

BY-LAWS OF THE ASSOCIATION OF HAWAIIAN CIVIC CLUBS

ARTICLE I – ELECTION OF OFFICERS

Section 1. The following officers shall be elected biennially by the delegates in attendance at the annual convention of this Association.

- a. Pelekikena (The President)
- b. Hope Pelekikena Mua (The First Vice-President)
- c. Hope Pelekikena ‘Elua (The Second Vice-President)
- d. Pu‘ukū (The Treasurer)

Section 2. **Election of Council Pelekikena and Association Directors** - Each Council, prior to the annual convention during which the biennial election of officers takes place, shall elect:

- a. The Pelekikena of the respective Council.
- b. The Directors from their respective Council to the Board of Directors of the Association.

Section 3. **Pelekikena Iho Nei (Immediate Past Pelekikena)** - The office of Pelekikena Iho Nei (Immediate Past Pelekikena) shall automatically be filled by the retiring Pelekikena.

Section 4. **Term of Office** - All duly elected officers of the Association shall assume and serve for a term of two years beginning on January 1 of the year following their election or appointment. This provision shall not apply to the filling of a vacancy.

Section 5. **Limitation of Terms** - No officer of the Association shall serve more than two consecutive terms in the same office.

ARTICLE II – VACANCIES, HOW FILLED

Section 1. In the event of a vacancy in the office of the Pelekikena of the Association, the Hope Pelekikena Mua shall automatically fill the vacancy for the unexpired term.

Section 2. In the event of a vacancy in the office of the Hope Pelekikena Mua, the Hope Pelekikena ‘Elua shall automatically fill the vacancy for the unexpired term.

Section 3. In the event of a vacancy in the office of the Hope Pelekikena 'Elua, the Board of Directors shall immediately meet to select a replacement from one of their own number.

Section 4. In the event of a vacancy in the office of Pu'ukū, the Board will select a qualified replacement from the membership of the Association.

Section 5. In the event of a vacancy in the office of a Director of the Association, the affected Council shall have the power to fill the vacancy for the unexpired term at the next regular Council meeting.

ARTICLE III – DUTIES OF THE BOARD OF DIRECTORS

Section 1. The duties of the Board of Directors are as follows:

- a. To conduct the business of the Association in accordance with the Purposes and Objectives of the Association.
- b. To review all resolutions from a Council recommending a charter for a new club, issuing the charter when appropriate.
- c. To direct the annual convention and select a “Host Council” which will agree to assume the operation of the convention.
- d. To suspend or revoke the charter of any member club found to be in violation of the Association Constitution.
- e. To determine a fiscal year cycle for the Association and maintain fiduciary accountability for Association resources.
- f. To create, update, and implement the Association’s Strategic Plan, every five years, with an annual report to the House of Delegates.
- g. To take appropriate actions and positions unanticipated by and not in conflict with actions taken by the annual Convention.

ARTICLE IV – DUTIES OF THE EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall be responsible for the day-to-day administration of Association business within the policies established by the Association and the Board of Directors. Meetings of the Executive Committee may be called by the Pelekikena or at the written request of two (2) members of the Committee.

Section 2. The duties of the Executive Committee shall include the

following:

- a. To keep members of the Board of Directors continually advised on all matters affecting the Association.
- b. To develop plans for projects aimed to implement the purposes and objectives of the Association.
- c. To appoint task forces or ad hoc committees to study matters of concern to the Association and/or to implement projects approved by the Board of Directors.
- d. To meet with all standing committees to evaluate progress being made in committee activities and to determine additional assistance that may be required.
- e. To prepare the agenda and determine the time and place for Board of Directors meetings.
- f. To be responsible for conducting all necessary business of the Association in the interim between Board of Directors meetings.

ARTICLE V – DUTIES OF OFFICERS AND BOARD STAFF

OFFICERS:

Section 1. **Pelekikena** - The Pelekikena shall:

- a. Be the chief executive officer of the Association.
- b. Preside at all meetings of the Association and the Board of Directors.
- c. Supervise the work and activities of the organization.
- d. Be the chief spokesperson for the Association on resolutions passed at Convention and matters approved by the Board of Directors not covered at Convention and not in conflict with past resolutions.
- e. Shall publicly express opinions with prior approval of a majority of the Board of Directors, unless previously expressed through Association resolutions.
- f. Taking into consideration public perceptions that comments made by the Pelekikena, regardless of disclaimers, will still be perceived and accepted as being representative of the Association; therefore, the Pelekikena shall

exercise caution, clarity, and good judgment in expressing an opinion in a public forum.

Section 2. Hope Pelekikena Mua - 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.
- b. Have oversight responsibility for Kōmike Pilina Kaiāulu (Community Relations), Kōmike Ho'onoho Hālāwai (Conventions and Meetings), Kōmike Mo'ohelu Kālā (Finance), Kōmike Pilina Aupuni (Government Relations), Kōmike 'Enehana (Information Technology), Kōmike Ho'oulu 'Ahahui (Membership Development) and Kōmike Ho'okele (Policy and Planning).

Section 3. Hope Pelekikena 'Elua - Hope Pelekikena 'Elua shall:

- a. In the absence or inability of the Pelekikena or the Hope Pelekikena Mua to perform his or her duties, act as and have the same authority as the Pelekikena or Hope Pelekikena Mua
- b. Have oversight responsibility for the Kōmike Ho'oilina Ali'i (Benefits and Trusts), Kōmike Pō'aiapuni Waiwai (Economic Development), Kōmike Ho'ona'auao (Education), Kōmike Kūlana Pono Maka'āinana (Employment and Housing), Kōmike Kaiaola (Ecosystem/Environment), Kōmike Mālama Ola (Health & Human Services), Kōmike Nohona Hawai'i and Kōmike Ho'okūpa'a (Native Rights).

Section 4. Pu'ukū - The Pu'ukū shall:

- a. Receive all funds paid in and belonging to the Association, providing a receipt thereof, and shall deposit such funds in a bank, banks, or depositories as are approved by the Board of Directors.
- b. Make disbursements as authorized by the Board of Directors, and, together with the Pelekikena or in his or her absence the Hope Pelekikena Mua, shall sign all checks or drafts for the withdrawal of funds.
- c. Prior to taking office, execute and file a bond in an amount determined by the Board of Directors.
- d. Have his or her accounts and books open at all times to the inspection of the Board, the Pelekikena and auditors as named by the Board.
- e. Submit a complete report of all monies received and disbursed to the

Board of Directors at each meeting.

- f. Submit an annual report at the convention.
- g. Deliver to his or her duly qualified successor all monies and other property in his or her possession or control, taking receipt thereof within fourteen (14) days after leaving office.
- h. Submit a final year-end report at the first board meeting following the end of the fiscal year.

BOARD STAFF:

Section 5. **Kākau ‘Ōlelo (Recording Secretary)** - The Kākau ‘Ōlelo (Recording Secretary) shall take notes of the proceedings at all meetings of the Association and of the Board of Directors, keeping a full, true, and correct record thereof, and shall deliver to his or her duly qualified successor all books, papers, and such other articles belonging to the Association as may be in his or her possession within fourteen (14) days after leaving office. The Kākau ‘Ōlelo shall prepare and submit verbatim electronic and digital audio recording of Convention Proceedings and written minutes of significant decisions made within 90 days after completion of the convention. The Kākau ‘Ōlelo shall prepare and submit verbatim written Convention Proceedings within 240 days after completion of the convention.

Section 6. **Hope Kākau ‘Ōlelo (Corresponding Secretary)** - The Hope Kākau ‘Ōlelo (Corresponding Secretary) shall prepare all correspondence, read all communications, documents, maintaining a full and complete record of same, shall maintain an up-to-date membership and administrative roster of the Association, and shall deliver to his or her duly qualified successor all books, papers, and such other articles belonging to the Association as may be in his or her possession within fourteen (14) days after leaving office.

ARTICLE VI - COMMITTEES

Section 1. **Duties and Responsibilities of Committee Chairpersons** - The chairperson of a standing committee shall be vigilant of actions affecting the Native Hawaiian Community in the area to which assigned; inform and initiate recommendations to the Board of Directors, where necessary, to address any pertinent issues; preside over its committee meeting at convention; assist the AHCC Government Relations chair in drafting legislation, developing testimony, and presenting testimony at the legislature, where necessary; represent the President at community meetings when designated; attend quarterly meetings of the Board of Directors as well as the annual AHCC Convention; prepare quarterly reports of activities; and provide budget requirements to the Treasurer in support of committee work.

Section 2. The Pelekikena, with the approval of the Board of Directors, shall appoint the Chairs of the following Standing Committees:

NĀ KŌMIKE ALAKA'I KULEANA (ADMINISTRATIVE COMMITTEES)

- a. **Kōmike Pilina Kaiāulu (Community Relations)** – Operates the public relations, and inter-club communication programs.
- b. **Kōmike Ho‘onoho Hālāwai (Conventions and Meetings)** – Directs facilities acquisitions, activities coordination and attendee and delegate registration for the annual convention, Association Board meetings and other meetings and events
 - 1) **Kōmike Ho‘oia (Credentials)** – is a sub-committee of Convention and Meetings committee and verifies delegate compliance and maintains delegate records.
 - 2) **Kōmike ‘Ōlelo Ho‘oholo (Resolutions & Bills for an Act)** – is a sub-committee of Convention and Meetings committee and oversees the dissemination of information, receipt, final preparation of resolutions and Bills for an Act for action by the delegates in Convention and prepares the final approved resolutions and Bills for an Act for transmittal.
- c. **Kōmike Mo‘ohelu Kālā (Finance)** – Manages the budget and finance and ways and means functions.
- d. **Kōmike Pilina Aupuni (Government Relations)** – Acts as a legislative reference bureau, facilitates legislation to be introduced, prepares testimony and coordinates all lobbying and all legislative activities on behalf of the AHCC and in coordination with program chairs.
- e. **Kōmike ‘Enehana (Information Technology)** – Administers the information and communications technology program including the support and enhancement of the capacity of Native Hawaiians to develop content in our ‘ōlelo Hawai‘i.
- f. **Kōmike Ho‘okele (Policy and Planning)** – Oversees constitution and by-laws and policies review and amendment, upon receipt of the petition for a charter, reviews and investigates the charter application for compliance with the criteria set forth in the Association by-laws for chartering a club and makes a recommendation to the Board on issuance of club charters, and directs strategic planning initiatives and makes recommendations to the Board.

- g. **Kōmike Ho‘oulu ‘Ahahui (Membership Development Committee)** – Manages the Association’s programs to advise and, at the request of a club, kōkua that club in its efforts to recruit new members and retain existing members.

NĀ KŌMIKE ALAKA‘I PAPAĀHANA (PROGRAM COMMITTEES)

- h. **Kōmike Ho‘oilina Ali‘i (Benefits and Trusts)** – Monitors and advocates issues relating to the Hawaiian Home Lands, the Public (Ceded) Lands Trust and the ali‘i trusts.
- i. **Kōmike Pō‘aiapuni Waiwai (Economic Development)** – Champions initiatives which foster entrepreneurship, business management, capital generation and government contracting by Native Hawaiians so as to form an economic base for our Native Hawaiian Governing Entity.
- j. **Kōmike Ho‘ona‘auao (Education)** – Monitors, and advocates 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 culture based educational programs, and other educational programs to improve the academic achievement of Native Hawaiian children and adults.
- k. **Kōmike Kūlana Pono Maka‘āinana (Employment and Housing)** – Advocates programs on welfare, employment, employment training, and housing for Native Hawaiians.
- l. **Kōmike Mālama Ola (Health & Human Services)** – Advocates and monitors programs for health education, health services, nutrition, persons with disabilities, geriatrics, drugs and drug abuse, obesity and other aid to the aged Native Hawaiians. Advocates and monitors costs of health insurance. Also advocates and monitors programs related to hanai, foster care, incarceration, rehabilitation of Native Hawaiians.
- m. **Kōmike Nohona Hawai‘i** – Monitors and advocates for the maintenance, protection, and development of the normalization of the Hawaiian language, Native Hawaiian traditional knowledge, oral traditions, genealogy, literatures, cultural mores, designs, sports and traditional games, visual and performing arts, traditional wayfinding, and other cultural resources.
- n. **Kōmike Ho‘okūpa‘a (Native Rights)** – Monitors and advocates for the various rights possessed by Native Hawaiians as a native people to gather, access, religious practices, water, fisheries, 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.

- o. **Kōmike Kaiaola (Ecosystem/Environment Committee)** – 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 modification, etc.

Section 3. From time to time, the Pelekikena shall request that the chairs of the Standing Committees submit a full description of Committee duties and responsibilities and quarterly reports be submitted to the Secretary of the Association for distribution to the Board of Directors as submitted. Upon submittal and full discussion, the Board of Directors shall establish the same, as modified or amended by the Board, as the duties, responsibilities, and report of the respective Standing Committees.

Section 4. In election years, the Pelekikena shall appoint a Nominations chair to facilitate the nomination of officers, the election process and the installation of officers and directors. The installation shall take place at the final convention ‘aha ‘aina, and shall be conducted in a dignified and culturally appropriate manner.

Section 5. From time to time, the Pelekikena shall appoint, with the approval of the Board of Directors, other ad hoc committees as necessary.

Section 6. **Task Force** –

- a. A task force shall be defined as a temporary unit created for the purpose of studying and providing a report on a specific issue. Once the report is submitted, the task force is deemed to be pau.
- b. All Task Forces will be assigned to a Standing Committee by the Pelekikena
- c. Task Force Chairs shall be appointed by the Hope Pelekikena Mua or Hope Pelekikena ‘Elua depending on which Committee it is assigned to, subject to Board approval.
- d. All findings of a Task Force shall be submitted to the Chair of the assigned Committee and become property of the Association.
- e. The Committee Chair will be responsible for reporting all findings of a Task Force to the membership.

ARTICLE VII – DUTIES OF THE COUNCILS

Section 1. The Councils are organized by geographic area, usually by county designation or in the case of the Mainland Council, by continental U.S. and Alaska, and the duties of each Council are as follows:

- a. To support the purpose and objectives of the Association.
- b. To keep in close contact with the civic clubs under their jurisdiction and coordinate and assist in any way possible.
- c. To, upon receipt of a petition for charter, study and investigate the same, and, upon acceptance of the petition, adopt a resolution, recommending to the Board of Directors of the Association, the issuance of a charter.
- d. To meet at least once annually prior to the meeting of the Board of Directors of the Association at the annual convention.
- e. To, upon receipt of a notice for dissolution from any chartered club, immediately investigate the notice for such dissolution and submit the findings and recommendations to the Board of Directors of the Association within fourteen (14) days of receipt of the request to dissolve.
- f. To provide a Quarterly report of Council activities to the Association Board of Directors and an annual synopsis for publication in the annual convention booklet.

ARTICLE VIII – DUTIES OF CHARTERED CLUBS

Section 1. The duties of each chartered Hawaiian Civic Club are as follows:

- a. To support the purpose, goals and objectives of the respective Council and the Association.
- b. To meet regularly (at least once every three (3) months) and to encourage participation at meetings.
- c. To submit reports to the Board of Directors of the Association and the Councils, as follows:
 1. To the Association and Council, a club roster of members and officers sixty (60) days prior to the convening of the next annual convention together with the per capita dues.

2. To the Association, a list of delegates and alternates to the annual convention, together with the registration fees, thirty (30) days prior to the convening of the annual convention.
 3. To the Association, an annual report of club accomplishments.
 4. Any other report as may be required by either the Association Board of Directors or Council.
- d. To elect officers and to see that said officers assume their respective duties in accordance with the Constitution and By Laws of their club.
 - e. To send to every annual convention at least one delegate.
 - f. To forward to their Council a report of their intent to dissolve thirty (30) days prior to the anticipated day of dissolution.

ARTICLE IX – ISSUING OF CHARTERS, SUSPENSION AND TERMINATION

Section 1. Whenever twenty-five (25) or more persons of Hawaiian Ancestry desire to form a Hawaiian Civic Club, they shall file a petition thereof with the Council for the district in which the club is to be established. The Council shall review said petition and make its recommendations to the Board of Directors of the Association. The Association's Policy and Planning Chair shall review and investigate the petition against the Association criteria for charting clubs and make recommendations on said application.

- a. If the Board of Directors shall find that all of the requirements have been met by the petitioners, it may issue a charter to the petitioners thereby forming a Hawaiian Civic Club;
- b. If the Board of Directors shall find that all requirements have not been met by petitioners, all documents shall be returned to the Council with the rationale for the denial.

Section 2. Charter Club Criteria

- a. Club members must commit to supporting the mission, goals, and objectives of the Association;
- b. Constitution and by-laws must be consistent with the Association and Council constitution and by-laws.
- c. Membership must consist of a minimum of 25 Native Hawaiians.

- d. Per capita must be paid at the time of application.
- e. Club must commit to carrying out its duties and responsibilities as outlined in these by-laws.
- f. A club applying for a charter from the Association shall select a club name honoring Prince Kūhiō Kalanianaʻole, an historic Aliʻi, or a geographic location associated with the club.

Section 3. The Board of Directors shall have the power to suspend or terminate the charter of a club for good cause. Good cause shall mean the willful and continuous failure to comply with the Purposes and Objectives of the Association, as set forth in the Constitution of the Association, or the willful and continuous failure to comply with the Duties of Chartered Clubs, as set forth in its By-Laws, particularly Section 3.8.1. Further, a club's charter shall be automatically terminated for failure to send at least one delegate to the annual convention of the Association for three (3) successive years.

Section 4. The Board, upon a two-thirds vote of its members, shall notify a club and the Council of which it is a member, in writing, whenever termination of charter is being considered. The cause or causes for such possible action will be stated and, as appropriate, sections of the Association Constitution or By-Laws will be cited as the grounds for cause. A club receiving such notification will have ninety (90) days in which to respond. This response may: (1) deny the charges and ask that no further action be taken; (2) accept the accuracy of the violations and indicate proper corrective actions which will be taken by the club; or (3) accept the accuracy of the causes but appeal whether such club actions constitute grounds for termination.

Section 5. The Board 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' does exist; or (4) receiving no response to its notice, proceed with termination. Any of these actions shall require a two-thirds vote of the Board.

Section 6. Upon a club's termination, the Board shall have the authority to reuse a terminated chartered club name with appropriate changes so as not to duplicate or violate previous non-profit club names issued by the States and Federal government.

ARTICLE X - CONVENTIONS

Section 1. **Time, Place, and Host Council-** A convention of this Association shall be held each year at a time and place to be determined by the Board of Directors of the Association; except in an emergency determined by the Board of Directors, that time and place for each said convention, shall be selected no less than five (5) years in

advance. Any Council of this Association desiring to host an annual convention shall file its request with the Board of Directors of the Association who shall thereupon review the qualification and ability of the applicant to conduct such a convention. The conclusion of the Board of Directors of the Association regarding the request shall be presented to the convention before adjournment.

Section 2. Officers of the Convention - The officers of the Convention shall be a Chairman and a Kākau 'Ōlelo (Recording Secretary). The Pelekikena of the Association shall be the Chairman of the Annual Convention. The Kākau 'Ōlelo of the Association shall be the Kākau 'Ōlelo of the Convention. The Chairman shall appoint any other officers of the Convention, and such assistants as the Sgt-at-Arms, and any others as may be necessary to conduct the business of the Convention and to maintain order. The Officers of the Association and the Directors of the Association shall be delegates-at-large.

Section 3. **Committees**

a. The committees of the Convention shall be:

- 1) Kōmike Ho'oilina Ali'i (Benefits and Trusts)
- 2) Kōmike Pilina Kaiāulu (Community Relations)
- 3) Kōmike Ho'onoho Hālāwai (Conventions and Meetings)
- 4) Kōmike Pō'aiapuni Waiwai (Economic Development)
- 5) Kōmike Ho'ona'auao (Education)
- 6) Kōmike Kūlana Pono Maka'āinana (Employment and Housing)
- 7) Kōmike Kaiaola (Ecosystem/Environment Committee)
- 8) Kōmike Mo'ohelu Kālā (Finance)
- 9) Kōmike Pilina Aupuni (Government Relations)
- 10) Kōmike Mālama Ola (Health & Human Services)
- 11) Kōmike 'Enehana (Information Technology)
- 12) Kōmike Ho'oulu 'Ahahui (Membership Development Committee)
- 13) Kōmike Nohona Hawai'i
- 14) Kōmike Ho'okūpa'a (Native Rights)
- 15) Kōmike Ho'okele (Policy and Planning)

Section 4. The Chairman of each convention Committee shall appoint a Secretary who shall be responsible for (1) compiling a roster of all individuals who attend the Committee meetings and the club they represent; and (2) keeping minutes of the meetings.

Section 5. Each Committee shall consist of only one designated representative from each duly chartered Club who shall be a registered delegate, alternate or delegate-at-large. Each Club shall enjoy the privilege of one (1) and only one (1) vote. This designated voting representative to each of the Convention Committees will be privileged to speak no more than two (2) times - three (3) minutes each time - on the

issue being debated. The second opportunity to speak shall be allowed only after all voting delegates of that Committee, who wish to debate the issue for the first time, have enjoyed that privilege.

Section 6. The designated voting representative wearing a badge shall participate fully in all discussions in the Committees and only he or she may cast the Club's vote on all issues. Any other such delegate or alternate delegate may attend as many Committee meetings as he or she desires, but may not participate in any discussion on Committee issues unless recognized by the Committee Chairman. He or she shall not be allowed to vote on any Committee action. A delegate, alternate, or member wearing a badge may have the privilege to speak two (2) times for three (3) minutes each only after all designated voting delegates have spoken on the issue being debated. Non-members may have privilege of the floor only once for three (3) minutes on the issue being debated.

Section 7. Each Committee Report will be presented to the House of Delegates verbatim by its Chairman, and shall be received for filing with the Record of Events and Minutes of the Convention. Following this the Chair of the Convention will request Minority reports and these reports shall be received for filing with the Record of Events and Minutes of the convention. This process provides opportunity for full discussion on both sides of the issue before the House of Delegates. The Committee's recommendation on their report may include: to adopt, not adopt, or adopt as amended.

The past nā Pelekikena of the Association of Hawaiian Civic Clubs shall be delegates-at-large at convention with power to vote. No additional benefits will accrue as the result of such designation. Such designation is intended to honor the commitment and contributions made by such individuals.

Section 8. Non-members desired as resource speakers (to make a formal presentation) by the Committee Chairman to speak at a Committee meeting must be approved by the Committee Chairman and the Pelekikena of the Association.

Section 9. **Registration of Delegates and Alternates** - Each duly chartered Club in good standing shall be entitled to one delegate and one alternate delegate for every ten (or major fraction thereof) of its members in good standing as shown by the records of the Pu'ukū of the Association as of sixty (60) days prior to the convening of the next Convention. The major fraction referred to herein shall be five (5) or more members. The designation of each delegate and alternate shall be evidenced by a certificate signed by the Pelekikena and Pu'ukū of each such Club.

Section 10. **Quorum** - A majority of the delegates registered at any Plenary Session of the Convention shall constitute a quorum at any Plenary Session of the House of Delegates.

Section 11. **Voting in the Plenary Session**

- a. Each delegate in attendance at any Plenary Session shall have one (1) vote on any question which shall come before that session. Whenever a duly registered delegate of a Club is not in attendance at a session, the Pelekikena of the Club or his or her designated representative (that person other than the Pelekikena who has been declared Convention Coordinator) may select an alternate delegate to act in place of the absent delegate until the delegate is again in attendance.
- b. Except in the case of elections, during which votes shall be cast by each delegate using individual ballots, voting shall be a voice, showing of hands, or standing to be counted. A roll call vote shall be called only upon demand of one-third (1/3) or more of the delegates registered at the Convention. After calling for a roll call vote, the Chairman shall call a short recess to permit each Club to caucus separately. During the recess, a person designated in advance by each Club shall take a vote amongst delegates representing that Club. After recess, he or she shall report the number of votes for and against when called upon to do so by the Chairman of the Convention.
- c. No Club, at any time, shall use the "unit rule" of adding the votes cast by a majority of its delegates to the votes actually cast by a greater number of its delegates in order to secure a unanimous vote or to secure a vote other than the vote actually cast by delegates. When any Club reports a unanimous vote, any delegate in convention may demand that the Chairman of the Convention poll each delegate of such Club to determine if such was the vote of each delegate.
- d. During voting, delegates and alternates may be seated together. There shall be no voting by proxy. The Chairman of the Convention may vote in any Plenary Session.

Section 12. **Resolutions**

- a. Resolutions and Bills for an Act for consideration at a Convention must be submitted to the Pelekikena of the Association no later than sixty (60) days prior to that Convention. Any resolutions submitted after that date must be related to issues or actions developing after the sixty (60) day deadline, and will be termed a late resolution. In no event, however, may a late resolution be submitted later than forty-eight (48) hours prior to the convening of the first plenary session of the convention. All resolutions shall be limited to three single-sided pages on 8 1/2 x 11" paper.
- b. The sponsor of any late resolution shall provide an electronic version of

the resolution to the AHCC Pelekikena and Resolutions Chair, and shall provide sufficient hard copies of the late resolution, based on the number of registered delegates and alternates at the annual convention. Said copies shall be delivered to the steno pool for distribution. Two-thirds (2/3) of the delegates present at the plenary session must vote in the affirmative to receive the late resolution(s) before it may be assigned for action to a convention committee.

- c. Resolutions for consideration at a Convention may be submitted for introduction by: the Executive Committee of the Association; the Association Board of Directors; any Association standing, convention, ad hoc or other Committee; any Council; or any Chartered Club.
- d. The Resolutions Chairperson shall circulate instructions for the preparation of resolutions and the exact date of the resolution submittal deadline to all clubs no less than ninety (90) days prior to convention.
- e. Transmittal of approved resolutions, for which names and addresses of the persons or organizations on distribution are provided by the sponsor of the resolution, shall be distributed to those named in the distribution clause limited to no more than six (6) certified copies. A set of extra plain copies containing resolutions having a legislative impact shall be mailed to the following offices: Governor, President of the Senate, Speaker of the House, Senate Committee on Judiciary & Hawaiian Affairs Chair, House Committee on Hawaiian Affairs Chair, Office of Hawaiian Affairs Chair of the Board of Trustees, and all County Mayors. A full set of the final resolutions shall be posted on the Association's website for viewing by any member of the Association.

Section 13. **Discussion in the Plenary Session** - No delegate shall speak more than three (3) minutes on any subject and no more than twice on the same subject and he or she shall identify himself or herself and Club before speaking. He or she shall not be recognized for a second time until all others wishing to be heard have been so recognized; except by consent of the majority of the delegates at the Convention.

Section 14. **Preserving Records** - The Kākau 'Ōlelo of the Convention shall preserve the Records and Proceedings of the Convention in writing and shall make them a permanent record of the Association.

Section 15. **Order of Business** - The Order of Business of the Convention shall be:

- a. Call to Order by the Chairman

- b. Pule Wehe
- c. Final Credentials Reports
- d. Positioning of the colors and Star Spangled Banner
- e. Call for the Report of the Credentials Committee
- f. Adoption of the Report of the Credentials Committee
- g. Adoption of the Convention Rules, if any.
- h. Report of the Resolution Committee
- i. Report of the Nominating Committee, if any.
- j. Approval of Minutes of the Previous Convention, as circulated.
- k. Report of the Pu'ukū of the Association.
- l. Approval of the Report of the Pu'ukū of the Association.
- m. Call for the Other Committee Reports:
 - 1) Kōmike Ho'oilina Ali'i (Benefits and Trusts)
 - 2) Kōmike Pilina Kaiāulu (Community Relations)
 - 3) Kōmike Ho'onoho Hālāwai (Conventions and Meetings)
 - 4) Kōmike Ho'oaia (Credentials)
 - 5) Kōmike Pō'aiapuni Waiwai (Economic Development)
 - 6) Kōmike Ho'ona'auao (Education)
 - 7) Kōmike Kūlana Pono Maka'āinana (Employment and Housing)
 - 8) Kōmike Mo'ohelu Kālā (Finance)
 - 9) Kōmike Pilina Aupuni (Government Relations)
 - 10) Kōmike Mālama Ola (Health & Human Services)
 - 11) Kōmike 'Enehana (Information Technology)
 - 12) Kōmike Ho'oulu 'Ahahui (Membership Development)
 - 13) Kōmike Nohona Hawai'i
 - 14) Kōmike Ho'okūpa'a (Native Rights)
 - 15) Kōmike Ho'okele (Policy and Planning)
 - 16) Kōmike 'Ōlelo Ho 'oholo (Resolutions & Bills for an Act)
 - 17) Kōmike Kaiaola (Ecosystem/Environment)
- n. Election of Officers as Appropriate.
- o. Unfinished Business

- p. Announcements.
- q. Adjournment
- r. Hawai'i Pono'i
- s. Pule Ho'oku'u
- t. Installation of Officers at the Convention 'aha 'aina, as appropriate.

ARTICLE XI - MEETINGS

Section 1. **Types of Meetings** - There shall be only Regular or Special meetings of the Board of Directors as described herein:

- a. **Regular Meetings.** Regular meetings of the Board are the normally scheduled meetings, and shall be held at least once each quarter.
- b. **Special Meetings.** Whenever the press of business requires, special meetings of the Board may be called with the concurrence of a majority of the members of the Board.

Section 2. **Locations** - All meetings of this Association shall be held at a public place, or other place accessible to our general membership.

Section 3. **Notice** - Notification of the Regular and Special meetings of the Board shall be mailed or telecommunicated to all members of the Board, and all club nā Pelekikena at least one week in advance of the scheduled meetings.

Section 4. **Openness** - Unless the subject of the meeting is concerned with sensitive personnel or litigation matters, all meetings of the Association shall be open to our general membership.

Section 5. **Executive Committee Meetings** - The deliberations and actions of the Executive Committee at all its meetings shall be reviewed at and made a part of the minutes of the next scheduled Regular or Special Board meeting.

ARTICLE XII – RULES OF ORDER; QUORUM; ORDER OF BUSINESS

Section 1. **Rules of Order** - In the absence of rules in the Constitution or By-Laws of this Association, all conventions and meetings of this Association shall be governed in accordance with Robert's Revised Rules of Order.

Section 2. **Quorum** - A majority of the members of the Board of Directors shall constitute a quorum.

Section 3. **Order of Business** - The order of business for the meetings of the Association shall be as follows:

- a. Call to Order
- b. Pule Wehe
- c. Roll Call
- d. Reading and Approval of Minutes
- e. Pu'ukū Report
- f. Correspondence
- g. Committee Reports
- h. Unfinished Business
- i. New Business
- j. Announcements
- k. Adjournment
- l. Hawai'i Pono'i
- m. Pule Ho'oku'u

ARTICLE XIII - AMENDMENTS

Section 1. The By-Laws may be amended only at an annual or special convention of this Association by a majority vote of the delegates assembled. Proposed amendments to the By-Laws shall be submitted to the Pelekikena of the Association and circulated to each club by the Planning and Policy Committee no later than sixty days (60) prior to the next convention, and may be submitted by the Executive Committee of the Association, the Association Board of Directors, any Association Standing Convention, ad hoc or other Committee, any Council, or any Chartered Club.

Section 2. The Association shall hold a constitutional convention:

- a. Every ten (10) years in a non-election year, beginning in 1999, unless, by a two-thirds vote of the regular annual convention preceding this call, the delegates vote not to hold a constitutional convention.
- b. The number of delegates to the constitutional convention shall be one-half of the number of eligible delegates for each club as certified at the regular annual convention in the year preceding the constitutional convention.