



CONSTITUTION OF THE KWAJALEIN YACHT CLUB (Proposed as amended February 2016)

ARTICLE I. Organization Name and Purpose

Section 1-1. Name. The Club shall be known as the KWAJALEIN YACHT CLUB (KYC).

Section 1-2. Purpose. The purpose of the KYC shall be to promote the sports of yacht racing, cruising, fishing, motor boating, and other marine activities, and to afford its members opportunities for participation in these activities.

ARTICLE II. General Provisions

Section 2-1 Authority. The Kwajalein Yacht Club is established as a Private Organization (PO) under the provisions of AR 210-22, and exists on the military installation known as United States Army Garrison, Kwajalein Atoll (USAG-KA) by the express consent of the Commander, USAG-KA. This consent is contingent upon compliance with the requirements and consideration of all Army regulations and applicable host nation laws. KYC will operate as a PO, by individuals not acting within the scope of their official capacity as soldiers, employees, or agents of the US Government (USG). There is no official relationship between PO activities and official duties and responsibilities of Department of Defense (DOD) personnel who are PO members and participants. Neither the Federal Government nor any of its non-appropriated fund (NAF) instrumentalities (NAFIs) will incur or assume any obligations of the PO. The PO will comply with all federal and host nation tax laws.

Section 2-2. Chartering as a PO. KYC is required to be chartered as a PO on USAG-KA to be able to operate on the installation. The charter is good for two years and the re-chartering process must be initiated at least 120 days prior to the expiration of KYC's charter. The Commodore of KYC is responsible for ensuring that the KYC is chartered as a PO on USAG-KA.

Section 2-3. Support from the USAG. KYC is not an instrumentality of the USAG, must be self-sustaining, and may not receive financial (appropriated or NAF) or other assistance from the US Army or USAG-KA, except as provided for in Chapter 3, DoD 5500.7-R Joint Ethics Regulation. No seal, insignia, or other identifying device of the local installation or other US military department or service may be utilized, unless the Commander, USAG-KA, grants his/her written permission. KYC may receive limited support from USAG-KA for support of events sponsored in conjunction with the installation. The Commander, USAG-KA, or his/her designee, will approve this support in writing. KYC agrees to reimburse the Army for utility expenses contingent upon USAG-KA determining an appropriate utility billing formula the use is incidental, and billing costs would exceed the costs of the utility.



Section 2-4. Equal Opportunity. KYC fully supports the US Army's and USAG-KA's policies on equal opportunity and will not discriminate on the basis of race, color, religion, national origin, marital status, or gender, or support or associate with people or organizations that do. All activities that KYC conducts will not prejudice or discredit either the US military Services nor any other agency or official of the US Government. KYC agrees that it will neither propagate extremist activities, nor advocate either violence against others, or the violent overthrow of the US Government. KYC will not seek to deprive any individual of their civil rights.

ARTICLE III. Functions/ Activities and Operating Procedures

Section 3-1. Liability. All Members shall be personally liable for all outstanding debts and liabilities if the assets of KYC are insufficient to discharge such debts and liabilities.

Section 3-2. Knowledge of Constitution and Bylaws. All members of KYC will read this Constitution and Bylaws as a condition of membership.

Section 3-3. The Constitution and Bylaws were approved by a majority vote of the members present at a General or Special meeting **on March 26, 2016.**

Section 3-4. Constitution and Bylaws. KYC's Constitution and Bylaws may be adopted, amended, or replaced by the approval of the majority of the members present at a General or Special Meeting. The Executive Board may decide that an electronic vote is appropriate. An electronic vote to adopt, amend, or replace the Constitution and Bylaws would require the approval of the majority of a quorum of one-third of the general membership by a designated date. Any amendments or changes to the Constitution and Bylaws of KYC are subject to the final approval of the Commander, USAG-KA. KYC will provide proposed amendments or changes to the appropriate USAG-KA office within 30 days of their approval by the membership.

Section 3-5. Recommended Changes. Any member of KYC may propose changes to KYC's Constitution and Bylaws.

Any resident of USAKA, at least fifteen years of age, who professes an interest in sailing, motoring, fishing, or other similar water sport, and who is willing to actively support the spirit and purpose of the Club, may be accepted as a member.

ARTICLE IV. Membership

Section 4-1. Membership. Membership is open to all residents of USAG-KA, at least fifteen years of age, who professes an interest in sailing, motoring, fishing, or other similar water sport, and who is willing to actively support the spirit and purpose of the



Club. The majority of the members must have privileges under the Status of Forces Agreement (SOFA).

Section 4-2. Dues. KYC will assess an annual membership fee of one hundred dollars (\$100.00) for a family or sixty dollars (\$60.00) for an individual as a condition of membership. KYC's calendar year runs March 1 – February 29. Members joining after **July 1** of the membership year will pay 50% of the annual membership fee.

Section 4-3. Procedures for Applications, Resignations, and Termination of Memberships.

Section 4-3-1. Applications. An individual meeting the membership criteria may become a KYC member by completing an application, and paying the membership fee.

Section 4-3-2. Resignations. No specific form is required for a general member to resign from KYC membership. Membership ends when the member is no longer assigned to USAG-KA. Upon resigning, no annual membership fees will be refunded. Resigning Executive Committee members will submit their resignation, in writing, to the Commodore of KYC.

Section 4-3-3. Terminations. A membership may be terminated for violating provisions of the KYC Constitution or Bylaws, subject to the terms of the KYC Constitution, Bylaws, and U.S. Army and USAG-KA rules and regulations. This decision shall be made by three-fourths vote of the Executive Board.

Section 4-3-4. Membership Roster. KYC shall maintain a membership roster listing members' personal information to include: name, address, phone number, and email address. Member participation in the roster is voluntary. This directory, as well as all published personal information in any KYC documentation, is intended for official use only within KYC. No individual names, addresses, phone numbers, or email addresses may be released to other organizations, businesses, or persons outside of KYC.

ARTICLE V. Officers and Governing Body

Section 5-1. Election of Executive Committee. The election of the Executive Committee, which consists of the Commodore, Vice Commodore, Yeoman, Purser and Quartermaster, shall be conducted at the November meeting. The election shall be by a simple majority of the members present.

Section 5-2. Executive Committee. The establishment, administration, operation, and dissolution of the organization are under the general supervision of the Executive Committee.

Section 5-3. Term of Office. The members of the Executive Committee shall be elected by the general membership to a term of office not to exceed one year. Members of the Executive Committee may be elected to more than one consecutive term of office.



The term of the elected Executive Committee shall begin January 1 following the election and end on December 31.

Section 5-4. Recall of an Executive Committee Member. All Executive Committee members serve at the behest of the general membership. The general membership, when dissatisfied with a member of the Executive Committee, may recall or terminate this officer. A recall shall be conducted at either the monthly General Membership meeting, or a Special Meeting may be called, and will become effective upon a two-thirds vote of the entire general membership. Once an officer has been recalled, a special election will be held within thirty days to replace the recalled member. In the event of a recall of the Commodore, the Vice Commodore will assume the responsibilities of the Commodore, and the special election will be to elect a new Vice Commodore. If the Yeoman, Purser, or Quartermaster is recalled, then the Vice Commodore will assume the duties of the recalled officer until a new officer is elected. In the event of a recall of the Vice Commodore, the Yeoman will assume the duties of the Vice Commodore until the election of a new Vice Commodore.

ARTICLE VI. Duties of Executive Committee

Section 6-1. General. To ensure that KYC's objectives are satisfied and the proper direction is maintained, the general membership shall elect an Executive Committee in accordance with Article V of the Constitution.

Section 6-2. Commodore

Section 6-2-1. Executive officer and shall preside over all meetings of the Club.

Section 6-2-2. Responsible for the enforcement *the constitution and by-laws* of the Club.

Section 6-3. Vice Commodore

Section 6-3-1. Fulfill the duties of the Commodore in his/her absence or should the Commodore fail to complete his/her term of office.

Section 6-3-1. Fulfill the duties of the Purser, Yeoman, or Quartermaster if the said officer(s) is/are recalled by the general membership, in accordance with Article V.

Section 6-3-3. Review and certify the Purser's Report prior to each meeting.



Section 6-4. Yeoman.

Section 6-4-1. Fulfill the duties of Vice Commodore until a new Vice Commodore is elected in the event the Vice Commodore is unable to complete his/her term of office.

Section 6-4-2. Take and prepare minutes for all meetings. Make distribution of the minutes in accordance with Article XII of the Constitution.

Section 6-4-3. Maintain copies of all administrative documents. As a minimum, the following will be kept on file: Copies of the Constitution (and Bylaws), the application for charter, the USAG-KA Commander's approval to operate as a PO, minutes of all meetings, Purser's Reports, and other pertinent regulations.

Section 6-4-4. Prepare all official and unofficial correspondence for KYC.

Section 6-5. Purser.

Section 6-5-1. Maintain a single-entry accounting system to account for all revenue earned, and expenditures made, by KYC, to include the maintenance of supporting documents for all revenue and expenditures.

Section 6-5-2. Only expend funds in accordance with Article IX of the Constitution.

Section 6-5-3. Prepare a Purser's Report for each meeting.

Section 6-5-4. Make records available to the Vice Commodore for certification of the Purser's Report.

Section 6-5-5. Prepare an annual financial report in accordance with Army Regulation 210-22.

Section 6-5-6. Maintain accountability for the bank accounts (savings and/or checking) and ensure that signature cards are current.

Section 6-5-7. The Purser will ensure the Executive Committee is properly and adequately bonded.

Section 6-6. Quartermaster

Section 6-6-1 Responsible for the physical assets of the Club.



ARTICLE VII. Elections and Voting

Section 7-1. Election of Executive Committee. The election of the Executive Committee will be in accordance with Article V of the Constitution.

Section 7-2. Recall of an Executive Committee Member. The recall of an Executive Committee member will be in accordance with Article V of the Constitution.

Section 7-3. Resignation of Executive Committee Member. Resigning Executive Committee members will submit their resignation, in writing, to the Commodore of KYC. The resignation of the Commodore will be submitted, in writing to the Vice Commodore of KYC. The procedures for filling a vacant officer position will be the same as for filling a vacancy after a recall of an officer in accordance with Article V of the Constitution.

ARTICLE VIII. Standing Committees

Section 8-1. Standing Committees. Standing Committees may be established, as deemed appropriate by the Executive Committee. Standing Committee Chairs are voting members of the Executive Board.

ARTICLE IX. Funding Sources

Section 9-1. Self-Sustaining. KYC is considered to be a self-sustaining, non-Federal entity and its income will be attained primarily through dues, contributions, service charges, and/or special assessment to members.

Section 9-2. Fund-raising.

Section 9-2-1. General. KYC is authorized to request permission to conduct fund-raisers held on, or advertised on USAG-KA, when such activities are approved at an Executive Board or Regular Meeting. The Commander, USAG-KA, will review and approve, or disapprove, all requests for fund-raisers that are to be held on, or advertised on, USAG-KA.

Section 9-2-2. USAG-J Commander Approval. KYC will submit typewritten requests for permission to conduct fund-raisers to the appropriate USAG-KA office at least 30 days prior to the event. The appropriate USAG-KA office will verify the PO's standing, and forward the request to the Command Counsel for review. The request then will be forwarded to the USAG-KA Commander for approval/disapproval. The approval/disapproval of the USAG-KA Commander will be provided, in writing, to the PO.



Section 9-3. Commercial Sponsorship. KYC is not authorized to solicit commercial sponsorship.

Section 9-4. Bank Accounts. A checking account shall be maintained at a *locally situated bank of a majority of the members' choosing* for the retention of such funds as may be received from dues, fees, and other sources. The use of *such funds* shall be as the needs of the Club dictate. All expenditures of Club funds shall be made by check. All checks shall be signed by the Purser and one other member of the Executive Board. No liability shall be incurred nor any expenditure made in excess of the liquid cash assets on hand.

Section 9-5. Accounting System. A single-entry accounting system will be utilized to account for all revenues and expenditures.

Section 9-6. Treasurer Reports. The Treasurer will prepare a financial report for all Executive Board and Regular Meetings, reflecting the income and expenses incurred since the previous meeting. The Vice-President will verify the accuracy of the Treasurer's Report prior to its presentation at an Executive Board or Regular Meeting. Both the Treasurer and the Vice-President will sign the report.

Section 9-7. Audits. An audit of all funds received or expended by KYC will be conducted every 2 years and upon the change of Purser. A copy of the audit will be presented at the next Executive Board or Special Meeting, and a copy will be provided to the appropriate USAG-KA office. Specific requirements for audits are found in AR 210-22. All auditors will use the standard Audit Checklist provided in Enclosure 2 of the SOP for Financial Management Branch, NAF support Management Division, dated 22 August 2011.

Section 9-8. Special Audits. The Commodore may direct that the audit of the financial records of KYC be accomplished in accordance with Article IX of the Constitution, and when it is deemed in the best interests of KYC.

Section 9-9. Audit Report. All audit reports will be made, in writing, and signed by the individual(s) conducting the audit. A copy of all audits will be presented at the next scheduled Executive Board or Regular Meeting following completion of the audit. KYC will provide a copy of all audit reports to the appropriate USAG-KA office.

Section 9-10. Expenditure of Funds. The expenditure of all funds must be approved by a majority vote of the members present at a Regular Meeting. The Commodore may authorize the expenditure of funds to support events sponsored by KYC, if the expenditure was unexpected, and it was impractical to convene a Special Meeting of the membership. The President will report the expenditure of funds at the next Executive Board or Special Meeting, and the rationale for the expenditure.

ARTICLE X. Taxes



Section 10-1. Tax Liability. KYC's U.S. tax liability depends upon its earning income within the United States. An organization that operates overseas can limit its US tax liability. Utilization of non-interest bearing bank accounts will typically preclude US tax liability for organization operations. KYC is responsible for determining tax liability, if any. KYC will contact the proper tax officials to ensure compliance with all tax laws.

ARTICLE XI. Insurance Coverage

Section 11-1. Liability Insurance Requirements. KYC will maintain adequate liability insurance in accordance with Chapter 3, AR 210-22.

Section 11-2. Fidelity Bond Requirements. KYC will maintain adequate fidelity bonds in accordance with Chapter 3, AR 210-22.

Section 11-3. Membership Liability. In the event that the assets of KYC are insufficient to cover the costs of a liability claim against KYC, the individual members of KYC are personally liable for any amount not covered by insurance and/or assets.

ARTICLE XII. Meetings and Quorums

Section 12-1. Rules. All meetings will be held in accordance with a prescribed order of conduct.

Section 12-2. Meeting Order. *Robert's Rules of Order* will be the format used at all Executive Board and Regular Meetings.

Section 12-3. Meetings.

Section 12-3-1. Regular Meetings. General Membership meetings will be held the last Saturday of each month to conduct normal business.

Section 12-3-2. Special Meetings. The Commodore, with the Yeoman sending out notices at least one week in advance, may call Special Meetings, as required. Notices shall state the reason for the meeting, the business to be transacted, and who called the meeting.

Section 12-3-3. Executive Meetings. The Executive Committee and special subcommittees may meet in executive sessions to plan and organize activities for KYC. The Yeoman will report on all such meetings, with a synopsis of the business conducted, at the next Regular Meeting.

Section 12-4. Minutes. The Yeoman will prepare a set of minutes outlining the events that transpired at every Meeting. The Commodore will review the minutes, and both the Commodore and Yeoman will sign the minutes. A copy of the minutes will be



provided to each PO officer, the appropriate USAG-KA office, and any PO member who desires a copy. A copy of the minutes will be posted on the KYC website.

ARTICLE XIII. Dissolution.

Section 13-1. Dissolution. Upon receipt of notification from the USAG-KA, Commander, or upon agreement of three-fourths of the general membership at a Special Meeting called by the Commodore to consider dissolution, KYC shall be dissolved. KYC will provide a written notice of the dissolution with a notice of the disposition of its assets to the appropriate USAG-KA office.

Section 13-2. Disposition of Assets. If KYC is dissolved, all funds in the treasury at the time will be used to meet any outstanding debts, liabilities, or obligations. The balance of these assets will be turned over to the USAG-KA Commander to be donated to the Army Emergency Relief Fund. Approved by Majority Vote on DBT

Section 13-3 Temporary Inactivation. The Executive Board may vote to put KYC on inactive status with the approval of a majority vote. During inactive status, KYC will still comply with pertinent USAG-KA orders. KYC must have approval of USAG-KA to return to active status.