

ATTACHMENT 2

MAINLAND COUNCIL of the ASSOCIATION OF HAWAIIAN CIVIC CLUBS CONSTITUTION AND BYLAWS

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CONSTITUTION OF THE MAINLAND COUNCIL OF THE ASSOCIATION OF HAWAIIAN CIVIC CLUBS

ARTICLE I

Name, State of Charter, Principal Office, Mailing Address and Jurisdiction

- Section 1: The name of this organization is the MAINLAND COUNCIL of the ASSOCIATION OF HAWAIIAN CIVIC CLUBS herein after referred to as COUNCIL and also, within the Association of Hawaiian Civic Clubs (AHCC), as Nā Lei Makalapua.
- Section 2: The Council is incorporated by the State of California as a non-profit corporation and shall operate in conformity with its Constitution and Bylaws.
- Section 3: The Council's principal office and mailing address shall be in the State of California. The Council may have regional offices as determined by the Board of Directors.
- Section 4: The Council shall have jurisdiction over the Hawaiian Civic Clubs chartered within the continental United States and Alaska.
- Section 5: The Council shall be comprised of two Moku (districts). They will be referred to as Moku Ka Hikina (East) and Moku Komohana (West) whose boundaries are the Central States East and the Intermountain States West respectively.¹

ARTICLE II

Purposes, Objectives and Heraldry

- Section 1: The purposes of this organization are to:
- Support and promote the principles of the Association of Hawaiian Civic Clubs;
 - Provide guidance and assist in the activities of the chartered Hawaiian Civic Clubs of the Council;
 - Represent and advocate for Kanaka Hawai'i not living in the pae āina; and
 - Protect and advance Kanaka Hawai'i rights holding the U.S. federal government and the State of Hawai'i trusts in fulfilling their responsibilities to all Kanaka Hawai'i.

¹ Intermountain States West including Alaska, Arizona, California, Colorado, Idaho, Montana, Nevada, New Mexico, Oregon, Utah, Washington and Wyoming. Central States East: Alabama, Arkansas, Connecticut, Delaware, Florida, Georgia, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Nebraska, New Hampshire, New Jersey, New York, North Carolina, South Carolina, North Dakota, South Dakota, Ohio, Oklahoma, Pennsylvania, Rhode Island, Tennessee, Texas, Vermont, Virginia, West Virginia and Wisconsin

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- Section 2 The Objectives of the Council are to:
- a. Provide a forum which actively encourages and assists Hawaiian Civic Clubs of the Council in furthering the well-being of all people of Hawaiian ancestry, those born in Hawai'i but not Kanaka Hawai'i and Hawaiians at heart;
 - b. Promote and strengthen Kanaka Hawai'i identity and values within our kupuna, makua, 'opio and keiki;
 - c. Support civic engagement among the clubs, advancing policies of economic, social, health, and moral welfare of Kanaka Hawai'i who claim residency outside of the State of Hawai'i;
 - d. Foster a spirit of aloha and pride in the Council;
 - e. Promote the theory and practice of the principles of good government and good citizenship while advocating at the local, state and national level;
 - f. Provide a forum for the full and free discussion of all matters of public interest; and
 - g. Ensure the preservation and perpetuation of the Hawaiian culture, its ancient historical data and genealogy, its traditions of values, its oli, its nā mele, its hula and the learning and use of the 'ōlelo makuahine, and, encourage and assist each Hawaiian Civic Club in the Council in this quest.

- Section 3 The Council heraldry includes:
- a. The motto of the Council shall be 'Ōlelo No'eau 327. "E lauhoe mai na wa'a i ke kā, i ka hoe, i ke kā; pae aku i ka 'āina". "Everybody, paddle the canoe together, bail and paddle, paddle and bail and the shore will be reached." If everyone pitches in the work is quickly done.
 - b. The mele of the Council shall be "Makalapua" (Queen Lili'uokalani version)

ARTICLE III

Tax Exempt Status

- Section 1 The Council is a not-for-profit corporation organized under the General Non-profit Corporation Law of the State of California under Section 23701(f) and of the Internal Revenue and Taxation Code 501(c)(4). The income or net earnings of the Council shall not inure to the benefit of any member or individual.
- Section 2 As the organization is not organized for profit, no part of the assets, income or earnings shall be used as dividends or other withdrawals or distributed to any of the members or officers except for services actually rendered.
- Section 3 Upon the dissolution of the Council and upon payment of all liabilities, the Council shall dispose of all the remaining assets by distribution to a like 501(c)(4) or 501(c)(3) organization exempt from Federal income tax as an organization described in Section 501(c) of the IRS Code in a manner consistent with applicable law.

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ARTICLE IV

Prohibitions – Conflict of Interest

- Section 1 No officer or member of a component club of the Council shall use the Council as a means of furthering the personal or political aspirations of any person, nor shall the Council take part in any movement that is not in keeping with the purposes and objectives contained in this Constitution and Bylaws.
- Section 2 On an annual basis, members of the Board of Directors of the Council shall be required to complete the Acknowledgement and Disclosure Statement at the first quarterly meeting of the year. The form will be issued and retained by the Kākau ‘Ōlelo Palapala (Recording Secretary). Through the course of standard business, the Council will uphold its Conflict of Interest Policy (COIP). Should situations arise that indicate such a conflict, the procedures of the COIP will be enforced.

ARTICLE V

Membership

Membership in the Council shall consist of Hawaiian Civic Clubs duly chartered under the provisions of the Constitution and Bylaws of the AHCC and geographically located within the jurisdiction of the Council as defined in this Constitution, Article I, Section 4. These clubs will herein be referred to as member clubs.

ARTICLE VI

Member Club in Good Standing

A member club shall be deemed in good standing when:

- a. The member club is current of all dues and membership fees;
- b. The member club has attached a membership roster to its annual per capita payments to the Council; and
- c. The member club continues to affirm its commitment to the Council reflected in their respective Constitution and Bylaws.

ARTICLE VII

Organizational Structure of the Council

The Council shall be established on three (3) levels:

- a. Executive Officers (see Article VIII, Section 1 of the Constitution)
- b. Executive Committee (see Article VIII, Section 2 of the Constitution)
- c. Member Clubs (see Article V of the Constitution)

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ARTICLE VIII

Executive Officers, Executive Committee, Staff and Member Clubs

- Section 1 Executive Officers: The elected Executive officers of this organization shall be the Pelekikena (President), Hope Pelekikena Mua (First Vice President), Hope Pelekikena 'Elua (Second Vice President), Pu'ukū (Treasurer) and Kākau 'Ōlelo Ho'opa'a (Recording Secretary).
- Section 2 Executive Committee: The Executive Committee of the organization shall consist of the Executive Officers, Pelekikena 'Iho Nei, Nā Kālaimoku and Staff of the Council. They shall be responsible for conducting all business of the Council as approved by the representatives of the member clubs. When a matter that requires immediate attention is brought to the Executive Committee between quarterly meetings, the Executive Committee may take appropriate and necessary action. Such action will be shared with the Pelekikena of the member clubs within seven (7) days.
- Section 3 Nā Kālaimoku shall represent the Council within the defined nā moku (districts) of the Council. (See Article I, Section 5 of the Constitution)
- Section 4 Pelekikena 'Iho Nei (Immediate Past President): The Immediate Past President shall serve as a member of the Council Executive Committee with full rights and privileges accorded other members of the Committee.
- Section 5 Staff: The appointed Kākau 'Ōlelo Ka'a'ike (Communication Secretary) shall serve as a non-voting member of the Executive Committee.
- Section 6 Member Clubs: (Refer to Article V of the Constitution)

ARTICLE IX

Representation [Part 3 Amendments]

- Section 1 The Council shall be representative of its component clubs as a member of the AHCC Board of Directors.
- Section 2 The Pelekikena and Nā Kālaimoku of the Council shall represent the Council as members of the AHCC Board of Directors
- Section 3 If the Council Pelekikena and/or Nā Kālaimoku of the Council are unable to attend the AHCC Board of Directors meeting, the Council Pelekikena shall select one of the Executive Officers as a substitute to attend the meeting beginning with the Hope Pelekikena Mua and extending to the Kākau 'Ōlelo Ho'opa'a. If no substitute is found among the Executive Officers, selection will be extended to component club Pelekikena beginning with eldest to youngest component club. However, the attendee(s) must be

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from different component clubs. A substitute shall enjoy all rights and privileges of the person he or she is replacing at the meeting.

- Section 4 Each component club shall have no more than two (2) members on the Council's Executive Committee excluding the Pelekikena 'Iho Nei.

ARTICLE X

Voting

- Section 1 Voting members of each component club shall be the Pelekikena and two representatives; A Pelekikena may designate a member of his/her club to vote in his/her absence. The three (3) representatives of each component club shall have full voting privileges.
- Section 2 A vote by proxy or mail-in is not allowed; a vote via electronic meetings where a club is deemed present shall be considered valid.
- Section 3 All actions/motions shall be adopted by a majority vote; a majority vote means that more than half of those voting must approve an action/motion; abstentions do not count.
- Section 4 Except for electronic meetings, voting cards will be used as the means to count votes. Voting cards will be distributed to those who sign the attendance roster when physically present at a meeting. A vote by the raising of hands is not allowed.
- Section 5 Voting via a teleconference meeting shall be a response when the roll is called in alphabetical order by club name.
- Section 6 Should the voting encounter a tie the Council Pelekikena shall have one (1) vote representing the consensus of the Executive Committee.

ARTICLE XI

Per Capita, Convention Registration Fees and Membership Fees

- Section 1 Per capita dues to the Council shall be paid annually no later than 60 days prior to the convening of the next annual convention of the AHCC. The amount of said dues shall be established by the Council. A 20% penalty shall be assessed for all per capita dues paid after the deadline.
- To maintain its membership as a component club in good standing, a membership roster of the current members of a component club must be attached to the per capita payment.
- Section 2 Per capita dues to the AHCC shall be paid annually no later than 60 days prior to the convening of the next annual convention. The amount of said dues shall be established by the AHCC Board of Directors.

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Section 3 Convention Registration fees for all delegates, alternates and guests that attend the annual convention of the Association shall be paid annually no later than 30 days prior to the convening of the next annual Association convention. The amount of said fees shall be established by the AHCC.

Section 4 Component clubs shall pay annual membership dues sixty (60) days prior to the convening of the next annual Association convention. The Council shall establish the amount of said dues. A 20% penalty shall be assessed for all member dues paid after the deadline.

ARTICLE XII

Amendments and Suspension

This Constitution may be amended at any meeting of the Council by a two-thirds (2/3) affirmative vote of the representatives present. All proposed amendments must be forwarded to the Pelekikena of each component club for distribution to their members no less than thirty (30) days prior to the meeting date.

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BYLAWS OF THE MAINLAND COUNCIL OF THE ASSOCIATION OF HAWAIIAN CIVIC CLUBS

ARTICLE I Rules of Order

In the absence of a ruling within these Bylaws, all Council meetings shall be governed in accordance with Robert's Rules of Order.

ARTICLE II Quorum

- Section 1 A majority of the executive officers, three (3), shall constitute a quorum at all meetings of the Council in order to conduct business.
- Section 2 A representation of one-third of the component clubs must be present at a meeting of the Council to constitute a quorum.

ARTICLE III Charters, Suspension Termination, Dissolution and Member in Good Standing

- Section 1 Charter
- a. Upon receipt of a request for charter, the Membership Development and Policy and Planning Committees will investigate and study said petition.
 - b. A petition for charter will be considered upon receipt of the following:
 - 1) A completed Council Membership Application form and fees (application fee, membership dues, per capita dues for the Council and for the AHCC);
 - 2) A membership roster of the petitioning club of which 25 members will be of Hawaiian ancestry; and
 - 3) The Constitution and Bylaws of said petitioning club.
 - c. The attendance of a representative of the petitioning club is required to be at the meeting of the Council where the petition is being reviewed for acceptance by the members present.
 - d. Upon acceptance of the membership petition a Council recommendation shall be made to the Board of Directors of the AHCC in the form of a written letter and accompanying resolution.

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Section 2 Suspension and Termination

- a. The Executive Officers and the member clubs of the Council shall have the power to: suspend or terminate the membership of a member club and/or; recommend the suspension or termination of a charter of a member club for just cause. The recommendation shall be made in writing to the AHCC Board of Directors for their response and/or action. Just cause shall mean:
 - 1) The failure to comply with the Purposes and Objectives of the Council as outlined in the Constitution;
 - 2) The failure to attend two (2) annual Council meetings and having not given notice or reason for its unexcused absence;
 - 3) The failure to pay per capita or membership dues; and
 - 4) The issuance of bank notes or checks made payable to the Council or the Association of Hawaiian Civic Clubs from a bank account that has insufficient funds.
- b. The Pelekikena of the Council upon a two-thirds vote of the member clubs, and within thirty days of the vote, shall notify a club in writing by Certified Mail whenever a suspension or termination of membership and/or charter is being considered. The cause for such action will be noted and as appropriate, sections of the Council's Constitution and Bylaws will be cited as the grounds for such cause. A club receiving such notification shall have ninety (90) days in which to respond. The response may be to 1) deny the charges and ask that no further action be taken; 2) accept the accuracy of the violation(s) and indicate proper corrective action that will be taken by the club; or 3) accept the accuracy of the cause but appeal whether such club actions constitute grounds for suspension or termination.
- c. The Council may then:
 - 1) Accept the assertion (if no grounds) and take no further action;
 - 2) Accept the club's corrective actions;
 - 3) Convene a hearing for purposes of deciding whether good cause exist; or
 - 4) Proceed with suspension or termination after receiving no response to the notice.

Any of these actions shall require a two-thirds vote of the member clubs.

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Section 3 Dissolution

Upon receipt of a request for dissolution from any component club, the Council will immediately investigate the request for such dissolution and submit the findings and recommendations to the Board of Directors of the AHCC.

ARTICLE IV Election of Officers

Section 1 In an election year, the election of officers and Nā Kālainmoku shall take place at the Council meeting at the AHCC convention. The newly elected officers shall be installed at the same meeting immediately following the election.

Section 2 All duly elected officers and Nā Kālainmoku of the Council shall assume the duties of their office beginning on January 1 of the following year. This provision shall not apply to the filling of a vacancy.

Section 3 The following executive officers shall be elected biennially by the Council: Pelekikena (President), Hope Pelekikena Mua (First Vice President), Hope Pelekikena 'Elua (Second Vice President), Pu'ukū (Treasurer) and Kākau 'Ōlelo Ho'opa'a (Secretary).

Section 4 Nā Kālainmoku of the Council will be elected biennially by and from within the Council to serve as a Director (Kālainmoku) on the AHCC Board of Directors.

Section 5 In order to serve as an executive officer or Kālainmoku of the Council a person must be a member in good standing of his/her component club for one year prior to election; the component club must also be a member in good standing.

Section 6 The Pelekikena, Nā Hope Pelekikena and Nā Kālainmoku must be of Hawaiian ancestry.

Section 7 All component clubs in the Council will be notified thirty (30) days prior to the election of Executive officers and Nā Kālainmoku; the Pelekikena of each component club shall be responsible for notifying their members of the election results.

Section 8 No executive officer or Kālainmoku shall serve more than two (2) consecutive two year terms in the same office.

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ARTICLE V Vacancies, How Filled

- Section 1 In the event of a vacancy for the position of Pelekikena; the Hope Pelekikena Mua shall automatically fill the vacancy of the unexpired term.
- Section 2 In the event of a vacancy in any other elected executive officer position, the Council shall meet within thirty (30) days to nominate and elect a replacement from one of their members.
- Section 3 If a vacancy for the position of Council Director (Kālimoku) on the Board of Directors of AHCC should occur, the Council shall meet within thirty (30) days to nominate and elect a replacement from one of the component clubs.

ARTICLE VI Duties of the Council Component Clubs

The duties of the Component Clubs are as follows:

- a. Conduct the business of the Council in accordance with its purpose and objectives;
- b. Review all issues concerning charter applications, suspension, termination and dissolution of component clubs and make appropriate recommendations; and
- c. Collaborate and coordinate with the AHCC annual convention committee.

ARTICLE VII Duties of the Executive Officers

The authority of the Executive Officers shall be as a whole, acting in accordance with the following:

- Section 1 The Executive Officers shall be responsible for the day-to-day administration of Council business within the policies established by the AHCC and the Council.
- Section 2 The Executive Officers shall, at the end of the term of office for each Pu'ukū, conduct an audit of all financial records and provide to all Pelekikena of component clubs a report of the outcome of the audit before transferring the records to the newly elected Pu'ukū.
- Section 3 The Executive Officers shall be nominated and elected by the Council. They shall hold office until replaced by his or her successor.
- Section 4 The Executive Officers shall keep the Executive Committee fully informed and report to them on all matters which have been referred to it.
- Section 5 The Executive Officers shall keep component clubs of the Council continually advised of all matters affecting the Council.

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- Section 6 The Executive Officers shall not make any decisions, nor enter into agreements/contracts with any person(s) without the full authority and directions from the Executive Committee.
- Section 7 The Executive Officers shall not commit the Mainland Council financially, on any matter except when authorized by the Executive Committee and directed to make such commitments.
- Section 8 The Pelekikena or acting Pelekikena shall cast one (1) general consent vote only to resolve a tie vote on any motion; this solitary vote shall represent the entire voting power of the Executive Officers.
- Section 9 The other duties of the Executive Officers shall include the following:
- a. Develop plans for projects aimed to implement the purpose and objectives of the Council;
 - b. Appoint task forces or ad hoc committees when appropriate;
 - c. Meet with the various standing committees for which they have oversight to evaluate progress in committee activities; submit a quarterly report thirty (30) days prior to a Council meeting to all component club Pelekikena for distribution to their members;
 - d. Prepare the agenda and determine the time and place for all Council meetings; and
 - e. Perform such other duties set forth in these Bylaws.

ARTICLE VIII

Duties of Officers, Nā Kālaimoku, Pelekikena 'Iho Nei and Staff

Officers:

- Section 1 Pelekikena (President) – The Pelekikena shall:
- a. Be the chief executive officer of the Council, preside at all meetings, shall supervise the work and activities and shall perform such other duties that pertain to that office;
 - b. Be the representative to the AHCC Board of Directors for the Council;
 - c. Have oversight of the following committees:
 - 1) Kōmike Pilina Aupuni (Government Relations)
 - 2) Kōmike Pilina Kaiāulu (Community Relations)
 - 3) Kōmike Ho'onoho Hālāwai (Conventions and Meetings)
 - 4) Ad Hoc and Special Committees
 - 5) Media and Communications;
 - d. Upon consultation with the Executive Committee, appoint the Hope Kākau 'Ōlelo (Corresponding Secretary).
- Section 2 Hope Pelekikena Mua (First Vice President) – The Hope Pelekikena Mua shall:
- a. In the absence or the inability of the Pelekikena to perform his or her duties, act as and have the same authority as the Pelekikena;

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- b. For the purpose of conducting Moku meetings and with the assistance of an assigned Kālainmoku, convene a meeting with those component clubs located within the boundaries of the Intermountain States West and Alaska (Moku o Komohana) of the continental United States at least once a year; and
- c. Have oversight responsibility for the following committees:
 - 1) Kōmike Ho'okele (Policy and Planning)
 - 2) Kōmike Ho'oulu 'Ahahui (Membership Development)
 - 3) Kōmike Mo'ohelu Kāla (Finance)
 - 4) Kōmike 'Enehana (Information Technology).

Section 3 Hope Pelekikena 'Elua (Second Vice President) – The Hope Pelekikena 'Elua shall:

- a. In the absence or inability of the Hope Pelekikena Mua perform his or her duties, act as and have the same authority as the Hope Pelekikena Mua;
- b. For the purpose of conducting Moku meetings and with the assistance of an assigned Kālainmoku, convene a meeting with those component clubs located within the boundaries of the Central States East (Moku o Kahikina) of the continental United States at least once a year; and
- c. Have oversight responsibility for the following committees:
 - 1) Kōmike Pō'aiapuni Waiwai (Economic Development)
 - 2) Kōmike Nohona Hawai'i (Hawaiian Way of Life)
 - 3) Kōmike Ho'ona'auao (Education)
 - 4) Kōmike Malama Ola (Health and Human Services)
 - 5) Kōmike Ho'okupa'a (Native Rights)
 - 6) Kōmike Mo'olelo A Ka Wa Kahiko (Historical Sites)
 - 7) Kōmike Ho'oilina Ali'i (Benefits and Trusts)
 - 8) Kōmike Kūlana Pono Maka'ainana (Employment and Housing)
 - 9) Kōmike Kaiola (Ecosystems/Environment).

Section 4 Pu'ukū (Treasurer) – The Pu'ukū shall:

- a. Receive all funds paid in and belonging to the Council providing a receipt thereof and shall deposit such funds in a bank, banks or depositories as are approved by the Council.
- b. Make disbursements as authorized by the Council and, together with the Pelekikena in his or her absence the Hope Pelekikena Mua, shall sign all checks or drafts for the withdrawal of funds.
- c. Have his or her accounts and books open at all times to the inspection of the Board and to auditors as named by the Board.
- d. Submit at each Council meeting, a complete report of all monies received and disbursed.
- e. In the event of an incident where unauthorized use or misappropriation of funds by this officer or by any member of the Council is alleged, an internal fact-finding committee

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shall be appointed by the Council Executive Officers to determine appropriate actions within forty-five (45) days of such appointment or as directed by the Council.

- f. Maintain an annual roster of Council component clubs.
- g. File all appropriate tax forms by the deadline dates established by the State of California and the Internal Revenue Service. The filings shall include but not be limited to:
 - 1) California FTB Form 199 by May 15th of each year;
 - 2) Internal Revenue e-Postcard 990-N by May 15th of each year;
 - 3) Secretary of State Information of Corporations Form S-100 biennially or annually; and
 - 4) California Department of Tax and Fee Administration (CDTFA) Sales Tax Return (30) days after an event where the Council has had sales in the State of California, i.e. Northridge Ho'olaule'a, Alondra Park Ho'olaule'a, etc.
- h. Deliver to his or her duly qualified successor all monies and other property in his or her possession or control, taking receipt thereof within thirty (30) days after leaving office.

Section 5 Kākau 'Ōlelo Ho'opa'a (Recording Secretary) – The Kākau 'Ōlelo Ho'opa'a shall:

- a. Record the proceedings of all meetings of the Executive Committee and Council keeping a full, true, and correct record; distribute said minutes to the Executive Committee, all component club Pelekikena and representatives, and committee Chairs thirty (30) days preceding the next meeting.
- b. Maintain all meeting voting cards (three [3] cards per club: club Pelekikena and two representatives).
- c. Maintain all legal documents, i.e., Constitution and Bylaws, Memoranda of Understanding meeting minutes, membership roster, contracts, etc.; coordinate with the Corresponding Secretary to ensure all legal documents are timely and electronically archived.
- d. Prepare an agenda for all Executive Committee and Council meetings as directed by the Pelekikena; publish proposed agenda one week (7 days) prior to a scheduled meeting.
- e. Take the lead and coordinate with the Corresponding Secretary counting the electronic vote at any virtual meetings; verify and report the results of all electronic votes.
- f. Deliver to his or her duly qualified successor all books, papers and other articles belonging to the Council as may be in his or her possession, within thirty (30) days after leaving office.

Nā Kālainmoku:

Section 6 Council Nā Kālainmoku:

- a. Each Council shall have “one Director for every seven clubs or major portion thereof.” (Excerpt from the AHCC Constitution Article VI, Section 2).

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- b. The Council shall elect Nā Kālainmoku equivalent to the number allowed for representation of the Council on the AHCC Board of Directors as stated in the AHCC Constitution, Article VI, Section 2.
- c. Nā Kālainmoku shall serve as advisors to the Pelekikena and Nā Hope Pelekikena; attend the Association Board of Directors meetings; attend all Council meetings and provide a written report to the component clubs of the outcome of the convention and meetings of the AHCC and how that impacts the Council.
- d. Together with the Council Pelekikena, Nā Kālainmoku shall be elected by the Council to serve on the AHCC Board of Directors as representatives of the Council.
- e. Nā Kālainmoku shall not serve more than two (2) consecutive two-year terms.
- f. Nā Kālainmoku shall serve as co-chairs of the Conventions and Meetings Committee and shall propose schedule of quarterly Council meetings.

Pelekikena 'Iho Nei:

Section 7 In an election year, the Pelekikena 'Iho Nei will have oversight over Kōmike Koho'ana (Nominations, Elections and Installations).

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Staff:

- Section 8 The Hope Kākau ‘Ōlelo (Corresponding Secretary) shall:
- a. Receive, read, prepare and distribute all correspondence as directed by the Pelekikena; maintain a full and complete record of all communications and documents received and distributed.
 - b. Receive and disseminate to Executive Committee members, club Pelekikena and representatives, and committee Chairs, all quarterly club, committee, Association, and all other pertinent reports.
 - c. Coordinate and assist the Recording Secretary with counting the electronic votes at any virtual meeting; verify and confirm the results of all electronic votes.
 - d. Update and maintain all administrative records of the Council including a current membership roster.
 - e. Assist with the development of an infrastructure for an electronic archive filing system and electronic records.
 - f. Coordinate with the Pelekikena, Recording Secretary and Information Technology Committee to archive and make legal documents available electronically; assist with the posting of shared documents to the Council's website.
 - g. Deliver to his or her duly qualified successor all electronic records, books, papers and such articles belonging to the Council as may be in his or her possession, within thirty (30) days after leaving his or her position.

ARTICLE IX Committees

- Section 1 The Executive Officers with oversight responsibility for Standing Committees and Special Committees shall appoint chairs to the following:
- a. Kuleana of the Pelekikena:
 - 1) Kōmike Pilina Aupuni (Government Relations): Identifies and monitors important issues that affect the life style of the members of the Council; gives advice on how to influence public policy and when necessary, ensures that the position of the Council is considered in the public policy arena; along with the Executive Committee, coordinates advocacy and legislative activities on behalf of the Council.
 - 2) Kōmike Pilina Kaiāulu (Community Relations): Operates the public relations to promote the image of the Council; collaborates with the Corresponding Secretary and Information Technology Chair to align, collect and post internal and external messages and information through all means available; manages the Council's internal and external messaging to assure messages as synchronized; and, assists Pelekikena in drafting Council responses.

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- 3) Kōmike Ho'onoho Hālāwai (Conventions and Meetings): Under the direction of the Conventions and Meetings Chair of the AHCC, directs facilities acquisitions and activities coordination for the annual AHCC convention; plans and organizes quarterly Council meetings, including conference calls and other Council sponsored meetings and events.
 - 4) Ad Hoc and Special Committees.
 - 5) Media and Communications.
- b. Kuleana of the Hope Pelekikena Mua:
- 1) Kōmike Ho'okele (Policy and Planning): oversees the Council policies and procedures of the Constitution and Bylaws and with the Chair of the Membership Committee, review all petitions for charter for compliance with the criteria set forth by the AHCC Bylaws for chartering a club; makes a recommendation to the Council on the issuance of a club charter; directs and organizes Association's strategic planning initiatives at the Council level.
 - 2) Kōmike Ho'oulu 'Ahahui (Membership Development): Recruits new member component clubs to the Council; works with the Policy & Planning Committee and submits completed applications to the Council for acceptance; creates and executes a formal welcoming protocol of perspective club upon acceptance by the Council; delivers to all newly chartered clubs, a 'Mentorship' information package and provides assistance in helping new clubs become familiar with the civic club process both at the Council level and the Association level; organizes and manages programs to advise the Council and clubs, in general, or a club, specifically, in efforts to recruit new members and retain existing members.
 - 3) Kōmike Mo'ohelu Kālā (Finance): Monitors the budget, finance and ways and means functions of the Council; upon receipt of proposals for funding from other committees and Hawaiian Civic Clubs within the Council, as requested by the Council, consolidates input into the following year's budget document for review and presentation at the 1st Quarter Council meeting of the new year for Council change/approval that support the purpose and objectives of the Council; evaluates and updates expectations for reported outcomes; develops and provides written report forms for use by and to committees concerning budgeted revenue and expenditures.
 - 4) Kōmike 'Enehana (Information Technology): administers the information and communications technology program; designs and maintains the website of the Council; designs and maintains the Council's electronic store; utilizes all means of social media that includes the support and enhancement of the capacity of Native Hawaiians to develop content in our 'ōlelo Hawai'i.
- c. Kuleana of the Hope Pelekikena 'Elua:

ATTACHMENT 2

- 1) Kōmike Pō'aiapuni Waiwai (Economic Development): Champions initiatives which foster entrepreneurship and business management by Native Hawaiians; keeps the Council clubs informed of economic development opportunities available to Native Hawaiians; initiates programs and creates fundraising resources that builds and strengthens Council capacity.
- 2) Kōmike Nohona Hawai'i (Hawaiian Way of Life): Facilitates, supports and provides for the maintenance, protection and development of the Hawaiian language, Native Hawaiian traditional knowledge, oral traditions, genealogy, literatures, cultural mores, designs, visual and performing arts and other cultural resources.
- 3) Kōmike Ho'ona'auao (Education): Monitors and advocates at the local, state and national level for the development, implementation, assessment, expansion and evaluation of innovative educational programs, financial aid for Native Hawaiian students, Native Hawaiian language medium programs, Native Hawaiian culturally-based educational programs and other educational programs to improve the academic achievement of Native children and adults.
- 4) Kōmike Mālama Ola (Health and Human Resources): Advocates and monitors programs for health education, health services, nutrition, persons with disabilities, geriatrics, drugs and drug abuse, obesity and other aid to Native Hawaiian kūpuna; advocates and monitors cost of health insurance; advocates and monitors programs related to hānai, foster care, incarceration and rehabilitation of Native Hawaiians.
- 5) Kōmike Ho'okupa'a (Native Rights): Monitors and advocates for the various rights of Native Hawaiians as native people to gather, to observe religious practices, to access and to promote water conservation, fisheries management, historic and cultural sites, nā 'iwi kūpuna and sites, genealogy, lineal and cultural claims, state and federal claims for redress, reparations and Hawaiian sovereignty initiatives.
- 6) Kōmike Mo'olelo A Ka Wa Kahiko (Historic Sites): Researches historic sites and Native Hawaiians who have moved to (or visited) the continent; identifies Native Hawaiian accomplishments and impact on American culture and life to include artifacts, structures or features that demonstrate the positive foot print of the Native Hawaiian.
- 7) Kōmike Ho'oilina Ali'i (Benefits and Trusts): Monitors and advocates for issues related to native Hawaiian Home Lands, the public (Ceded) Lands Trust and Ali'i Trusts.
- 8) Kōmike Kūlana Pono Maka'ainana (Employment and Housing): Monitors and advocates for programs on welfare, employment, employment training and housing for Native Hawaiians.

ATTACHMENT 2

9) Kōmike Kaiola (Ecosystems/Environment): Monitors and advocates for the conservation and sustainable use of Hawai'i's natural environment including all land, water and living resources according to and guided by the traditional knowledge of Native Hawaiians as well as issues relating to our resources including but not limited to toxicity, climate change, non-point source pollution, genetic modifications, etc.

d. Kuleana of Pelekikena 'Iho Nei:

In an election year, the Pelekikena 'Iho Nei will oversee the procedures to solicit nominations for elected positions of the Council; along with committee members, conduct said elections at appointed time; and, install the newly elected officers and Nā Kālimoku.

Section 2 From time to time, the Pelekikena shall appoint, with the approval of the Council, special committees as necessary.

Section 3 All Committee Chairs both Executive and Standing shall submit a quarterly report thirty (30) days prior to a quarterly meeting of the Council to all component club Pelekikena for distribution to their members.

ARTICLE X

Meetings

Section 1 The Council will meet four times a year including once at the annual AHCC convention. The meeting dates for the remaining three meetings shall be decided and announced at the quarterly meeting held at the annual AHCC convention. Should extraordinary circumstances arise, such as natural disasters, unusual conditions, or matters beyond the Council's control that prevent in-person meetings, the Council may choose to conduct its business via an electronic meeting.

Section 2 All component clubs are required to attend two of the Council meetings; the annual meeting held at the Association convention and one regularly scheduled meeting during the year. An excused absence for a required meeting must be reported to an executive officer prior to the regularly scheduled meeting. Attendance at the remaining two Council Board meetings could be held electronically or convened as Moku meetings is optional.

Section 3 Moku meetings will be held at least once a year. All component clubs are required to attend a Moku meeting in their district. The date, time and location of a Moku meeting shall be decided by the Pelekikena, Hope Pelekikena and Kālimoku of each Moku.

Section 4 The meeting dates for Moku meetings shall be decided and announced at the annual convention meeting of the MCAHCC.

ATTACHMENT 2

- Section 5 Notice – Notification of Council meetings shall be communicated to all component clubs at least thirty (30) days prior to the scheduled meeting.
- Section 6 Electronic Meetings – Members who are not physically present in person at a meeting of the members may, by electronic transmission, computer or telephone communication, participate, be deemed present and entitled to vote.
- Section 7 Teleconference Meetings - A meeting via a teleconference shall be considered an official meeting of the Council. All members on line shall be considered present. A quorum of voting members must be determined before the voting of matters can be adopted. All members shall announce their presence when calling in. The Secretary will note this for the attendance record. Speakers on any subject must identify themselves and give the name of the club they represent. Speakers will wait until being recognized by the Pelekikena/Chair before speaking. Voting shall be by member club names called in alphabetical order. Each club shall have one vote per member online; up to three voting members online.
- Section 8 The order of business for the meetings of the Council shall be as follows:
- a. Call to Order (Kāhea Ho'omalū)
 - b. Opening Invocation (Pule Wehe)
 - c. Reading and Approval of the Minutes of the Previous Meeting (Heluhelu a o ka minuke o ka Hālāwai I hala)
 - d. Treasurer's Report (Nā Palapala Ho'ike Uka Pu'ukū)
 - e. Correspondence (Nā Palapala)
 - f. Council Kālaimoku : AHCC Report (Mo'olelo O Nā Kālaimoku)
 - g. Committee Reports (Nā Palapala Ho'ike O Nā Kōmike)
 - h. Unfinished/Old Business ('Oihana Kahiko))
 - i. New Business ('Oihana Hou)
 - j. Announcements (Nā Ho'olaha)
 - k. Adjournment (Ho'omalolo)
 - l. Closing Invocation (Pule Ho'oku'u)
- Section 9 Openness – Unless the subject of the meeting is classified as sensitive, of a personal nature or a matter of litigations, all meetings of the Council shall be open to the general membership and invited guests.

ARTICLE XI

Amendments and Suspensions

- Section 1 These Bylaws may be amended at any meeting of the Council by a majority affirmative vote of the representatives present. All proposed amendments must be circulated to the members no less than thirty (30) days prior to the meeting date.

ATTACHMENT 2

Section 2 With exception to Article XI, Section 1; these Bylaws may be suspended at any meeting of the MCAHCC by a majority affirmative vote of the representatives present in order to vote on an issue before the Council.