

# CONSTITUTION

## Ke Ali'i Maka'ainana Hawaiian Civic Club

### ARTICLE I: NAME AND PRINCIPAL OFFICE

#### 1.1 Name

The name of this organization shall be *Ke Ali'i Maka'ainana Hawaiian Civic Club*, hereinafter referred to as the "Civic Club."

#### 1.2 Charter

The Civic Club is chartered by the Association of Hawaiian Civic Clubs of the State of Hawaii, hereinafter referred to as the "Association."

#### 1.3 Mainland Council Membership

The Civic Club is a member of the Mainland Council of the Association of Hawaiian Civic Clubs, hereinafter referred to as the "Mainland Council."

#### 1.4 Principal Office

The principal office of the Civic Club is located at: *217 Stern Cove, Stafford, VA 22554*, in the Commonwealth of Virginia.

### ARTICLE II: PURPOSES

The purposes of this Civic Club are:

#### 2.1 Advocacy

To take an active interest in the health of, and the civic, economic, social, and moral welfare of our community and the activities of those agencies and organizations who are responsible for the improvement of the conditions of the people of Hawaiian ancestry.

#### 2.2 Support

To support programs of benefit to persons of Hawaiian ancestry and to the community at large, by promoting charitable and educational endeavors to actively encourage and financially assist them in furthering their education. This interest will be pursued with a commitment to and sensitivity for the traditional cultural values and assets of the Hawaiian people and our culture.

### 2.3 Education

To preserve and cherish all sources and records of the ancient traditions, *na 'oli a me na mele*, traditional and historic sites of Hawai'i nei, and to actively encourage the teaching, learning and use of *'olelo makuahine* (our mother tongue) the Hawaiian language.

## *ARTICLE III: TAX EXEMPT STATUS*

### 3.1 Non-Profit Corporation

The income or net earnings of the Civic Club shall not inure to the benefit of any member or individual. The Civic Club is not organized for profit and no part of the assets, income or earnings shall be used as dividends, or other withdrawals, or distributed to any of its members or officers, except for services actually rendered.

### 3.2 Activities

The corporation shall not carry on any other activities not permitted to be carried on by a corporation 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, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### 3.3 Dissolution

Upon the dissolution of the Association, the Directors shall, upon payment of all liabilities of the Association, dispose of all the remaining assets by distribution to a like fund or a foundation or organization organized and operated exclusively for charitable or educational purposes and exempt from Federal Income Tax as an organization described in Section 501 (c) 3 of the Internal Revenue Code.

### 3.4 Stocks

The Civic Club is not authorized, nor shall it have the power to issue, capital stock.

## *ARTICLE IV: PROHIBITIONS*

### 4.1 Endorsements

The Civic Club shall not endorse or recommend any candidates for elective political or public office.

#### 4.2 Personal Gain

No officer or member of this Civic Club shall use the Civic Club as a means of furthering the personal or political aspirations of any person, nor shall the Association take part in any movement that is not in keeping with the purpose and objectives as contained in this Constitution.

### *ARTICLE V: MEMBERSHIP*

#### 5.1 Membership Classification

Membership in the Civic Club will be classified as Active, Associate, Lifetime, Honorary, and At-Large.

#### 5.2 Rights and Responsibilities

The rights and responsibilities accorded the different memberships, including dues, will be established in the Civic Club bylaws.

### *ARTICLE VI: OFFICERS AND DIRECTORS*

#### 6.1 Officers

Officers of the Civic Club shall be the President, the First Vice President, the Second Vice President, the Treasurer, the Recording Secretary, and the Corresponding Secretary. The officers shall also be Directors of the Civic Club.

#### 6.2 Directors

The Board of Directors will initially consist of the elected officers, and Directors as elected by majority vote of the general membership. The number of Directors and the time of election will be established in the bylaws.

#### 6.3 Qualifications

Elected Officers and members of the Board of Directors must be in good standing with the Civic Club.

#### 6.4 Liabilities

No member of the Corporation, Board of Directors, or Elected Officers shall be held individually liable for any action of the club or its membership.

*ARTICLE VII: DEDICATION AND DISTRIBUTION OF ASSETS*

7.1 Assets

This corporation shall ensure that its assets shall be permanently dedicated for exempt purposes. Funds shall be derived only from membership contributions or donations. This, however, does not prohibit the corporation from carrying on any lawful business, enterprise, or transaction. The revenue derived shall be used to carry out the purposes of the educational and charitable objectives of this corporation.

7.2 Fiscal Year

The fiscal year of this corporation shall commence on January 1 and end on December 31 of that year.

7.3 Salaries

No officers or members of the Board of Directors will receive salaries.

7.4 Dissolution

Upon the dissolution of the corporation, 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, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

*ARTICLE VIII: AMENDMENTS TO THIS CONSTITUTION*

8.1 Presentment

Amendments to this Constitution must be proposed and presented in writing to the general membership of the organization (30) thirty days before the proposed amendment may be put to a vote.

8.2 Passage

Amendments can only be approved with a (2/3) two-thirds majority vote at a meeting of members with a quorum present.

### 8.3 Submission

The amended articles must be submitted in accordance with the laws of the Commonwealth of Virginia to the Secretary of State.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SUBSCRIBED OUR NAMES THIS 24<sup>TH</sup> DAY OF JULY 2004.