

**CONSTITUTION**  
(Name of Organization)

The sample constitution that follows contains all basic provisions for writing a private organization constitution. **Items in red are mandatory statements that must be included verbatim in the constitution as shown below.** Other items are statements that an organization may choose to include as shown below or change to fit their own particular objectives and desires. All articles and sections addressed in the example below must be addressed in each private organization's constitution.

**ARTICLE I NAME**

Section 1.1 The name of this organization shall be \_\_\_\_\_, herein after referred to as the 'Club.'

**ARTICLE II AUTHORITY & PURPOSE**

Section 2.1 Upon the approval of the Director, Marine Corps Community Services (MCCS), MCB Camp Butler (MCBB), and pursuant to MCIPAC-MCBBO 5760.2, this Constitution is hereby established.

Section 2.2 The purpose of this Club is to \_\_\_\_\_. The organization will provide equal opportunity and treatment for all members and prospective members regardless of their race, color, religion, gender, disability, age, or national origin.

**ARTICLE III BYLAWS AND OTHER REGULATIONS**

Section 3.1 Bylaws shall be formulated and upon approval of the Director, MCCS, MCBB, pursuant to MCIPAC-MCBBO 5760.2, and shall have the same force and effect as if published as part of the Constitution.

Section 3.2 The Club shall comply with all DoD; Marine Corps; Marine Corps Installations Pacific (MCIPAC); Orders, Directives and Instructions pertaining to the operation of independent private organizations.

Section 3.3 The Club acknowledges that it is not a government instrumentality and therefore is not entitled to immunities and privileges afforded government agencies, and is responsible for taxes and insurance as required by law.

**ARTICLE IV MEMBERSHIP**

Section 4.1 Membership of the Club will be on a voluntary basis.

- a. General membership shall be extended to \_\_\_\_\_
- b. Associate membership shall be limited to \_\_\_\_\_
- c. Honorary membership shall be extended to \_\_\_\_\_

**NOTE: If there are different classes of membership, they must be specified separately; if not, membership eligibility itself must be addressed. Please also explain what constitutes each membership.**

## **ARTICLE V OFFICERS AND BOARD OF DIRECTORS**

- Section 5.1 The officers for the Club; elected from the categories of membership, shall be President, Vice President, Secretary and Treasurer (add others as desired). This group of officers shall be designated the Board of Directors.
- Section 5.2 Each year, at a regularly scheduled meeting, nominations from the floor shall be invited prior to the election of office. Nominees must give their permission for the election. Officers shall be elected by a secret majority vote of those members present and voting. A simple majority vote is required for election to the nominated position. The existing Board of Directors shall not vote unless it is necessary to break a tie.
- Section 5.3 An officer of the Club may be removed for cause by a majority written vote of the voting membership.
- Section 5.4 The Board of Directors shall have the authority to act on any and all matters concerning the Club accepting those requiring approval pursuant to MCIPAC-MCBBO 5760.2, or a vote of the Club membership or as otherwise specifically provided for by the bylaws of the Club. Expenditures of the Club in excess of \$ \_\_\_\_\_ (indicate amount) must be presented to and approved by the Board (or voted on by the membership) before the obligation is incurred.
- Section 5.5 In the event of a vacancy on the Board, the remaining members of the Board shall appoint a temporary officer to serve until the next regular meeting at which time an election shall be held to fill the vacancy. The candidates shall be nominated from the floor at the time. If a permanent officer is not elected within 60 days after the vacancy occurs, the temporary officer appointed by the Board shall automatically become permanent for the remainder of the unexpired term.
- Section 5.6 An officer may resign his/her office by notifying the President in writing.
- Section 5.7 Officers are eligible for re-election to the same office; however no individual shall be eligible for the same office for more than two consecutive terms.
- Section 5.8 Duties of the elected officers are as prescribed in the bylaws.

## ARTICLE VI QUORUMS AND MEETINGS

- Section 6.1 The Board of Directors shall meet at least quarterly or at the call of the President. The quorum for all Board of Director's meetings shall be at least \_\_\_\_\_ (indicate number) Board members present at the meeting. The Board members will exercise their powers through a simple majority vote of those Board members present and voting at the meeting.
- Section 6.2 A general membership meeting will be held on the \_\_\_\_\_ (date/day of the week) of \_\_\_\_\_ (each month/other). A simple majority vote of those members present and voting at the meeting will prevail on all issues brought to a vote with the exception that Constitutional amendments shall be affected as prescribed in the Constitution, Article XI.
- Section 6.3 Upon written request of at least \_\_\_\_\_ percent of the voting membership of the Club, the President shall be required to call a special membership meeting. The President may call a special membership meeting at his own discretion.
- Section 6.4 All members shall be notified, if possible, of the time, place, and subject matter of the special membership meeting and only that business for which the meeting is called shall be transacted.

## ARTICLE VII VOTING

- Section 7.1 Only members in good standing shall be allowed to vote on any matter requiring a vote and they shall be entitled to only one vote.
- Section 7.2 There (~~shall/shall not~~) be any voting by (~~absentee/proxy~~).
- Section 7.3 Passage of any resolution shall be a simple majority vote of those voting members present, except when otherwise provided for in the bylaws.
- Section 7.4 All proposals at a Board of Directors meeting shall require a simple majority to be passed.

## ARTICLE VIII FINANCE

- Section 8.1 Each member shall pay monthly dues in an amount to be determined by the (Board/membership). Total dues of all members, together with other income, shall be sufficient to cover insurance and other expenses. **All members are personally and equally liable if the assets of the Club are insufficient to discharge all liabilities/obligations.**

## ARTICLE IX INSURANCE AND LIABILITY

Section 9.1 Adequate and proper insurance shall be carried at all times to protect the membership from liability. Members understand they are personally liable, as provided by law, if the assets of the non-Federal entity are insufficient to discharge all liabilities.

Section 9.2 Fidelity bond coverage is recommended for the Treasurer whenever cash assets of the Club exceed \$500. Such insurance shall be purchased with Club funds and shall cover the position of Treasurer and not the individual by name.

## **ARTICLE X DISSOLUTION**

Section 10.1 Dissolution of the Club shall be upon the initiative of the membership or a decision by the Director, MCCS, MCBB, to withdraw local authorization to operate aboard MCBB, pursuant to MCIPAC-MCBBO 5760.2.

Section 10.2 Upon the liquidation of all indebtedness, residual assets will be disposed of as directed by the Board of Directors.

Section 10.3 Upon disestablishment, the incumbent senior official shall notify the CG MCIPAC-MCBBO via the Director, MCCS, MCBB, of impending action with certification that all indebtedness has been liquidated and residual assets disposed of. If upon dissolution, liabilities exceed assets, then the excess of liabilities over assets shall be paid by the membership. For the purpose of this article, a member is defined as one whose name is carried on the role of the active and associate members as of the date of notification. The membership is liable for organizational debts in the event the organization's assets are insufficient to discharge liabilities. Distribution of residual funds and other assets must not accrue to the benefit of any individual member or the membership as a whole.

## **ARTICLE XI AMENDMENTS OR CHANGES**

Section 11.1 Amendments or changes to this constitution may be proposed by the Board of Directors or by any member in good standing who submits a written request to the President, using the exact wording of the proposed change. Notice of the proposed change of the constitution, using the exact wording, shall be given to the membership at least ten days in advance of a business meeting called to consider the change. This notice will be drafted as a (absentee ballot/proxy) vote to allow those members who do not desire to, or cannot attend the meeting to vote.

Section 11.2 Proposed amendments or changes shall be adopted when two-thirds of the voting members, both those at the meeting and those voting by (absentee ballot/proxy), approve the amendment, and shall become effective upon approval pursuant to MCIPAC-MCBBO 5760.2.

Section 11.3 Any amendments or changes to this constitution shall be attached hereto.

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Name of President

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Signature

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Date