the Hui O'Wahine shall be vested in the Governing Board of the Hui O'Wahine.

Section H: The Governing Board shall:

- 1) Formulate plans and establish Standard Operating Procedures and controls for the Hui O'Wahine in accordance with this Constitution and Bylaws and SOP.
- 2) Prescribe the scope of activities, services, and facilities.
- 3) Ensure that the Hui O'Wahine is properly administered, its funds safeguarded, that all due income is received in full and properly recorded and prescribed, and approve expenditures and creditor relationships.
- 4) Administer operational funds.
- 5) Administer welfare funds to support scholarships for the Hui O'Wahine Members, spouses and dependents and fund worthwhile community projects.
- 6) Ensure that the Ft. Shafter Thrift Shop is properly administered and its funds safeguarded.

ARTICLE V: ELECTIONS

Section A: The Executive Board members, except for the Honorary President, Advisor, and Parliamentarian, shall be elected by a majority of active members at the April General Membership Luncheon. The officers elected will be installed and take office at the May General Membership Luncheon. The following procedures will be used in the election of Hui O'Wahine officers.

Section B: The Parliamentarian shall serve as the Nominating Chairperson.

- 1) The Nominating Committee will consist of the Parliamentarian, the Honorary President, Advisor, and at least 4 members that represent a cross-section of the Hui O'Wahine. The committee will meet no later than (NLT) February of each year. If the Parliamentarian wishes to be considered for the slate, The President will appoint another governing Board member to oversee the nominating Committee.

- 2) Announcements of the upcoming elections will be made by the Parliamentarian at the January General membership luncheon and be announced in the Hui O’Wahine Spirit newsletter.
- 3) Nominations will be accepted starting with the February General membership luncheon from any Active member with prior verbal or written consent of the nominee and a second from another general member.
- 4) The committee will select nominees for each elected office. The committee may select a single slate of nominees, but will not exceed three for each office from the applications submitted from the active membership of the Hui O’Wahine.
- 5) This committee is responsible for ensuring fairness and consistency throughout the nomination process.
- 6) The slate will be presented to the governing board at their April Board meeting for approval.

Section C: The slate will be presented to the general membership via email and posted in the Hui Spirit Newsletter. The slate shall be voted upon at the general membership luncheon in April. Voting will be conducted through the Parliamentarian by secret ballot following Robert's Rules of Order. The Parliamentarian can establish an absentee ballot procedure.

- 1) Officers will be elected by a majority vote. The current President's vote shall be placed in a sealed envelope and counted only in the event of a tie.
- 2) The Chair of the Nominating Committee shall offer written notification to applicants not on the slate prior to the April general membership meeting.
- 3) Nominations from the floor will be accepted at the April Membership meeting according to the following guidelines:
 - (a) Hand written consent of the nominee and five active member signatures endorsing the nomination of this member must be received by the April general membership meeting.
 - (b) The Chair of the Nominating committee must be notified of all nominations from the floor prior to the April membership meeting.
 - (c) In the event of a single slate, no ballot is required and the Chair can declare that the nominees are elected by acclamation.

Section D: In the event of any vacancy in an office of the elected Hui O’Wahine Board:

- 1) Office of the President: The First Vice President shall assume the office of President. However, if the First Vice President should decline the office, the Second Vice President shall be asked to assume the office of President. If the Second Vice President declines the office, the First Vice President shall assume the duties of the President until an official election is held at the next general membership meeting. Nominations will be accepted by the Nominating Chair prior to the next general membership meeting or at a special meeting called where a vote will be taken.

- 2) All other vacancies of elected officers, the President appoints qualified successors to fill unexpired terms of office, subject to the Executive Board's approval.

ARTICLE VI – REMOVAL OF A BOARD MEMBER or EMPLOYEE TERMINATION

Section A: Members of the Governing Board may be removed from either their elected or appointed offices for just cause, as outlined in the HUI O'WAHINE Bylaws (ARTICLE IV, SECTION 2). Any HUI O'WAHINE member may propose such a removal to the Executive Board.

Section B: Ft. Shafter Thrift Shop Employees may be terminated from employment for just cause, as outlined in the HUI O'WAHINE Bylaws (ARTICLE IV, SECTION 2). Any HUI O'WAHINE member may propose such action to the Executive Board.

Section C: The Executive Board shall meet with both the member proposing the removal/termination and the Board member/employee affected by this proposal. After conducting an informal inquiry, the Executive Board will 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 Executive Board shall:

- 1) Suspend the Board member/employee who has been proposed for removal/termination.
- 2) Request that all HUI O'WAHINE property in the possession of the Board member/employee, including but not limited to After Action Reports and Continuity Books, be returned to a member of the Executive Board until such time as the investigation is concluded. These items are to be submitted to an Executive Board member within twenty-four hours of this request.
- 3) Notify all community organizations in which the Board Member/employee is involved by virtue of their position on the HUI O'WAHINE Board or the Ft. Shafter Thrift Shop, of her/his suspension.
- 4) Conduct a detailed investigation into the reasons for the Proposal for Removal/Termination.

Section D: If the Executive Board finds that there is sufficient cause to support the Proposal for Removal/Termination, they shall form a Special Committee consisting of all members of the Governing Board as voting members. The Special Committee will present the Board member/employee with a written Proposal for Removal/Termination.

Section E: The member/employee will be given a reasonable time, not to exceed seven days, to either resign voluntarily or prepare a written rebuttal to the Proposal of Removal/Termination. The member/employee will then present this written rebuttal to the Special Committee prior to

any Committee action. The Special Committee will vote on the Proposal for Removal/Termination. A two-thirds vote of the Special Committee will govern. After the vote, the Board member/employee will receive a written notification of the Special Committee's actions.

Section F: In the event that the Board member/employee fails to submit a written rebuttal to the Special Committee within the allotted time period, she/he will have forfeited all rights to speak on this proposal. Failure to comply with the removal procedures will result in automatic revocation of HUI O'WAHINE membership and or termination of employment.

ARTICLE VII: GENERAL MEMBERSHIP LUNCHEONS AND BOARD MEETINGS

Section A: General Membership Luncheons

- 1) The general membership shall meet on the 2nd Thursday of each month from September through May. Business may be conducted at these luncheons.
- 2) The President may call special meetings of the general membership for the purpose of conducting business. The President shall call such meetings with the concurrence of two-thirds of the voting members of the Hui O'Wahine governing Board.
- 3) Any active member may seek to have a special meeting called by submitting such proposal to the President. Should that fail the member may directly petition the Hui O'Wahine Governing Board, who will then consider the matter. The request must be approved with the concurrence of two-thirds of the voting members of the Hui O'Wahine governing Board.
- 4) A quorum of the general membership shall consist of one more than 50% of the membership present. The vote of a majority of the quorum present shall govern.

Section B: **Governing** Board meetings:

- 1) The Hui O'Wahine Governing Board shall meet once a month, every month from August through June and/or July at the discretion of the President
- 2) For conducting business, the President may call special meetings of the Hui O'Wahine Governing Board or the Hui O'Wahine Executive Board.
- 3) Two thirds of the eligible, voting members of the governing Board constitutes a quorum for the transaction of business. All motions before the governing Board will be carried by a majority vote of quorum present.
- 4) The President shall have the authority to conduct a vote by telephone (or email) of the members of the Hui O'Wahine Governing Board in the event of the requirement of an immediate decision of such urgency as to preclude a called meeting.
- 5) Proxy voting will be conducted according to Robert's Rules of Order. It will be the responsibility of the Parliamentarian to set forth the procedure in accordance with Robert's Rules of Order.

- 6) The Hui O'Wahine governing Board in a duly constituted meeting shall vote on business, as needed, pertaining to the Ft. Shafter Thrift Shop.

ARTICLE VIII: ADMINISTRATION

Section A: The Hui O'Wahine shall be administered in accordance with this approved Constitution and By-Laws. All business shall be conducted in accordance with the most recent edition of Robert's Rules of Order.

Section B: The Executive Board shall consist of the Honorary President, Advisor, the Parliamentarian, and the elected officers.

Section C: The Hui O'Wahine Governing Board shall consist of the Executive Board members and chairpersons of Standing Committees, and by approving the transaction of its routine business, shall make and enforce such by-laws as are necessary for the govern of the HUI O'WAHINE.

Section D: Only elected officers (with the exclusion of the President) and chairpersons of standing committees shall be voting members of the HUI WAHINE Governing Board. The President shall vote in event of a tie. Only one vote may be cast per HUI O'WAHINE Governing Board position.

Section E: The Hui O'Wahine Governing Board year shall run from 1 June through 31 May.

Section F: The duties of the elected officers are outlined in ARTICLE II of the By-Laws

Section G: The duties of the Standing committees are outlined in ARTICLE III of the By-Laws.

ARTICLE IX: FINANCES

Section A: The revenue necessary to pursue the purpose of the HUI O'WAHINE described in ARTICLE I, section c of the Constitution must be derived from dues paid by active and associate members, transfer of 70% of profits from the Ft. Shafter Thrift Shop and from revenue producing activities entered into by the HUI O'WAHINE when required and approved by the HUI O'WAHINE Governing Board and the Garrison Commander - Hawaii.

Section B: The monetary amount of dues of the HUI O'WAHINE must be decided on annually in August by a quorum vote of the members of the present HUI O'WAHINE governing Board for the upcoming HUI O'WAHINE year.

Section C: The HUI O'WAHINE Governing Board must expressly approve all expenditures for the operation of the HUI O'WAHINE and shall ensure that all disbursements are with the purpose for which the HUI O'WAHINE was established, in accordance with sound business practices and within the budget.

Section D: Income will not accrue to individual members of the Hui O'Wahine. Scholarship awards will be paid directly to the award recipients attending college. Welfare awards will be paid to the organization requesting monetary funds.

Exceptions:

- 1) Members given reimbursement with valid receipt for approved purchases or services rendered.
- 2) Members who are employees of the Ft. Shafter Thrift Shop and will be rendered their monthly salaries from the Ft. Shafter Thrift Shop.

Section E: Awards and gifts of appreciation must be given under the guidance of the President. They shall include items of recognition given to HUI O'WAHINE Governing Board members. Deserving members and individuals that have given volunteer services to the Hui O'Wahine or the Ft. Shafter Thrift Shop may also receive items of recognition at the discretion of the President with the approval of the Executive Board. All gift expenditures must be preapproved in the Budget.

Section F: Monies in the operating account at the end of each year must be a minimum of \$1000.00 and shall not exceed \$3000.00 (of non-designated funds). Monies in the welfare account at the end of each year shall be a minimum of \$3000 and shall not exceed \$5000 (of non-designated funds).

Section G: Monies in the Ft. Shafter Thrift Shop Bank account must be a minimum of 3 months of expenses but shall not exceed 4 months of expenses.

Section H: Any monetary request exceeding \$1000.00 (not included in the budget) must be approved by a majority of the general membership present at a duly constituted meeting (luncheon).

Section I: Membership Dues and Functions income will be placed in the Operating Account. The profit accrued from the sales proceeds of the Ways and Means Committee's activities will be placed in the Operating Account.

All income from Ft. Shafter Thrift Shop will be placed in the Welfare Account.

Exception: Not more than ten (10) percent of the annual income from the welfare fund may be transferred into the operating account. Such transaction may occur once a Board year.

Section J: Taxes

- 1) The Hui O'Wahine shall comply with current tax regulations as stated in ARTICLE IV, section 3 of the By-Laws.
- 2) The Treasurer shall complete all reports on a monthly basis, according to current tax regulations, as stated in ARTICLE IV of the By-Laws.
- 3) The Ft. Shafter Thrift Shop Representative shall ensure all reports are completed on a monthly basis, according to current tax regulations, as stated in ARTICLE IV of the By-Laws.

Section K: Audit

- 1) HUI O'WAHINE books will be closed at the end of the HUI O'WAHINE fiscal year (May 31) and shall be audited annually.
- 2) A Public Accountant authorized by the Executive Board shall conduct annual audits of the Hui O'Wahine and Ft Shafter Thrift Shop.
- 3) Financial charges for audits and accounting shall be included in the annual budget of the Hui O'Wahine and the Ft. Shafter Thrift Shop.
- 4) All reporting procedural requirements under DoD Instruction 1000.15 shall be observed.

Section L: Budget and Accounting

- 1) HUI O'WAHINE Budget
 - (a) The HUI O'WAHINE budget must be presented to the HUI O'WAHINE Governing Board for approval at the September Board meeting.
 - (b) Any Revisions must be reviewed and approved by the October Board meeting.
 - (c) The approved HUI O'WAHINE budget must be presented to the general membership for its approval by the October general meeting (luncheon).
- 2) Ft. Shafter Thrift Shop Budget
 - (a) A balanced Ft. Shafter budget shall be presented to the HUI O'WAHINE Governing Board for approval at the September Board meeting.
 - (b) Any Revisions must be reviewed and approved by the October Board meeting.
 - (c) The approved Ft. Shafter Thrift Shop budget shall be presented to the general membership for its approval by the October general meeting (luncheon).
 - (d) The Ft. Shafter Thrift Shop budget shall be totally separate from the HUI O'WAHINE budget.

Section M: Books will be established using the double entry accounting system and in accordance with DoD Instruction 1000.15.

Article X– FT. SHAFTER THRIFT SHOP

- 1) The Ft. Shafter Thrift Shop, doing business as the Ft. Shafter Thrift Shop as an unincorporated association doing business on Ft. Shafter, and as an instrumentality of the HUI O'WAHINE. The purpose of the Ft. Shafter Thrift Shop , in accordance with the Hui O'Wahine Constitution and the Ft. Shafter Thrift Shop Charter, shall be to
 - (a) Generate Welfare funds to support and fund worthwhile community projects to be disbursed by the Hui O'Wahine.

- (b) Generate Welfare funds to support and fund Scholarships for the Hui O'Wahine Members and their families that will also be disbursed by the Hui O'Wahine.
 - (c) To provide excess goods from the store and donate them to charitable organizations in the surrounding community.
 - (d) To provide customers the opportunity to purchase pre-owned goods at a reasonable cost.
 - (e) Provide a place where HUI O'WAHINE members can volunteer for the good of the community.
 - (f) To provide employment opportunities for HUI O'WAHINE members.
- 2) The Ft. Shafter Thrift Shop will transfer 70 % (percent) of net profits to the HUI O'WAHINE and 30% (percent) will transfer to the Ft. Shafter Thrift Shop expense reserve fund.
 - 3) Policies, procedures and administration will be directed by the Ft. Shafter Thrift Shop Advisory Board with approval by the Hui O'Wahine Governing Board and the Garrison Commander in accordance with established procedures and applicable military regulations.
 - 4) The Ft. Shafter Thrift Shop to offer pre-owned product for sale which are non competitive with AAFES and its concessionaires. Ft. Shafter Thrift Shop will abide by its Charter.
 - 5) The Ft. Shafter Thrift Shop Advisory Board will interview and select a Ft. Shafter Thrift Shop Manager when a vacancy occurs with the approval of the Hui O'Wahine Governing Board.
 - 6) The Ft. Shafter Manager and the Ft. Shafter Thrift Shop Representative will interview and select an Assistant Manager, Decorator, Cashiers, Consignment manager, Janitor and Bookkeeper when a vacancy occurs with the approval of the Ft. Shafter Advisory board.
 - 7) All staff and volunteers must be members in good standing with HUI O'WAHINE.
 - 8) The Charter for Ft. Shafter Thrift Shop will be submitted to the Hui O'Wahine Governing Board for review and approval before sending to JAG and the Garrison Commander - Hawaii for Approval.

ARTICLE XI: PROPERTY

Section A: The property of the HUI O'WAHINE shall consist of such articles as may properly come into its possession. The HUI O'WAHINE President shall account for this property and shall keep an inventory in accordance with sound business practices, using DOD instruction 1000.15 as a guide. One copy of this inventory shall be kept by the Secretary Chairperson and one copy by the President.

Section B: The HUI O'WAHINE Chairperson shall annually sign for Property in possession of the HUI O'WAHINE for loan to fulfill their duties.

Section C: All Board members who maintain HUI O'WAHINE property in the conduct of their duties shall assist the President in the compilation of the annual inventory.

ARTICLE XII: RECORDS

Section A: The Secretary shall maintain a historical file consisting of the following permanent records:

- 1) The HUI O'WAHINE constitution and By-Laws with all current revisions.
- 2) Records of approval of the HUI O'WAHINE Constitution and By-Laws and all amendments thereto.
- 3) Current list of HUI O'WAHINE Officers names, addresses and phone numbers.
- 4) Current list of HUI O'WAHINE members.
- 5) Copies of all HUI O'WAHINE Executive Board and Board minutes.
- 6) Copies of all after action reviews.
- 7) Copies of all financial records.
- 8) Copies of all policies.

Section B: All records of the HUI O'WAHINE, excluding permanent files and the uncompleted checkbook, will be cut off at the end of the fiscal year (May 31). These records will be held at least five years, after which time they may be destroyed. The checkbook will be placed with related records when it is completed; using the applicable provisions of the DOD instruction 1000.15 series as a guide.

ARTICLE XIII: INSURANCE

Section A: Fidelity bonding will be purchased by the Hui O'Wahine for members (President, 1st Vice-President, Treasurer and Reservation chair), handling monthly cash flow exceeding \$500.00.

Section B: Fidelity bonding will be purchased by the Ft. Shafter Thrift Shop for all employees, handling monthly cash flow exceeding \$500.00. No volunteers will handle cash in the Thrift Shop.

Section C: Fidelity bonding will be equal to the normal maximum amount of cash that would be handled by the members/employees.

Section D: The HUI O'WAHINE must carry proper insurance for any sponsored event which is open to the public and liability is not covered by the government. It is the Treasurer's duty to ensure proper insurance is purchased and paid for prior to the event.

Section E: The HUI O'WAHINE must ensure that the Ft. Shafter Thrift Shop carries the proper insurance on its building and all of the contents. It is the Treasurer's duty to ensure proper insurance is purchased by the Thrift Shop and paid for annually out of their budget.

ARTICLE XIV: AMENDMENTS TO THE CONSTITUTION, BYLAWS, SOP

Section A: A Constitution Review Committee will once a year to review the Constitution and By-Laws and report its recommendations to the HUI O'WAHINE governing Board.

Section B: Amendments to the Constitution, Bylaws and SOP may be proposed by any member and must be submitted in writing to the Hui O'Wahine Governing Board. The written document must be sponsored by a minimum of ten (10) members. Upon approval by the Governing Board, the Parliamentarian will post and circulate the proposed change(s) two weeks prior to voting on the amendments.

Section B: Notice of amendments to the Constitution must be made at least two weeks prior to presentation/voting at a regular or special meeting of the general membership.

1) Constitution:

- (a) Amendments shall not conflict with applicable military regulations and shall be forwarded to the approving military authority. The President shall sign the letter reporting such amendments.
- (b) Both the portion of the present Constitution and the proposed amendments will be disseminated to the General Membership.
- (c) The constitution will become effective on date of approval.

2) Bylaws:

- (a) The Hui O'Wahine Governing Board is empowered to create and amend Bylaws.
- (b) These Bylaws may be amended upon an affirmative vote of two-thirds (2/3) of the voting members of the governing Board in attendance.
- (c) A quorum being present at regular or special governing board meetings.
- (d) The Governing Board will inform the general membership at a preceding luncheon after a change to the bylaws.

3) Standard Operating Procedure (SOP):

- (a) The Executive Board is empowered to amend the SOP of the Hui O'Wahine upon a two-thirds vote and changes will be effective upon that date.
- (b) The Governing Board will inform the general membership at a preceding luncheon after a change to the SOP.
- (c) Amendments to the SOP are subject to the review of the Garrison Commander - Hawaii.

Section C: Once approved for operation as a private organization by the Garrison Commander - Hawaii, the Constitution, Bylaws, SOP and all applicable reports will be submitted for revalidation every two years by the organization.

Section D: Requests for revalidation as a private organization will be submitted to the Garrison Commander - Hawaii no less than 90 days before the expiration of the two-year approval.

Section E: A copy of the renewal request with the Constitution/Bylaws shall be signed by the Hui O'Wahine President and maintained by the Secretary.

ARTICLE XV – PARLIAMENTARY AUTHORITY

Section A: Robert's Rules of Order (newly revised) shall govern all parliamentary procedures not covered by this Constitution and/or Bylaws.

ARTICLE XVI: DISSOLUTION

Section A: The HUI O'WAHINE may be dissolved by a majority vote of the general membership or by direction of the appropriate military authorities.

Section B: All residual assets and properties including the assets and property of the Ft. Shafter Thrift Shop, after payment of all liabilities shall be disposed of in a manner consistent with ARTICLE III and so determined by the HUI O'WAHINE Governing Board members. If liabilities exceed assets, each member shall be assessed his/her pro-rata share of the remaining debt after assets have been liquidated and applied toward liabilities.

Section C: Dissolution will occur if the installation of Ft. Shafter area is inactivated.

Section D: If the HUI O'WAHINE is forced to temporarily suspend its activities (i.e. War, Etc); all of the assets of the HUI O'WAHINE (to include those of the Ft. Shafter Thrift Shop) will be frozen up to one year. At the end of that time, the Executive Board including the Honorary President and Advisors as voting members will determine the future of the organization and its assets.

Section E: In case of dissolution of the Hui O'Wahine, whatever funds are contained in the Treasury of both the Hui O'Wahine club and Ft. Shafter Thrift Shop at the time will be used to satisfy any outstanding debts, liabilities, or obligations of both. The balance of these assets will be disposed of to charities as determined by the membership, subject to approval of the Garrison Commander - Hawaii.

Section F: Any liabilities at the time of dissolution, not payable because of lack of funds, will be liquidated by a prorated collection from all Club members.

Section G: The HUI O'WAHINE, to include the Ft. Shafter Thrift Shop and all its funds will be dissolved with the final approval of the Garrison Commander - Hawaii.

Section H: At the discretion of the Garrison Commander the Ft. Shafter Thrift Shop may reopen for business with new sponsorship after the dissolution of the Hui O'Wahine, all its funds to include the funds of the Ft. Shafter Thrift Shop as described in section E above.

ARTICLE XVII – ADOPTION

Section A: This constitution shall become effective upon adoption in a duly constituted regular or special meeting of the general membership and a majority vote of the members present and upon approval of the appropriate Army authorities. This Constitution shall then supersede all previous constitutions and amendments, except in so far as it shall not affect officers elected nor specific agreements or contracts entered into under the terms of previous constitutions until such terms of agreements or contracts have reached expiration dates.

Section B: This constitution was approved by majority vote of the membership at a general meeting or utilizing e-mail distribution on _____. The following officers affix their signatures and date.

Section C: The General Board reviewed and approved revisions to this Constitution at a meeting held in _____ 2009. The following General Board members accept and approve this Constitution:

President

First Vice President

Second Vice President

Recording Secretary

Treasurer

ACCEPTED AND APPROVED THIS ____ DAY OF _____ 2009.

(Supersedes Constitutions submitted prior to the above date)