



**BLUE STAR MOTHERS OF AMERICA, INC.**

**CONSTITUTION**

**Effective August 2024**

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# CONSTITUTION

## ARTICLE I. ORGANIZATION

**Section 1.** Federal Charter. Blue Star Mothers of America, Inc., the “Corporation,” is a federally chartered (Congressionally chartered) corporation.

**Section 2.** Place of Incorporation and Domicile. The Corporation is declared to be incorporated and domiciled in the District of Columbia.

**Section 3.** Perpetual Existence. Except as otherwise provided, the Corporation has perpetual existence.

**Section 4.** Landmarks. The Corporation shall be a non-political, non-sectarian, non-discriminatory, and non-profit organization, and shall not be used for personal or partisan purposes.

## ARTICLE II. PURPOSES

The mission of the Corporation shall be:

- a) to support the Armed Forces of the United States of America and its Veterans;
- b) to advocate for America’s Armed Forces and those men and women who have served their country;
- c) to maintain allegiance to the United States;
- d) to educate our members and others not to divulge military or other government information;
- e) to assist and participate in ceremonies which honor, remember and support our military men and women, and veterans;
- f) to honor those families whose children have died in service to our country;
- g) to assist in the care of unsupported mothers who gave their children to the service of the Nation;
- h) to foster true democracy;
- i) to assist in Homeland Security;
- j) to uphold the American principles of freedom, justice and equal rights, and to defend the United States from all enemies, foreign and domestic.

## **ARTICLE III. PERMITTED ACTIVITIES**

**Section 1.** The Corporation shall not issue stock or pay a dividend.

**Section 2.** Distribution of Income or Assets. The income or assets of the Corporation may not inure to the benefit of, or be distributed to, an officer, member, or other private person during the life of the Corporation or on its dissolution or final liquidation. This subsection does not prevent the payment of compensation to an officer or reimbursement for actual necessary expenses in amounts approved by the National Executive Board (NEB), which is charged with administering the vote of the annual National Convention Body.

**Section 3.** The Corporation may not make a loan or advance to an officer, director, **member**, or employee.

**Section 4.** No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as permitted by Section 501(h) of the Internal Revenue Code (IRC) in effect and in any corresponding laws of the District of Columbia, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of or in opposition to any candidate for public office. Furthermore, no member or officer of the Corporation may make political statements or lobby in her capacity and on behalf of the Corporation. She may only engage in such activities as a private citizen or on behalf of another organization.

**Section 5.** Notwithstanding any other provision of this Constitution, the Corporation shall not directly or indirectly carry on any activity that would prevent it from obtaining exemption from Federal income taxation as a Corporation described in Section 501(c)(3) of the IRC in effect, or cause it to lose such exempt status.

**Section 6.** In the event of dissolution or final liquidation of the Corporation, all of its remaining assets and property shall, after paying or making provision for the payment of all the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed as the NEB shall determine for one or more exempt purposes within the meaning of the IRC, including distribution to such organization or organizations organized and operated exclusively for religious, charitable, scientific, or educational purposes as shall at that time qualify as an exempt organization or organizations described in IRC, or distribution to the U.S. Federal Government for a public purpose.

## **ARTICLE IV. ELIGIBILITY**

An individual is eligible for membership in the corporation if:

- (1) She is a mother (meaning a woman who filled the role of birthmother, adoptive mother, step-mother, foster-mother, grandmother, or legal guardian) of a person who –
  - (A) is serving in the Armed Forces; or

- (B) has served in, or has been honorably discharged, from the Armed Forces; and  
(2) She is living in the United States or is a citizen of the United States living outside the United States.

## **ARTICLE V. ASSOCIATES**

An Associate is an individual who is not eligible for membership based on the Congressional Charter. Those wishing to be a part of the Corporation, in a supportive role to the members, can promote the mission. Associates are not required to pay dues, nor do they have any rights to hold office, vote, or be a delegate at the National or Department Conventions. An Associate is a valuable asset to the Corporation.

## **ARTICLE VI. GOVERNING BODY, COMPOSITION, MEETINGS, GOVERNING DOCUMENTS**

**Section 1.** The supreme governing authority of the Corporation is the National Convention Body, which is to convene annually, as determined in the Bylaws, at a National Convention.

**Section 2.** The National Convention Body is composed of National Officers, Past National Presidents (PNPs), officers and members from the Departments and Chapters that are in attendance. The National President (NP) shall preside over the Convention. The governing body of the Corporation shall always be representative of the membership at large and shall not permit the concentration of control in the hands of a limited number of members or in a self-perpetuating group not representative of the membership at large.

**Section 3.** The National Convention may be held in any state or territory, of the United States or in the District of Columbia.

**Section 4.** The Corporation's Governing Documents as that term shall be hereafter used shall be the Congressional Charter, the Constitution, the Bylaws, the Code of Conduct and the Affiliation Agreement, for National, Departments, Chapters and Auxiliaries between the NEB, each Department, each Chapter, and each Auxiliary.

## **ARTICLE VII. POWERS OF THE CORPORATION**

The Corporation may:

1. Acquire, own, lease, or dispose of property capable of being used in connection with any other purposes of the Corporation.
2. Do all acts, exercise all powers, and assume all obligations necessary and incidental to the accomplishments of the Corporation.

## **ARTICLE VIII. OFFICERS**

The officers of the Corporation shall be elected or appointed in such manner and for such terms as defined in the Bylaws of the Corporation.

## **ARTICLE IX. NATIONAL EXECUTIVE BOARD (NEB)**

The NEB shall consist of the most recently elected National officers, Department Presidents and the three most recent PNPs still retaining their membership in Blue Star Mothers of America, Inc. If any of the three most recent PNPs still retaining their membership in Blue Star Mothers of America, Inc. cannot or will not serve on the NEB, the NP, with the approval of the NEB, may pro-tem another PNP to fill the voting position.

All other PNPs may serve in an advisory role to the NEB and will be a voting delegate at National Convention. The NEB shall administer the activities and business of this Corporation in the interim between National Conventions.

## **ARTICLE X. AUXILIARIES**

**Section 1.** Auxiliaries may be formed in association with the Corporation subject to the terms of the Governing Documents. The articles of incorporation and bylaws of any such auxiliary must be presented to the NEB to ensure that the auxiliary furthers the Corporation's goals, that such articles of incorporation and bylaws are consistent with this Constitution and the other Governing Documents of the Corporation, and to ensure that the name and reputation of the Corporation are protected. Should a new auxiliary desire to form, this can be brought to the Convention body at the next National Convention.

## **ARTICLE XI. FISCAL YEAR**

The fiscal year for the Corporation at the National, Department, Chapter and Auxiliary level, whose Federal EIN is recognized as a sub-entity by the IRS under the National Corporation's IRC tax exempt status, shall be recognized as the officially assigned IRS tax reporting year for the National Corporation, September 1<sup>st</sup> through August 31<sup>st</sup>. Those Departments, Chapters and Auxiliaries who hold their own IRC designation from the IRS at the opening of the 2009 National Convention shall be grandfathered in. No other Departments, Chapters or Auxiliaries are authorized to seek their own IRC designation from the IRS.

## ARTICLE XII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order* shall govern the Corporation in all cases to which they are applicable and in which they are consistent with the Governing Documents and any special rules of order the Corporation may adopt.

## ARTICLE XIII. AMENDMENTS

**Section 1.** This Constitution may be amended every three years at the National Convention by a two-thirds vote of the eligible voting Delegates present and voting.

An emergency proposal may be submitted in a non-Governing Document proposal year, in the event current Governing Documents would be in conflict with a change in local, state, or federal laws.

**Section 2.** Any proposed amendments and resolutions shall be circulated to all departments, chapters and members at least 30 days prior to Convention, so that the membership will have the opportunity to review all proposed amendments and make recommendations to their respective Convention delegates.

**Section 3.** Any department, chapter and/or member submitting proposed amendments and/or resolutions must include an “explanation” for the proposed change or be present at convention or have a representative at convention to speak to the proposal.

**Section 4.** Amendments passed by the Convention body shall be reviewed by the NEB and the Corporation’s legal counsel for conformity and compliance with the Corporation’s Charter and Section 501(c)(3) of the IRC, as amended.

**Section 5.** Amendments to the Governing Documents shall take effect at the close of the National Convention at which they are adopted. With a two-thirds vote of the Convention body, a specific amendment may take effect immediately.