

CONSTITUTION
OF
THE HAWAI`I STATE SOCIETY OF WASHINGTON, D.C.

(Amended April 21, 1967; April 18, 1968; May 19, 1969; May 21, 1971; May 19, 1972; May 18, 1974; May 30, 1975; May 20, 1978; May 21, 1983; November 24, 1990; December 12, 1998; and November 15, 2008 (proposed))

ARTICLE I
NAME
(Amended November 15, 2008 (proposed))

The name of this Society shall be the HAWAI`I STATE SOCIETY OF WASHINGTON, D.C., Hui Moku`āina O Hawai`i Ma Wakinekona, Moku`āina O Kolumepia.

ARTICLE II
OBJECTIVES
(Amended November 15, 2008 (proposed))

The objectives of the Society shall be:

- To promote the cultural, patriotic and friendly characteristics of Hawai`i and its people by serving as a bridge between Hawai`i and the Washington, D.C., metropolitan area;
- To promote better relations with the peoples of other countries and the other 49 States whose interests are shared by the people of Hawai`i; and,
- To act and serve in the best interests of the United States of America and the State of Hawai`i.

ARTICLE III
MEMBERSHIP

(Amended May 16, 1969; May 19, 1972; May 18, 1974; May 30, 1975; May 21, 1983, November 24, 1990; December 12, 1998; and November 15, 2008 (proposed))

Section 1. Membership Classes

There shall be three classes of Membership: Active, Honorary, and Honorary Lifetime.

a. Active

(1) Any person 18 years of age or older, who has a sincere interest in Hawai`i and supports the objectives of the Hawai`i State Society of Washington, D.C., may be admitted as an Active member.

(2) An Active member will be granted full voting privileges and other benefits of the Society.

(3) An Active member is permitted to serve as an Officer or on the Board of Governors. Ordinarily, candidates for President and Vice President should have been members of the Hawai'i State Society for a minimum of three (3) years. In the consideration of officer candidates, the Nominations Committee and the Board of Governors will give special consideration to those members who have demonstrated: (1) continued commitment to the Society through active participation in Society-sponsored or supported events, (2) true understanding and appreciation of the many cultures and traditions of Hawai'i, (3) actual personal involvement in Hawai'i and/or Hawaiian culture, and (4) visionary leadership potential and the ability to work with other organizations affiliated with the State of Hawai'i.

b. Honorary

(1) Hawai'i's Senators and Representatives in the U.S. Congress and other persons whose affiliation with the Society is deemed to be beneficial to the Society may be designated Honorary members by two-thirds vote of the Board of Governors. Honorary memberships shall be designated by the Board at its first meeting after January 15 of each year. Honorary memberships shall be for a one-year period, renewable annually at the discretion of the Board. The number of Honorary memberships at any one time shall be limited to no more than eight (8).

(2) Each Honorary member and a guest are welcome to attend Society functions without payment of fees.

c. Honorary Lifetime

(1) Any person so designated by a two-thirds vote of the eligible voting members at an annual or special meeting of the Society, shall be an Honorary Lifetime member. Honorary Lifetime membership includes the member's spouse/household partner and children under 18 years of age in Family membership status, as defined in Section 2 of this article.

(2) Honorary Lifetime members shall have such privileges of membership in the Society as may be designated by the Board of Governors.

Section 2. Family Membership Status

a. Any member or new applicant may make application to include his or her spouse/household partner in a Family membership status, whether or not the applicant's spouse/household partner qualifies for membership in his or her own right. Dues for a Family membership shall be less than twice the dues for a single membership.

b. Both the member and spouse/household partner shall have all privileges and responsibilities of the membership class for which the member is eligible. Children under 18 years of age may attend appropriate Society functions, but may not vote or hold elective office. Family membership does not include children 18 years of age or older, or adult family members other than spouse/household partner.

c. Any child who has been included in a Family membership and subsequently becomes 18 years of age may continue as a member in a Single membership capacity.

Section 3. Organization

Any organization which conducts legitimate business in Hawai'i and supports the interests of the Society and meets any additional criteria or requirements established by the Board of Governors may be invited by the President of the Society to apply for membership. Admission to membership requires a two-thirds majority vote of the Board of Governors.

Section 4. Absentee Membership Status

a. Any current or former member who does not reside in the Washington Metropolitan area and who expects to be absent for more than one year, may apply for Absentee membership status. The Board may set reduced dues for Absentee members. Upon resumption of local residence, and payment of any difference in dues, an Absentee member may be reinstated to regular membership status.

b. An Absentee member shall have all privileges of regular members, except that Active Absentee members may not participate in nominations for, or hold, any elective office.

Section 5. Student Membership Status

Members under 25 years of age who are full-time students qualify for Student membership status. The Board may set dues for Student members at a rate lower than for regular membership status.

Section 6. Applications for Membership

Applications for membership, except Honorary, shall be addressed to the Membership Chairperson.

Section 7. Revocation of Membership

The Board of Governors may, by a properly constituted majority vote, revoke the membership of any member for just cause, particularly if the member brings public disfavor against the Hawai'i State Society. Such revocation shall deny the member of all future entitlement and benefits of the Society and shall forfeit the membership dues for the current year. The recipient of such action will have the right of appeal to the membership of the Society at a Special or Annual Meeting, with the time of such appeal to be determined by the Board of Governors.

ARTICLE IV OFFICERS

(Amended November 15, 2008 (proposed))

Section 1. Officers

The officers of the Society shall be a President, a First Vice President, a Second Vice President, a Secretary, a Treasurer, and a Historian.

Section 2. President

The President shall preside at the meetings of the Society and the meetings of the Board of Governors in his/her capacity as Chairperson thereof. The President shall also perform such additional duties as are necessary or usual to the office of President.

Section 3. First Vice President

In the absence of the President, the First Vice President shall perform the duties of the President, and shall succeed to the office in the event of death, resignation, removal or change of membership status of the President.

Section 4. Second Vice President

In the absence of the President and First Vice President, the Second Vice President shall perform the duties of the President, and shall succeed to the office in the event of death, resignation, removal or change of membership status of the President and the First Vice President.

Section 5. Secretary

The Secretary of the Society shall conduct the correspondence of the Society and Board of Governors, keep and preserve the records and minutes of the Society and of the Board of Governors, and perform such other duties as may be designated by the President or the Board of Governors. Necessary assistants to the Secretary will be authorized and designated by the Board of Governors.

Section 6. Treasurer

The Treasurer of the Society shall:

- a. Keep and maintain an accurate record of all receipts and disbursements and present the record to the Board at its regular meetings;
- b. Pursuant to authority granted by the Board of Governors and, with the advice and consent of the Chairperson of the Finance Committee, disburse such sums as may be necessary to meet the valid obligations incurred by the Society; and
- c. Perform such other duties as may be designated by the Board of Governors. Funds of the Society shall be kept in a depository designated in coordination with the Chairperson of the Finance Committee. Necessary assistants to the Treasurer will be authorized and designated by the Board of Governors.

Section 7. Historian

The Historian of the Society shall prepare and keep a history of the Society and perform such additional duties as may be directed by the Board of Governors.

Section 8. Appointment for Vacancies

In the event of death, resignation, removal or change of membership status of any officer of the Society, the President shall appoint a successor, subject to approval of the Board of Governors, to fill such vacancy until the next Annual Election or until a Special Election is called for that purpose.

Section 9. Removal

The President of the Society may be removed from office for inefficiency, neglect, or malfeasance only by a vote of two-thirds of the members present at a Special Meeting called for such purpose by the First Vice President or the Second Vice President.

ARTICLE V
BOARD OF GOVERNORS

(Amended May 21, 1971; May 30, 1975; May 21, 1983; November 24, 1990; and
November 15, 2008 (proposed))

Section 1. Board of Governors

The Society shall be managed by a Board of Governors composed of:

- a. The officers of the Society as listed in Article IV, Section 1; the President and Secretary of the Society shall serve as Chairperson and Secretary, respectively, of the Board of Governors;
- b. the immediate Past President; and
- c. Eight additional Members-at-Large, four of whom shall be elected each year. Members shall serve a term of two years.

Section 2. Election of Members-at-Large

The officers and four of the Members-at-Large shall be elected each year at the Annual Meeting. The officers shall serve for one year -- January 1 through December 31 of the following year. The Members-at-Large shall serve for two years -- January 1 through December 31 of the second year following the year of election. The immediate Past President shall serve on the Board without election.

Section 3. Chairpersons of Standing Committees

The Chairperson of any Standing Committee who is not a member of the Board of Governors may attend meetings of the Board of Governors. Such Chairperson shall not have the power to vote, nor author or second motions at such meetings.

Section 4. Removal

Members of the Board of Governors, except the Chairperson, may be removed from office because of inefficiency, neglect, or malfeasance, by a two-thirds vote of the Board of Governors.

Section 5. Appointment for Vacancies

In the event of the death, resignation, removal or change of membership of any of the eight additional elected members of the Board of Governors, the Board of Governors shall appoint a successor to fill the vacancy.

Section 6. Regular Meetings

The Board of Governors shall meet at least once in every ninety-day (90) period. Special meetings of the Board of Governors may be called at any time by the Chairperson or upon the request of any of the Board members.

Section 7. Quorum

A majority of the Board of Governors shall constitute a quorum.

ARTICLE VI
COMMITTEES
(Amended May 30, 1975; and November 15, 2008 (proposed))

Section 1. Standing Committees

There shall be three Standing Committees:

- a. The Membership Committee, which is charged with:
 - (1) Recommending approval/disapproval of all applicants for membership in the Society to the President,
 - (2) Evolving and supervising a program designated to sustain the membership of the Society, and
 - (3) Such additional duties relating to membership in the Society as may be directed by the Board of Governors.

- b. The Finance Committee, which is charged with:
 - (1) Safeguarding the financial interests of the Society,
 - (2) Auditing the accounts of the Society,
 - (3) Recommending suitable investments for funds of the Society,
 - (4) Advising as to appropriate disbursements from the funds of the Society, and
 - (5) Such additional duties relating to the financial interest of the Society as may be directed by the Board of Governors.

- c. The Program Committee, which is charged with:
 - (1) Preparing and recommending to the Board of Governors an annual program of events and entertainment for members of the Society,
 - (2) Recommending to the President Chairpersons for the Society's approved program of events and entertainment, and
 - (3) Such additional duties relating to programs and entertainment as may be directed by the Board of Governors.

Section 2. Appointment of Chairpersons

The President shall appoint Chairpersons of the Standing Committees. Any member of the Board of Governors, and any other member of the Society in good standing, shall be eligible to serve as Chairperson of a Standing Committee. The Committee Chairpersons will in turn select the remaining members of their Committees. Each Standing Committee shall have not less than three nor more than five members and a majority of the members of any such Committee shall constitute a quorum.

Section 3. Appointment of Special Committees

The President may appoint such additional Special Committees as he/she may deem desirable from time to time and vest them with such authority and duties as may be deemed appropriate.

Section 4. Removal of Chairpersons

Any Chairperson of any Standing Committee may be removed from office because of inefficiency, neglect, or malfeasance, by two-thirds vote of the Board of Governors. Any Chairperson of any Special Committee may be relieved of further duties on any Special Committee by the President.

ARTICLE VII DUES

(Amended April 18, 1968; May 21, 1971; May 29, 1972; May 30, 1975; May 21, 1983; November 24, 1990; and November 15, 2008 (proposed))

Section 1. Establishment of Dues

The annual dues shall be established by a majority vote of the Board of Governors.

Section 2. Exemption for Honorary Members

An Honorary member shall be exempt from the payment of dues.

Section 3. Payment of Dues

Dues for the entire year shall be payable upon application for membership and shall thereafter be due on the first day of January each year.

Section 4. Exemption for members over the age of 65

Members 65 years of age and over shall be exempt from payment of dues.

ARTICLE VIII ANNUAL AND SPECIAL MEETINGS

(Amended April 18, 1968; May 21, 1971; May 29, 1972; May 30, 1975; May 21, 1983; November 24, 1990; and November 15, 2008 (proposed))

Section 1. Annual Meeting

There shall be an Annual Meeting of the Society between November 1 and December 15 each year for the purpose of electing officers and members of the Board of Governors and transacting such other business as may properly come before the Society. During the Annual Meeting, the ballots will be validated and counted; the President will report the dates that actions required by the election procedures stipulated herein were taken; and, the election results will be announced. Upon specific request, the number of votes may be disclosed. A report of all business transacted during the Annual Meeting, including those matters announced and reported as required above, will be published in the first issue of "KA NUPEPA" distributed after the Annual Meeting.

- a. No later than its September meeting, the Board of Governors will select a Nominating Committee of seven (7) Active members with three (3) from the current Board of Governors and four (4) non-board members plus two (2) alternates, with one (1) from the Board and the other not a Board member. At this same meeting, the Board of Governors will determine the date of the Annual Meeting.
- b. The Nominating Committee will select a slate of not more than two candidates for each office, and not more than six (6) candidates for the four (4) Members-at-Large of the Board of Governors whose terms are expiring. Each candidate will be selected by majority vote of a quorum of five (5) committee members (utilizing alternates as necessary) at a time and place determined by the Chairperson who is appointed by the President.
- c. Announcement of the slate of candidates selected by the Nominating Committee will be made by mail to the Active members of the Society no later than fifty (50) days prior to the Annual Meeting. The announcement shall include the date of the Annual Meeting and the provision of following subsection d.
- d. An additional candidate (or candidates) for any office or non-designated member of the Board of Governors may be selected by a petition for each such candidate signed by at least twenty (20) Active members, accompanied by the signed acceptance of nomination by the candidate, provided both are submitted to the Chairperson of the Nominating Committee no later than thirty (30) days prior to the Annual Meeting. The Nominating Chairperson will validate such petitions.
- e. A ballot with all nominees for each office will be mailed to each Active member no later than twenty (20) days prior to the Annual Meeting, together with an announcement of the time and place of meeting, and a notice of any business besides the election.
- f. The President will appoint three (3) Active members present at the Annual Meeting as the committee to validate and count ballots.
- g. All ballots must be received by the Secretary of the Society (mail or hand-carry) at the beginning of the Annual Meeting (the exact time of which will be announced by President). Ballots of tardy members may be accepted only if the count of ballots has not been completed.
- h. Election to each office and the non-designated members of the Board of Governors will be by a plurality of valid votes counted.
- i. A tie vote for any office or for the fourth (4th) member of the non-designated members of the Board of Governors will be broken by a majority vote of Active members present at the Annual Meeting. If the tie persists, it will be broken by majority vote of the members of the Board of Governors present.

Section 2. Special Meetings

There shall be such Special Meetings of the Society as may be called for by the President or the Board of Governors or pursuant to Article IV, Section 9. Notice of Special Meetings shall be given, in writing, to all Active members not less than ten (10) days before the date set therefore. Such written notices shall state the reason for, and the purpose of, the Special Meeting. Special meetings can be called by the President, the First Vice President, the Second Vice President, or by a majority of the eight (8) remaining members of the Board of Governors.

Section 3. Quorum

Twenty (20) voting members physically present shall constitute a quorum at any Annual or Special Meeting.

Section 4. Use of Proxies

Active members may be represented for all purposes by written proxy except for the election of officers and members of the Board of Governors.

ARTICLE IX AMENDMENTS

(Amended May 20, 2007; and November 15, 2008 (proposed))

This Constitution may be amended at any Annual Meeting or at any Special Meeting called for that purpose, by a vote of two-thirds of the votes cast. The notice of a meeting at which Constitutional amendments will be proposed may provide notice that a draft of any proposed amendment and an explanation of such amendment are available for perusal by the general membership via electronic media or other means as considered appropriate by the Board of Governors.

ARTICLE X PARLIAMENTARY AUTHORITY

The Society shall be governed by "Robert's Rules of Order, Revised" in all matters not covered by this Constitution.

ARTICLE XI DISSOLUTION

Dissolution of the Hawai'i State Society shall be by three-fourths vote of the votes cast at the Annual or Special Meeting called for this purpose. Notice must be given at least thirty (30) days prior to such meeting. Upon Dissolution of the Hawai'i State Society, ownership of all property and funds and other items of value owned by the Society shall rest in an organization formed for the same purposes and having the same objectives as the Hawai'i State Society.