

CONSTITUTION AND BYLAWS

ARTICLE I

NAME

The name of this Chapter shall be Hawai'i Chapter 138 of the Air Force Association.

ARTICLE II

OBJECTIVES

Section 1. The Air Force Association provides an organization through which we, as free people, may unite to address the defense responsibilities of our nation imposed by the many advances in aerospace technology that have been, and will continue to be made; to educate the members and the public at large as to what that technology can contribute to the security of free people and the betterment of mankind; and to advocate and support military preparedness of the United States and its allies adequate to maintain the security of the United States and the free world.

Section 2. Hawai'i Chapter 138 is committed to meeting these objectives throughout the Hawaiian Islands while appreciating the strategic significance Hawai'i has and will continue to have in providing for our nation's defense.

ARTICLE III

LIMITS

Section 1. The Chapter shall be civilian and shall not be used for the dissemination of partisan principles, nor for the promotion of candidacy of any person seeking office or preferment, nor for any other personal or commercial gain.

Section 2. The Chapter shall operate exclusively for the purposes specified in AFA's Articles of Incorporation, and shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 3. Upon dissolution of the Chapter, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 4. No part of the Chapter's earnings may benefit private individuals, except as reasonable payment for services performed.

Section 5. The Chapter will not attempt to influence legislation.

Section 6. The Chapter will not participate in or intervene in any political campaign on behalf of a candidate for public office.

ARTICLE IV

MEMBERSHIP

Section 1. Eligibility. A member of the Association shall be deemed to be a member of this Chapter if they shall either have filed application for such membership with this Chapter, or shall have been assigned to this Chapter through automatic affiliation, or shall have paid their AFA dues through, or credited the same to, this Chapter. Members in good standing may transfer their affiliation to any Chapter of the Association. No member of this Chapter may be a member of any other Chapter at the same time. No person may join the Chapter without first being a member of the Air Force Association.

Section 2. Community Partners. A company or business that wishes to support the aims of the Air Force Association for greater community understanding of the need for aerospace power in the defense of the nation may apply for affiliation with the Air Force Association and the Hawaii Chapter as an AFA Community Partner.

ARTICLE V

FINANCE

Section 1. Dues. Annual dues are paid to the Air Force Association as required by the Association. No other dues are required.

Section 2. Voluntary Levy. For special events and/or unusual circumstances, and upon approval thereof by the majority of the voting members of the Chapter present at the meeting at which the matter is presented and provided that at least fifteen (15) days written notice has been given to the full chapter membership, a voluntary levy may be assessed. Compliance with this levy will be strictly voluntary and the levy in no way will benefit private individuals or activities outside the scope of AFA Hawaii's strategic plan.

Section 3. Fiscal and Operating Years. The Fiscal Year of the Chapter shall be January 1 to December 31. The Operating Year shall also be January 1 to December 31. However, this may change to be in sync with the National AFA fiscal year.

Section 4. Appropriations. Any committee chair and chapter officer who needs operating funds may make submit a budget request through the Finance Committee for approval by the Chapter Executive Board.

ARTICLE VI

CHAPTER MEETINGS

Section 1. Meetings. The President shall call meetings as necessary. The Chapter Executive Board can conduct regular business through e-mails or via conference calls. The President can call for a Board/Chapter meeting at any time. A general meeting will be called by the President if a full slate of qualified officers has been submitted by the Nominating Committee to the Executive Board and the minimum term has been completed, otherwise administration operations of the Chapter can be handled by the Chapter Executive Board.

Section 2. Quorum. A quorum shall exist at a chapter meeting when at least $\frac{3}{4}$ (7) members are present.

Section 3. Notice of Meetings. All members will be notified of a Board/Chapter meeting, by email or other method, not less than seven (7) days prior to a Board/ Chapter meeting. All members will be notified of any special meeting by email or other method, not less than ten (10) days prior to a special meeting.

Section 4. Voting. Each voting member of the Chapter shall be entitled to one vote in all proceedings, except at Chapter Executive Board meetings.

ARTICLE VII

OFFICERS

Section 1. Elected Officers. The officers of the Chapter shall be a President, Vice President, a Secretary, and a Treasurer. Additional officers may be elected, by the Chapter Executive Board, to serve in other positions as deemed necessary by the Chapter Executive Board. The officers shall be elected at a general meeting only when a full slate of officers has been submitted by the Nominating Committee to the Chapter Executive Board, and shall serve for a period until their successors are elected. In the event that a quorum is not present for the election, the election will be conducted by mail ballot or e-mail to all voting members. The Hawaii Chapter is recognized by National as a large Chapter and thus the President shall have served on an AFA Chapter Executive Board at any AFA Chapter for a minimum of one year, preferably three years, or as a committee chair at any AFA Chapter before being nominated.

Section 2. Appointed Officers. The President may appoint such subordinate officers as deemed necessary upon approval of the Chapter Executive Board. Appointed officers may be removed from office by the President or by majority vote of the Executive Board.

Section 3. Vacancies. In case of vacancy in any office, it shall be filled by appointment of the President for the remainder of the unexpired term and thereafter until a successor is elected, except that in the case of the vacancy occurring in the office of President, the office shall be assumed by the Vice President.

ARTICLE VIII

CHAPTER

Section 1. Membership. The Chapter officers and Chapter members shall comprise the Chapter.

Section 2. Duties. Between meetings, the administrative power of the Chapter shall be vested in the Chapter Executive Board. In addition to such powers as are specifically conferred upon it by the Constitution and Bylaws, the Chapter Executive Board shall be responsible for the general management of the affairs of the Chapter and may make such regulations as it deems advisable, not inconsistent with its governing documents. It shall keep a written report of its proceedings and shall make a written report of its activities.

Section 3. Meetings. The President shall call meetings as necessary. The Chapter Executive Board can conduct regular business through e-mails. The President can call for a Board/Chapter meeting at the same time. A general meeting can be called by the President if a full slate of officers has been submitted by the Nominating Committee, otherwise administration operations of the Chapter can be handled by the Chapter Executive Board.

Section 4. Quorum. A majority of the members of the Chapter Executive Board shall constitute a quorum. Absent members shall be counted as present at special meetings, provided the vote in writing of such absent members is received by the Secretary prior to the meeting.

ARTICLE IX

NOMINATING COMMITTEE

Section 1. Membership. The Nominating Committee shall consist of at least three (3) Chapter members who shall be appointed by the Chapter Executive Board (preferably the third quarter each year).

Section 2. Quorum. A quorum of the Nominating Committee shall consist of a majority of its members.

Section 3. Nominations. Nominations shall be made for each office, and all voting members shall be notified of the nominations by the Chapter Executive Board at least thirty (30) days prior to holding a meeting.

ARTICLE X

COMMITTEES

Section 1. Standing Committees. The standing committees of the Chapter shall be Awards; Community Partners; Education; Finance; Fund Raising; Leadership Development; Membership; and Programs.

Section 2. Special Committees. Special committees may be created by the Chapter Executive Board, the President, or at the annual membership meeting. The respective powers and duties of such committees shall be defined when each committee is created.

Section 3. Meetings. Each committee shall hold meetings at such times as may be specified by its chairman, by the President, by the Chapter Executive Board, or upon the request in writing of a majority of its members after due notice is given to committee members.

Section 3. Reports. Each committee shall keep a record of its proceedings and shall make a written report of its activities as may be required by the Executive Board.

Section 4. Duties. The President or the Chapter Executive Board shall charge each committee with the duties assigned to it by the Constitution and Bylaws. The President shall determine any question, which may arise as to the jurisdiction of a committee.

Section 5. Appointment and Removal. The President shall appoint members to all standing and special committees, except the Nominating Committee, for the same term as the committee chair. Any member of a standing or special committee may be removed by the President for cause at the request of the committee chair or by a request signed by at least two-thirds of the members of that committee.

ARTICLE XI

DELEGATES TO NATIONAL AND STATE CONVENTIONS

Section 1. The Chapter President shall be the authorized delegate of this Chapter to the National Convention of the Air Force Association, provided that if the President shall be unable to attend, the authorized delegate shall be the Vice President. If neither the President nor the Vice President can attend, the President shall designate the authorized delegate from among other voting members of the Chapter.

Section 2. If and when the Air Force Association charters a Hawai'i State Organization, delegates to the State Convention shall be as prescribed in the State Organization Constitution and Bylaws. The Chapter President and other Chapter delegates shall be chosen by the Executive Board.

ARTICLE XII

AGREEMENTS

Section 1. This Chapter shall not enter into any agreements, leases or other commitments or involvements of any kind or nature whatsoever, the direct or indirect effect of which shall be legally to obligate or constrain the Air Force Association, without the prior written approval of the President of the Air Force Association; nor shall the Chapter engage in any activity contrary to, or inconsistent with, the objectives or policies of the Air Force Association.

ARTICLE XIII

PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Chapter in all cases to which they are applicable and in which they are not inconsistent with the Constitution and Bylaws and any special rules of order the Chapter may adopt.

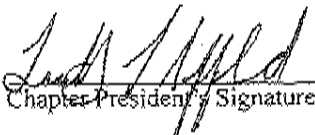
ARTICLE XIV

AMENDMENTS

This Constitution and Bylaws may be amended by a two-thirds vote of the voting members present at a Chapter meeting, provided that the Secretary shall have given notice of the proposed amendment to all members at least thirty (30) days prior to the meeting.

Adopted at a Chapter meeting on January 25th, 2007.

Accepted by AFA Hawaii Chapter 138:


Chapter President's Signature

Tim Saffold
AFA Hawaii President

January 25th, 2007