

# **CONSTITUTION OF THE FILIPINO COMMUNITY IN AMERICAN SAMOA**

## **PREAMBLE**

We, the Filipinos in American Samoa, in order to promote goodwill, common interests, mutual understanding and benefits, and to foster harmonious relationship among ourselves and with the community where we live, under the sovereign guidance of Almighty God, do ordain and promulgate this Constitution.

## **ARTICLE I – NAME**

Section 1. The name of this organization shall be the Filipino Community *in*<sup>1</sup> American Samoa

## **ARTICLE II – PLACE OF BUSINESS OR LOCATION**

Section 1. The principal place of business and location shall be in Tutuila, American Samoa.

## **ARTICLE III – DURATION OF EXISTENCE**

Section 1. This organization shall exist as long as there are still members residing in American Samoa.

## **ARTICLE IV – GENERAL PRINCIPLES AND OBJECTIVES**

Section 1. The Community is a non-profit organization of Filipinos, persons of Filipino ancestry and persons of Filipino interests.

Section 2. The organization has the following objectives:

- 1) To foster and to promote harmonious relationship, understanding, cooperation and unity among members and their families and with other communities in American Samoa.
- 2) To promote common interests and mutual benefits among the members of the community.
- 3) To promote the Filipino culture and tradition.
- 4) To establish *and maintain*<sup>2</sup> liaison with the American Samoa Government in improving Filipino-Samoan relationship.

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<sup>1</sup> Article I.1 Filipino Community of American Samoa

- 5) To establish *and maintain*<sup>3</sup> liaison with the Philippine Government through its Consulate to ensure that the community is extended the assistance, protection, and other benefits that may be derived therefrom.
- 6) *To acquire and gifts and dues, and conduct fund raising activities for worthy causes appropriate for the benefit of the Community and/or its general membership, and others, subject to the restrictions and limitations prescribed by the American Samoa Code.*<sup>4</sup>
- 7) To keep the general membership updated on Philippine affairs and development.
- 8) To help preserve Filipino cultural and social heritage and values as a people and nation.

## **ARTICLE V - MEMBERSHIP**

Section 1. Kinds of Membership. - Membership in the Community shall be classified into active, inactive, dependent, and honorary.

Section 2. Definition of Membership.

(A) Active members. - Active members are Filipinos, persons of Filipino ancestry, and persons legally married to Filipinos, who:

- 1) are residing in American Samoa for at least one year;
- 2) are eighteen years of age or over;
- 3) have paid their membership dues; and
- 4) have participated in any general membership activity of the organization during preceding year of his current membership

(B) Inactive Members. - Inactive members are those who have not met all of the qualifications enumerated above for active members during a given year.

(C) Dependent Members – Dependent members are those dependents of active members who are less than eighteen years of age.

(D) Honorary Members – Honorary members are persons who are conferred the honorary status by action of the board of directors.

Section 3. Rights and Privileges of Members

(A) Active members shall have the following rights and privileges:

- 1) to vote at any general membership meeting;

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<sup>2</sup> Article IV.2(4) To establish liaison with the American Samoa Government in improving Filipino-Samoan relationship

<sup>3</sup> To establish liaison with the Philippine Government through its Consulate to ensure that the Community is extended the assistance, protection, and other benefits that may be derived therefrom.

<sup>4</sup> To acquire and receive gifts and dues, and conduct fund raising activities for worthy causes appropriate for the good of the Community, its general membership, and others, subject to the restrictions and limitations prescribed by the Territorial laws.

- 2) to be elected to any elective position in the organization after continuous membership of at least two years;
  - 3) to be informed of any attend meetings of the general membership;
  - 4) as a constituent assembly, to remove any or all officers prior to expiration of their terms on a vote of no confidence;
  - 5) to inspect the books and records of the organization, except such record as the Board of Directors may in a resolution declare to be confidential;
  - 6) as a constituent assembly representing at least twenty percent of all active members of the organization, to call a general assembly meeting when the Board of Directors fails to call a general assembly meeting on the date specified by this Constitution;
  - 7) to be entitled to such benefits and assistance from the organization as the Board of Directors may prescribe;
  - 8) to use organization facilities and paraphernalia in accordance with rules and conditions as may be prescribed by the Board;
  - 9) to be informed of important events or activities affecting them and the organization;
  - 10) to be included in a current roster of active members as the Board may prescribe from time to time;
  - 11) to participate in any or all Community activities, and;
  - 12) to be entitled to due process in a grievance complaint for or against any member.
- (B) The rights and privileges of members other than active members shall be regulated by the Board of Directors, but in no case shall these include the rights specified under Section 3 (A) (2), (4), (5), (6), and (10) of this Article.

## **ARTICLE VI – DUTIES AND RESPONSIBILITIES OF MEMBERS<sup>5</sup>**

Section 1. Duties and Responsibilities of Members. – Active members shall have the following duties:

- 1) to uphold this Constitution and its By-Laws;
- 2) to attend and participate in general membership meetings of the organization;
- 3) to pay regular membership dues and assessments prescribed by this Constitution and/or the By-Laws;
- 4) to participate in such other activities or undertakings as may be requested of them by duly constituted officers of the Community.

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<sup>5</sup> Originally part of Article V

## Section 2. Admission of Membership

- 1) Active membership may be acquired after filling a proper application, approval by the Board of Directors, and payment of membership fee.
- 2) Dependent membership is automatic for the dependents of an active member.
- 3) Honorary membership is acquired after formal conferment by the Board of Directors.

## Section 3. Loss of Membership

- 1) Active membership may be lost by resignation of the member, permanent absence from the island, or expulsion by two-thirds vote of all members of the Board of Directors.
- 2) Grounds and procedures for expulsion from membership shall be defined by the Board of Directors in the By-Laws.
- 3) Membership lost may be reacquired in accordance with the procedures laid down for admission of membership.
- 4) Dependent membership is coterminous with the membership of the active member upon whom the dependent member depends.
- 5) Honorary membership may be revoked by action of the Board of Directors.

# **ARTICLE VII - BOARD OF DIRECTORS AND OFFICERS<sup>6</sup>**

Section 1. The general management of the affairs of the Community shall be vested in the Board of Directors. The Board of Directors has the power and authority to promulgate and adopt policies, rules and regulations as necessary for the effective and efficient management of the Organization consistent with its Constitution and By-Laws. The Board of Directors shall also have the power to alter, amend or repeal the By-Laws or to adopt new By-Laws in accordance with this Constitution.

Section 2. *The Board of Directors shall be composed of seven members elected at large. The members of the Board shall elect from among themselves a chairman and Vice-Chairman. They shall also appoint a secretary who may be a non-member of the Board. If the Secretary is not a Board Member, he/she shall have no voting power. The immediate past president shall become the seventh member if not re-elected.*<sup>7</sup>

Section 3. *Any vacancy in the Board may be filled by appointment with the majority approval by at least five members of the remaining Directors for the unexpired portion of the term only. In case of vacancies of three or more members of the Board, a general election shall be called to fill up the vacancies.*<sup>8</sup>

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<sup>6</sup> Originally Article VI

<sup>7</sup> The Board of Directors shall be composed of the President and six members elected at large. The President shall automatically become the Chairman of the Board. The immediate past president shall automatically become the sixth member of the Board if not re-elected.

<sup>8</sup> Any vacancy in the Board may be filled by appointment of the President with the majority approval of the remaining Directors for the unexpired portion of the term only.

Section 4. Any executive officer or member of the Board may be removed from office by a two-thirds vote of all active members at a meeting called for such a purpose.

Section 5. The executive power and functions shall be vested in the President and the other executive officers. The executive officers shall be the President, Vice President, Secretary, and Treasurer.

Section 6. The President shall be answerable to the Board of Directors in the exercise of his functions. All the other executive officers shall report to the President.

Section 7. The officers of the Organization shall perform such duties as are inherent in their positions and as may be prescribed by the By-Laws. The inherent duties of officers are the following:

President:

- 1) Presides at meetings of the general membership.
- ~~2) Acts as Chairman of the Board of Directors and presides at board meetings.<sup>9</sup>~~
- 2) *Represents the Organization in all Official matters involving the Community<sup>10</sup>.*
- 3) Shall have control of all executive offices, and shall ensure that the Constitution and By-Laws of this Organization be faithfully executed.

Vice-President:

- 1) *Acts in the temporary absence of the President.<sup>11</sup>*
- 2) *Assumes the office of the President in case of permanent absence, loss of membership, incapacity of the President.<sup>12</sup>*
- 3) Performs such other functions as the President may delegate.

Secretary:

- 1) *Records and maintains the Minutes of meetings of the Executive officers and the general membership.<sup>13</sup>*
- 2) Keeps and maintains a record of all correspondence and official documents of the Organization.

Treasurer:

- 1) Collects and receives all funds and property of and belonging to the Organization.
- 2) Disburses funds and disposes of property on a duly approved manner.
- 3) Keeps and maintains records of such funds and property, and submits financial statements thereon on a quarterly and annual basis.
- 4) Shall have custodial responsibility of all Community funds and properties.

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<sup>9</sup> Deleted

<sup>10</sup> Represents the Board and the organization in all official matters involving the Community.

<sup>11</sup> Acts in the absence of the President.

<sup>12</sup> Added.

<sup>13</sup> Records and maintains the Minutes of meetings of the Board, the executive officers and the general membership.

Section 8. *All elected officers and members of the Board shall serve for a term of two years. No officer or member of the Board shall serve for more than two consecutive terms in the same position.*<sup>14</sup>

Section 9. No person shall be elected President or Vice-President unless he is a Filipino citizen, at least thirty years of age on the day of the election, and an active member for not less than two consecutive years.

Section 10. The President, Vice-President, Secretary, and Treasurer shall be elected at large by the general membership.

## **ARTICLE VIII - COMMISSIONS AND COMMITTEES<sup>15</sup>**

Section 1. The Organization shall have the following commissions and committees:

- a) Constitutional Commissions;
- b) Standing Committees; and,
- c) Special Committees.

### **A. CONSTITUTIONAL COMMISSIONS**

Section 1. The Constitutional Commissions shall be the Commission on Elections and the Commission on Audit.

Section 2. The Commission on Elections shall be responsible for administering the election process to ensure that elections are fair, honest, and clean. The Commission shall act as an independent body in the performance of its functions as prescribed by the Constitution and its By-Laws. The Commissioner of Elections shall be appointed by the board, and the six members shall be appointed by the Commissioner with the approval of the Board.

Section 3. The Commission on Audit shall be responsible for the critical examination, audit, review, and evaluation of the Organization's funds and property, its books, records, transactions, and policies for the purpose of assuring accurate, reliable, and timely reporting of the Organization's financial status, results of operations, and cash flows in accordance with the generally accepted accounting principles and standards; whether the transactions are conducted in an economical and efficient manner and whether the objectives and policies of the Organization are effectively achieved. The Commission on Audit shall act as an independent body in the performance of its duties and responsibilities, and shall render an audit report to the general assembly through the board of directors. The Commissioner shall be appointed by the Board and shall be a qualified accountant. The Commissioner shall appoint two members of the Commission with the approval of the Board of Directors.

Section 4. Each Commission shall adopt rules, procedures, and policies as it may deem necessary for its more effective performance.

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<sup>14</sup> All elected officers and members of the Board shall serve a term of one year. No officer or member of the Board shall serve for more than two consecutive terms in the same position.

<sup>15</sup> Originally Article VII

*Section 5. Each Commission shall hold office for an indefinite term or until vacated due to death, resignation, incapacity or violation of the Constitution and by-laws.<sup>16</sup>*

## B. STANDING COMMITTEES

Section 1. The standing committees shall be the following:

- a) Social
- b) Sports
- c) Finance
- d) Emergency Assistance
- e) Information
- f) Cultural
- g) Membership
- h) Ways and Means

Section 2. The Social Committee shall be responsible for planning, organizing, and supervising social activities aimed at developing good and harmonious relationships of members.

Section 3. The Sports Committee shall be responsible for planning, organizing, and supervising sports activities to develop the mental and physical faculties and skills of members of the Community.

Section 4. The Finance Committee shall be responsible for the implementation of systems, procedures, and policies for the effective management of monies and properties of the Organization, including the collection, custody, disbursement or disposition, and the accounting of such funds and properties.

Section 5. The Emergency Assistance Committee shall be responsible for managing the activities related to the extension of emergency assistance, financial or otherwise, to members and their families in need, with the end in view of providing them fair and equitable benefits.

Section 6. The Information Committee shall be responsible for the dissemination of information, within and outside the Community regarding decisions, actions, and events or activities of the Organization.

Section 7. The Cultural Committee shall be responsible for planning, developing, and undertaking a program of education for members of the Filipino community on matters related to the historical, cultural, social, technical, scientific, religious and political development of the Filipino heritage as a nation and people.

Section 8. *The Membership Committee shall be responsible for encouraging membership and maintaining an updated listing of active members every two years.<sup>17</sup>*

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<sup>16</sup> Added

<sup>17</sup> The Membership Committee shall be responsible for encouraging and maintaining membership in the Organization.

Section 9. The Ways and Means Committee shall be responsible for planning and undertaking projects that are not within the scope of functions of the other committees.

Section 10. The chairpersons of standing or special committees shall be appointed by the President. Committee members shall be appointed by the committee chairpersons, subject to the approval of the President.

### C. SPECIAL COMMITTEES

Section 1. The President may create such special committees as he may deem necessary for the successful carrying out of Organization undertakings.

Section 2. Special committees shall exist only until the completion of the undertaking for which they are assigned to perform or unless sooner dissolved by the President.

Section 3. Special committees shall be responsible to the President and shall submit a report on their activities and accomplishments as the President may require.

Section 4. Committee chairpersons and/or members may be invited by the Board to sit at Board meetings and participate in some matters of deliberation, but such committee chairpersons and/or members as such shall have no power to vote on any question during board meetings.

Section 5. The President may fix the number of members of any standing or special committee.

Section 6. Each committee may adopt its own internal rules, procedures, and policies as it may deem necessary for its more effective performance, subject to the approval of the Board of Directors.

## ARTICLE IX - ELECTION<sup>18</sup>

Section 1. *The general election of Executive Officers and the members of the Board of Directors of the Organization shall be held every two years between June and July and at Polling places designated by the COMELEC.*<sup>19</sup>

Section 2. *Election of Executive Officers and members of the Board of Directors shall be by secret ballot. Election of Officers shall be held first, followed by that of the Board of Directors. The President if neither re-elected nor elected to a new Executive position shall automatically become member of the Board during the ensuing year, as provided in ART. VII, SEC. 2 of this Constitution. Should such be the case, only six new members of the Board of Directors shall be elected.*<sup>20</sup>

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<sup>18</sup> Originally Article VIII

<sup>19</sup> The general election of officers and Members of the Board of Directors of the organization shall be held annually on the First Sunday of July at a time and place designated by the Board of Directors.

<sup>20</sup> Election of Executive Officers and Members of the Board of Directors shall be by secret ballot. Election of Officers shall be held first, followed by that of the Board of Directors. The President if neither re-elected nor elected to a new Exec. Position shall automatically become member of the Board during the ensuing year, as provided in Art. VI, SEC. 2 of this Constitution. Should such be the case, only five new members of the Board of Directors shall be elected.



Section 3. A special election may be held if more than one-half of the total number of elected officers and directors vacate their positions during each term of office, or if two-thirds of all active members of the Community vote to declare all positions of officers vacant at any general or special membership meeting. In either of such cases, the special election shall cover all positions of officers of the Community, but their term of office shall cover only the unexpired term of the officers they succeed.

Section 4. The induction ceremony shall be held within a month after the election. Each elected officer, or in case one filling a vacancy, an appointed officer, shall, before assuming his position, execute an oath of office which states as follows:

“I do solemnly swear that I will faithfully and conscientiously fulfill my duties as (name of position) of the Filipino Community of American Samoa, preserve and defend its Constitution and By-Laws, do justice to every member, and consecrate myself to the service of the Filipino community. So help me God.”

## **ARTICLE X - MEETINGS<sup>21</sup>**

Section 1. Regular meetings if the general membership shall take place on the *Community's Independence Day Celebration*<sup>22</sup> at a time and place designated by the Board of Directors.

Section 2. Special general membership meetings may be called by the President as he deems necessary.

Section 3. In all general membership meetings, a notice shall be made to all members at least seven days prior to the intended meeting stating the date, time, place, and purpose or purposes of the meeting.

Section 4. A majority of all active members shall constitute a quorum. All active members present shall be entitled to one vote each and a simple majority vote shall be required to approve all resolutions and actions of the Organization, except in the case of removing an officer or officers, where two-thirds vote of all active members are required to approve the resolution. No proxy or mail voting shall be honored.

Section 5. The Board of Directors shall meet regularly every month on a date and at a time and place it may designate.

Section 6. A special Board meeting may be called by the Chairman as he deems necessary, or by at least four Board members.

Section 7. A notice shall be given to the Board members at least two days prior to the regular monthly meeting, and at least one day prior to the special or emergency meeting.

Section 8. A majority of the Board members shall constitute a quorum, and a majority vote of all members present shall be required to approve all resolutions and actions of the

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<sup>21</sup> Originally Article XI

<sup>22</sup> Regular meetings of the general membership shall take place on the first Sunday of July of each year at a time and place designated by the Board of Directors.

Board, except when proposing an amendment to this Constitution, where three-fourths votes of all Board members are required.

## **ARTICLE XI – FUNDS, PROPERTY, AND ACCOUNTS<sup>23</sup>**

Section 1. The Community shall have the power to collect, receive, buy, acquire, solicit, produce, manufacture, sell or dispose of, in any manner consistent with this Constitution, funds and property as are necessary in order to achieve the objectives of the Community.

Section 2. Funds referred hereto shall come from annual membership fees, assessments on members, results of operations and activities, donations, grants, interests or dividends, and other sources.

Section 3. The property referred hereto shall be any and all kinds of real or personal property, including machinery, equipment, tools, and chattels, motor vehicles, furniture, and other properties deemed necessary to operate or as incident to the Organization's existence.

Section 4. The Community shall use, maintain, safekeep or dispose of its assets in a manner set forth by the Board of Directors. The Community shall keep and maintain accurate records of property.

Section 5. The annual membership fee and any other assessments shall be fixed by the Board of Directors.

## **ARTICLE XII – GENERAL PROVISIONS<sup>24</sup>**

Section 1. The Community shall adopt or promulgate by-laws in accordance with this Constitution for the government of its members and regulation of its affairs.

Section 2. The Community may, if the majority of its members so decide incorporate as a non-profit, eleemosynary organization under the laws of American Samoa, where such status is necessary in its legal dealings with outside parties. Regardless of such status, however, this Constitution shall be valid and effective with respect to all members of the Community.

Section 3. The Community may adopt its own seal, flag, or mark as it may deem necessary for further identification.

Section 4. The Community may apply for a post office box to be used for receiving its mails. Until one is available, the Community may use the post office box of its president or of any officer consenting his/her post office box to be so used.

Section 5. This Constitution shall be promulgated in English. Any ambiguity in its provisions shall be decided by the Board of Directors, after due consideration to opinions presented and expressed on the matter.

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<sup>23</sup> Originally Article X

<sup>24</sup> Originally Article XI

Section 6. The board of directors shall provide for proper arbitration of conflicts or disagreements arising from the activities of the Community.

Section 7. All records of the Organization, including this Constitution, By-Laws, minutes of meetings of the general membership and of the Board of Directors, membership records, annual financial statements and their supporting documents, correspondences, and all other important records shall form part of the permanent records of the Community. The management of such records shall be prescribed by the Board of Directors in the By-Laws.

Section 8. The fiscal year of the Community shall commence on July 1 of each year and end on June 30 of the following year.

Section 9. The term “Filipino Community”, “Filipino Association”, or “Filipino Organization” may be used interchangeable in referring to the formal organization of Filipinos in American Samoa.

### **ARTICLE XIII – AMENDMENTS<sup>25</sup>**

Section 1. This Constitution or any part hereof may be amended by a majority vote of the active members at any annual, regular, or special meeting called for the purpose. The amendment may be proposed by at least three-fourths of all the members of the Board of Directors, by a constitutional commission whose members are active members of the Community. Any such proposed amendment shall be circulated to the members of the community at least fifteen days prior to holding general membership meeting called for the purpose of ratifying such amendment.

Section 2. By-laws or parts thereof promulgated by the Board of Directors in accordance with this Constitution may be amended by a three-fourths vote of all the members of the Board of Directors. Any such by-law shall be consistent with this Constitution to be considered valid.

### **ARTICLE XIV – TRANSITORY PROVISIONS<sup>26</sup>**

Section 1. The officers and members of the Board of Directors elected under the Filipino Association of American Samoa shall, upon effectively of this Constitution, serve as ad interim officers and directors of the Organization who shall continue to exercise their functions until the election of the officers and members of the Board of Directors under this Constitution.

Section 2. The Board of Directors of the Filipino Association of American Samoa shall call a general assembly meeting within forty-five days of the submission of the final draft of this Constitution for the purpose of its ratification.

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<sup>25</sup> Originally Article XII

<sup>26</sup> Originally Article XIII

Section 3. The Constitution and By-Laws of the Filipino Association of American Samoa is hereby declared null and void upon ratification of this Constitution.

Section 4. Upon ratification of this Constitution, all assets, including cash on hand or in banks, receivables, and properties belonging to the Filipino Association of American Samoa are hereby declared assets of the Filipino Community; and all liabilities of the former, duly contracted by their existing officers, are hereby assumed by the Community. All such assets and liabilities as declared as of the date of ratification of this Constitution shall be transferred to the Community.

Section 5. All records, documents, financial statements, vouchers, correspondence, and the like, belonging to the Filipino Association of American Samoa as of the ratification of this Constitution shall become official records of the Community and shall be subject to the provisions of Section 7, Article XI, hereof.

Section 6. The incumbent Board of Directors of the Filipino Association of American Samoa shall undertake a registration of qualified voters for the purpose of this ratification. Such registration shall become the initial membership registration record of the Community for all intents and purposes of this Constitution.

## **ARTICLE XV – EFFECTIVITY<sup>27</sup>**

Section 1. This Constitution shall take effect upon ratification by a majority vote of all registered members eighteen years old and above of the Filipino community present in a meeting called for such purpose.

PROPOSED AND SIGNED at American Samoa, this 29<sup>th</sup> day of March 1994 A.D.:  
BY THE CONSTITUTIONAL COMMITTEE:

Signed Eliseo B. Barja; Chairman  
Signed Reynaldo B. Mallari; Vice-Chairman  
Signed Leila A. Stahlman; Secretary  
Signed Lorgio M. Baul; Member  
Signed Edgar G. Carnecer; Member  
Signed Teddy F. Duldulao; Member  
Signed Rolito C. Roque; Member

RATIFIED May 8, 1994

AMENDED by the Constitutional Commission and RATIFIED in American Samoa on  
the 18<sup>th</sup> of June 2005 A.D. by the General Assembly

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<sup>27</sup> Originally Article XIV