

## CONSTITUTION AND BYLAWS (Name of Organization)

### ARTICLE I NAME AND PURPOSE

**SECTION 1 – NAME:** The organization’s name will be (insert organization name). This Private Organization (PO) is a self-sustaining, special interest group, set up by people acting outside the scope of any official position they may have in the federal government. It operates on Incirlik Air Base only with the consent of the installation commander and if operations comply with the requirements and conditions of all applicable regulations, operating instructions, and this constitution.

**SECTION 2 – PURPOSE:** The purpose of this organization is to (insert the organizations purpose)(e.g. provide professional development, mentorship, and community service as a central organization and team). This is a private organization. It is not a part of the Department of Defense or any of its components and has no governmental status.

**SECTION 3 – LEGAL:** The members of this organization understand that requests for certification must be resubmitted for review and approval every two years or when there is a change in the purpose, function, or membership eligibility of the Private Organization, whichever comes first and must be reviewed by the installation Staff Judge Advocate.

### ARTICLE II GENERAL PROVISIONS

**SECTION 1 – AUTHORITY:** This is a private organization operating on Incirlik Air Base under the authority of AFI 34-223, *Private Organizations*. It is a self-sustaining interest group operated by people outside the scope of any official position they may have with the federal government, and it operates only with the written permission of the installation commander or designee.

**SECTION 2 – LIABILITIES:** The liabilities of this private organization are as follows:

- a. Obligations will be for the sole use and benefit of this private organization. No individual may obligate without approval from the executive committee. If obligation is made without prior approval, the member will be held liable.
- b. This private organization is not a Non-Appropriated Fund Instrumentality (NAFI) or any type of federal entity; and is not entitled to sovereign immunities or privileges afforded to a federal entity; nor may it become incorporated.
- c. This organization will not engage in activities that duplicate or compete with any base Force Support Squadron (FSS) or AAFES program. It will not conduct resale activities unless they are specifically stated in AFI 34-223, *Private Organizations*, para 10.8. and are approved by proper authorities.
- d.

## **ARTICLE III MEMBERSHIP**

**SECTION 1 – QUALIFICATIONS:** Attendance and membership to this private organization is voluntary, without regard to age, race, creed, religion, color, ethnic origin, or sex. Although attendance is open to anyone, membership is limited to those who (define parameters on who can become a member)(e.g. if the private organization is a squadron booster club then membership would only pertain to members who are assigned to that squadron. If the organization pertains to a specific Officer/Enlisted Tier, then membership would only pertain to that Officer/Enlisted Tier).

**SECTION 2 – TYPES OF MEMBERSHIP:** This private organization has only one type of membership, full membership. Full membership entitles all members with privileges, obligations, and voting rights.

**SECTION 3 – FEES AND DUES:** (Define fees and dues)(e.g. Members are not required to pay annual fees or dues to the Treasurer or Members are required to pay annual fees and dues of \$300.00 to the Treasure upon becoming a member of this private organization).

## **ARTICLE IV OFFICERS & GOVERNING BODY**

**SECTION 1 – DESCRIPTION:** This private organization will be governed by an executive council consisting of four elected officers: President, Vice-President, Secretary, and Treasurer. Officers will ensure the private organization complies with all requirements of this constitution. New officers will also consult the 39th FSS PO monitor for guidance and training on local base requirements, procedures, and information that supplements AFI 34-223, *Private Organizations*, as needed.

**SECTION 2 – DUTIES OF THE PRESIDENT:** The President shall have the following duties and obligations:

- a. Enforce this constitution and all other rules, regulations, and conventions.
- b. Preside over all meetings, if unavailable another executive council member will preside over the meeting.
- c. Assume the duties of Treasurer during periods of absence.
- d. Take responsibility for the disposition of any assets or discharge of any liabilities remaining in the event the private organization is dissolved.

**SECTION 3 – DUTIES OF THE VICE PRESIDENT:** The Vice-President shall have the following duties and obligations:

- a. Assume the duties of the President during periods of absence.

- b. Assume the duties of the President in the event of resignation or removal from office until a new President is elected.
- c. Will chair monthly meetings with committee POCs and ensure participation and accountability of all events.

**SECTION 3 – DUTIES OF THE TREASURER:** The Treasurer shall have the following duties and obligations:

- a. Receive and disburse funds as directed by the voting membership and/or the executive council.
- b. Collect funds as required.
- c. Maintain the financial records of the private organization. If unavailable, the President will assume the duties of the Treasurer.
- d. Present a financial summary at each general membership meeting or as requested by the executive council. A quarterly financial statement will also be presented at each quarterly meeting.
- e. Maintain the private organization checking account (if applicable)(remove this if checking accounts are being utilized).
- f. Assume the duties of Vice-President during periods of absence.

**SECTION 5 – DUTIES OF THE SECRETARY:** The Secretary shall have the following duties and obligations:

- a. Record proceedings of general membership meetings, executive council meetings, and special meetings called by the President. If unavailable, the Vice-President will assume the duties of the Secretary.
- b. Maintain membership lists.
- c. Make available to the membership, copies of the constitution and by-laws.
- d. Distribute meeting minutes to all applicable members and the 39th FSS PO monitor.
- e. Count the votes in each election and announce the results.

## **ARTICLE V ELECTIONS**

**SECTION 1 – ELIGIBILITY:** All members in good standing shall be eligible for election to any of the executive council officer positions.

**SECTION 2 – NOMINATIONS:** Elections will be held semi-annually in (state months that elections will be held)(e.g. June and December). Nominations will be made at the open membership meeting prior to the month of the elections. Nominees must give consent, in person or in writing, of willingness to serve if elected before elections are held.

**SECTION 3 – PROCEDURE:** All executive council officers will be elected by a majority vote, using secret ballots, by members present at the election meeting. The Secretary will announce the results of the election before the meeting concludes.

**SECTION 4 – TERMS OF SERVICE:** The term of service for all executive council officers is 6 months, beginning (should start on the first of the month following election month)(e.g. 1 January and 1 July), respectively.

**SECTION 5 – SPECIAL ELECTIONS:** Except for a presidential vacancy, special elections will be held at the next possible meeting to fill the executive council officer position(s). In the event of a presidential vacancy, the Vice-President will automatically assume the position until the next general election.

**SECTION 6 – TERMINATION OF EXECUTIVE COUNCIL OFFICERS:** Executive council officers may be removed from positions for improperly discharging duties of responsibilities and for actions that discredit the private organization. A two-thirds vote of the current membership shall be required to remove an executive council officer. Executive council officers being considered for removal will be allowed the opportunity to address the general membership. Executive council officers may also resign by submitting their resignation in writing to the executive council. Removals are effective immediately while resignations are effective 30 days after a resignation letter has been submitted.

## **ARTICLE VI MEETINGS**

**SECTION 1 – EXECUTIVE COUNCIL MEETINGS:** The executive council shall meet monthly or at the request of a simple majority of the membership, or at the request of any member of the executive council, upon reasonable notice. A quorum shall exist if three of the executive council officers are present. The Secretary, or designee, will record the minutes of each meeting.

**SECTION 2 – GENERAL MEMBERSHIP MEETINGS:** The general membership shall meet quarterly or at the request of a simple majority of the membership, or at the request of any member of the executive council, upon reasonable notice. The Secretary, or designee, will record the minutes of each meeting. (general membership meetings may be held more frequently if desired)

## **ARTICLE VII VOTING**

**SECTION 1 – GENERAL PROVISIONS:** Individuals with full membership have full voting rights. The President may not vote except in a tie or during an election of executive council officers. A simple majority of eligible members present is required for passage of any matter voted upon except as otherwise specified in this constitution and by-laws.

**SECTION 2 – SPECIAL VOTING PROCEDURES:** Two-thirds majority of all members in attendance is required for the removal of an executive council officer for cause and the approval of the constitution and by-laws or any revision thereof.

## **ARTICLE VIII COMMITTEES**

**SECTION 1 – STANDING COMMITTEES:** The executive council, with the advice and consent of the membership, shall establish and maintain standing committees as needed.

**SECTION 2 – SPECIAL COMMITTEES:** Special committees will be appointed to plan, organize, and execute specific projects or events. The President will appoint the Chairperson of the committee and the remaining committee member will be volunteers.

## **ARTICLE IX ACCOUNTING**

**SECTION 1 – RESTRICTIONS:** Pursuant to AFI 34-223, *Private Organizations*, para 10.9., the private organization will not operate amusement machines, slot machines, lotteries, raffles, games of chance, or other gambling-type activities (except as authorized in AFI 34-223, para 10.20.), nor will the private organization engage in frequent or continuous resale activities either directly or indirectly through third parties. The private organization is prohibited from soliciting donations from non-members on base (para 10.12.) and may not directly solicit cash donations for their organization on base (para 10.19.1.). The 39th FSS Commander (FSS/CC) is the approval authority for occasional on-installation fundraisers (e.g. bake sales, dances, car washes, or similar functions). The private organization should consult with 39th FSS and the legal office prior to engaging in fundraising off the installation (para 10.11.). “Occasional” is defined as not more than three (3) per calendar quarter (para 10.10.2.).

### **SECTION 2 – RESPONSIBILITY:**

- a. This private organization will be self-sustaining.
- b. The private organization shall be responsible for asset accountability, liability satisfaction, and responsible financial management.
- c. Executive council officers will be individually and collectively responsible for developing and maintaining policies to ensure asset accountability, liability satisfaction, and sound financial and operational management.
- d. The Treasurer shall be responsible for managing the private organizations funds.

**SECTION 3 – SOURCES OF INCOME:** The primary source(s) of income will be (state source(s) of income)(e.g. membership fees and dues and/or proceeds from fundraisers or similar activities).

**SECTION 4 – FINANCIAL STATEMENTS:** The Treasurer will maintain a quarterly financial statement and present it for review at every quarterly general membership meeting. The Treasurer will also provide the quarterly financial statement to the 39th FSS PO monitor.

**SECTION 5 – AUDIT REQUIREMENTS:** The private organization account and/or financial statements will be audited prior to the installation of a new Treasurer or when the membership deems necessary by a simple majority vote. A disinterested party of two individuals will perform the audit. If the gross annual revenue is \$5,000 or more, an annual financial statement will be submitted to the 39th FSS PO monitor. If the gross annual revenue is more than \$100,000, but less than \$250,000, an annual review by a public accountant is required.

**SECTION 6 – PROPRIETARY RIGHTS:** Members do not have proprietary rights in private organization funds. Assets and income will also not accrue to individual members except through wages and salaries for employees or other payment for services rendered.

**SECTION 7 – SIGNING CHECKS:** All private organization checks, if applicable, must be co-signed by the Treasurer and one other executive council officer.

## **ARTICLE X INSURANCE COVERAGE**

**SECTION 1 – INSURANCE:** The private organization shall, commensurate with the risk involved, secure and maintain insurance for protection against bodily injury and property damage claims or other legal actions that may arise because of activities of the organization. If the private organization does not wish to secure and maintain insurance, the private organization will submit a liability insurance waiver request to the installation commander.

## **ARTICLE XI ADOPTION & AMENDMENTS**

**SECTION 1 – APPROVAL:** Approval of the constitution and by-laws will require a two-thirds majority vote of the membership.

**SECTION 2 – REVISIONS AND AMENDMENTS:** Suggested revisions and amendments to the constitution and by-laws may be submitted as new business at any scheduled meeting. Upon approval by a two-thirds majority vote of the membership, the constitution and by-laws will be amended to reflect the approved change(s). The constitution and by-laws will automatically be amended to conform to directives from higher headquarters.

**SECTION 3 – IMPLEMENTATION:** The constitution and by-laws will be effective upon signature of the President, the 39th FSS PO monitor, legal, the 39th FSS/CC, and installation commander or designee.

## **ARTICLE XII DISSOLUTION**

**SECTION 1 – GENERAL PROVISIONS:** In case of dissolution, written notice will be given to the 39th FSS PO monitor and dissolution will be carried out only with the final approval of the installation commander or designee. Remaining funds are contained in the Treasury and will be used to satisfy any outstanding debts, liabilities, or obligations. Any funds remaining after satisfaction of debts, liabilities, and obligations will be determined by majority vote of the membership at the time of dissolution and must be consistent with applicable regulations.

**SECTION 2 – GROUNDS FOR DISSOLUTION:** The private organization may be dissolved by an affirmative vote of the membership or by the direction of the installation commander or designee. If the private organization is run by dependents and in the event of an emergency evacuation, if dependents have not been authorized to return within one year, then the organization will dissolve automatically.

THIS CONSTITUTION AND BY-LAWS WERE APPROVED BY THE MEMBERSHIP ON:  
(date approved) (e.g. 4 February 2025)

This is a Private Organization. It is not a part of the Department of Defense or any of its components and has no government status.

FULL NAME, RANK, USAF  
President, (Name of Private Organization)

1st Ind, 39 FSS/FSRA

MEMORANDUM FOR 39 ABW/JA

I recommend approval/disapproval of the aforementioned private organization's constitution and by-laws.

JENNIFER A. NELSON, MSgt, USAF  
Flight Chief, Resource Management

2nd Ind, 39 ABW/JA

MEMORANDUM FOR 39 FSS/CC

I recommend approval/disapproval of the aforementioned private organization's constitution and by-laws.

RAMATULAH JALLOH, Capt, USAF  
Chief, Civil Law

3rd Ind, 39 FSS/CC

MEMORANDUM FOR 39 MSG/CC

I recommend approval/disapproval of the aforementioned private organization's constitution and by-laws.

DELINE N TENGEN, Major, USAF  
Commander, 39th Force Support Squadron

4th Ind, 39 MSG/CC

MEMORANDUM FOR (NAME OF PRIVATE ORGANIZATION)

The aforementioned private organization's constitution and by-laws are approved/disapproved.

SIYEON LEE, Colonel, USAF  
Commander, 39th Mission Support Group