

## **PROPOSED CONSTITUTION AMENDMENTS**

PCINC LTC JOHN H. HOLLYWOOD, USA (RET)  
CHAIR, CONSTITUTION & BYLAWS COMMITTEE

The Constitution & Bylaws Committee is a duly constituted standing, national committee that provides direct support to the Legislative Body of the Order in convention.

First, the committee received 13 submissions by 15 March 2022 for OY2021. One was withdrawn by its submitter and the other was not compliant with the submission requirements outlined in the MOWW Constitution, Bylaws, and Policy Manual and so it was returned to the submitter without any committee action. That left the committee with 11 duly proposed amendments to consider, of which 9 proposed amending the MOWW Constitution and 2 proposed amending the MOWW Bylaws.

The committee very carefully considered each of the 11 proposed amendments submitted IAW with said Constitution (Article VIII) and Bylaws (Article 8), and the MOWW Policy Manual (Chapter 8). Of the 11 proposal amendments, the committee voted to recommend 5 proposed amendments be considered by the Order's Legislative Body in the 2022 MOWW Convention. Those five proposed amendments follow tis narrative.

Second, the committee reviewed the two foundational documents themselves, i.e., MOWW's Constitution and the Bylaws, and the MOWW Policy Manual. Let's look at the purpose of each of these documents.

- a. Constitution. A constitution is a body of fundamental principles or established precedents according to which an organization is acknowledged to be governed. These include general or fundamental truths, governing laws of conduct, and an underlying or basic quality that motivates behavior or other activities, e.g., principles of service such as volunteerism or selflessness.
- b. Bylaws. Bylaws are the written basic rules controlling an organization's internal affairs. They define things such as the group's official name, purpose, membership requirements, officer titles and responsibilities, how offices are to be assigned, and the how meetings are to be conducted and when.
- c. Policy Manual. A policy manual is a formalized human resources document that presents a broad overview of standard operating policies, plans, and procedures for an organization outlining what to do in particular situations that has been agreed to officially by an organization. Policy can be reflected in regulations, programs, procedures, checklists, administrative actions, incentives, or the voluntary practices of an organization. Policy decisions are frequently reflected in resource allocations. This essential document provides structure and management flexibility, and establishes consistency and discipline in decision making and in employee and member behavior.

In examining these three documents, the committee finds there is a great deal of overlap, redundancy, and mal distribution of principles, rules, and policy among the MOWW Constitution, MOWW Bylaws, and the MOWW Policy Manual, e.g., there is policy throughout the Constitution and Bylaws. We propose that such things be deconflicted in the next Operating Year, i.e., OY2022, and that this committee lead that effort in coordination with others (e.g., the Chief of Staff), as approved by the Legislative Body of the Order in convention in 2022, with the committee presenting its findings and recommendations to the Order's Legislative Body in the 2023 MOWW Convention. The Legislative Body in convention will need to vote on and approve this proposal during the 2022 MOWW Convention.

## **1. Proposed Constitutional Amendment Article V, Section 2, Paragraph B**

### **CURRENT:**

The Commander-in-Chief and the Senior Vice Commander-in-Chief will appoint at least five but no more than ten General Staff Officer Members-at-Large. [Section revised by National Convention approval in 2019.]

### **PROPOSED:**

The Commander-in-Chief and the Senior Vice Commander-in-Chief may appoint no more than ten General Staff Officer Members-at-Large.

### **RATIONALE:**

The only difference is changing “will appoint” to “may appoint.” The way it is currently written, the CINC and SVCINC must appoint at least five GSOs. Unfortunately, GSOs are often appointed and given no work to perform which is demoralizing. It is preferable to have GSOs appointed when there is a task to be performed. Written as proposed allows the CINC and SVCINC to appoint a GSO as needed.

**SUBMITTER: LTC MICHAEL A. OKIN, MD, USAR (RET)**

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## **2. Proposed Constitutional Amendment Article V, Section 3, Paragraph A**

### **CURRENT:**

The Order will have a Chief of Staff, selected and recommended by a search committee consisting of the Commander-in-Chief (presiding), the Senior Vice Commander-in-Chief, the four Vice Commanders-in-Chief, and the Chair of the Council of Past Commanders-in-Chief. The search committee will nominate its selectee to the full Executive Committee of the General Staff for confirmation and subsequent election by the full General Staff for an indefinite term.

### **PROPOSED:**

The Order will have a Chief of Staff, selected and recommended by a search committee consisting of the Commander-in-Chief (presiding), the Senior Vice Commander-in-Chief, the four Vice Commanders-in-Chief, and the Chair of the Council of Past Commanders-in-Chief. The search committee will nominate its selectee to the full Executive Committee of the General Staff (EXCOM) who will have full authority to approve the hiring of a Chief of Staff for an indefinite term.

### **RATIONALE:**

The EXCOM operates in lieu of the General Staff when not in convention. The position of Chief of Staff is critical to the full functioning of the Order, and the absence of a Chief of Staff puts the operations of the Order in jeopardy. The position of Chief of Staff can be vacated for any number of reasons at any time throughout the Operational Year. The General Staff meets in convention only once per year. Waiting for the General Staff to meet in convention to elect a new Chief of

Staff and approve the compensation, makes it difficult to ask for a commitment from a Chief of Staff candidate when the candidate may need to begin work, potentially, months before the convening of the General Staff at convention.

Further, the election of a Chief of Staff candidate by the full General Staff has, by history, been perfunctory. If the General Staff always approves an EXCOM confirmation, why continue to have this requirement. Additionally, although the full General Staff can be convened out of convention, the logistics of congregating over 200 Companions remotely would be prohibitively difficult and time consuming.

Adopting this proposal allows for the efficient operation of the Order.

SUBMITTER: LTC MICHAEL A. OKIN, MD, USAR (RET)

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### **3. Proposed Constitutional Amendment Article V, Section 3, Paragraph B**

**CURRENT:**

The Chief of Staff will receive such compensation as may be determined by the General Staff.

**PROPOSED:**

The Chief of Staff will receive such compensation as may be determined by the Executive Committee of the General Staff (EXCOM).

**RATIONALE:**

The EXCOM operates in lieu of the General Staff when not in convention. The position of Chief of Staff is critical to the full functioning of the Order, and the absence of a Chief of Staff puts the operations of the Order in jeopardy. The position of Chief of Staff can be vacated for any number of reasons at any time throughout the Operational Year. The General Staff meets in convention only once per year. Waiting for the General Staff to meet in convention to elect a new Chief of Staff and approve the compensation, makes it difficult to ask for a commitment from a Chief of Staff candidate when the candidate may need to begin work, potentially, months before the convening of the General Staff at convention.

Further, the approval of the compensation of a Chief of Staff candidate by the full General Staff has, by history, been perfunctory. If the General Staff always approves an EXCOM confirmation of the compensation, why continue to have this requirement. Additionally, although the full General Staff can be convened out of convention, the logistics of congregating over 200 Companions remotely would be prohibitively difficult and time consuming.

Adopting this proposal allows for the efficient operation of the Order.

SUBMITTER: LTC MICHAEL A. OKIN, MD, USAR (RET)

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## **4. Proposed Constitutional Amendment Article V, Section 3, Paragraph C**

### **Current:**

The Chief of Staff will be an ex officio (*sic*) member of the General Staff and its Executive Committee (i.e., without vote). To secure continuity in office, the termination of appointment of the Chief of Staff must be accomplished by a majority vote of the full General Staff.

### **PROPOSED:**

The Chief of Staff will be an ex officio member of the General Staff and its Executive Committee (i.e., without vote). The termination of appointment of the Chief of Staff must be accomplished by a majority vote of the Executive Committee of the General Staff (EXCOM).

### **RATIONALE:**

If the proposed Constitutional Amendment, Article VI, Section 3, Paragraph B, Sub-Paragraph 1) passes, then the sentence referring to the termination of the Chief of Staff reverts to the authority of the EXCOM.

The EXCOM operates in lieu of the General Staff when not in convention. The position of Chief of Staff is critical to the full functioning of the Order. When the continued employment of a sitting Chief of Staff poses a risk to the Order, waiting to convene a meeting of the full General Staff may result in an unacceptable delay in termination procedures to the potential detriment of the Order.

Although the full General Staff can be convened out of convention, the logistics of congregating over 200 Companions remotely would be prohibitively difficult and time consuming.

Adopting this proposal allows for the efficient operation of the Order.

**SUBMITTER: LTC MICHAEL A. OKIN, MD, USAR (RET)**

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## **5. Proposed Constitutional Amendment Article VI, Section 3, Paragraph B.1**

### **CURRENT:**

The Executive Committee (EXCOM/MOWW, Inc., Board of Directors) will have full power and authority to manage the business of the Order, to include making decisions required of the General Staff between the General Staff's meetings, except for the following:

- 1) Terminate an incumbent Chief of Staff (Article V, Section 3, Para C.).
- 2) Incurring an obligation (Article VII, Section 2, Para A.).
- 3) Creating a loan (Article VII, Section 2, Para B.).

There will be at least two (2) meetings of the Executive Committee each year.

**PROPOSED:**

The Executive Committee (EXCOM/MOWW, Inc., Board of Directors) will have full power and authority to manage the business of the Order, to include making decisions required of the General Staff between the General Staff's meetings, except for the following:

- 1) Incurring an obligation (Article VII, Section 2, Para A.).
- 2) Creating a loan (Article VII, Section 2, Para B.).

There will be at least two (2) meetings of the Executive Committee each year.

**RATIONALE:**

The only change is the removal of 1) in the current rendition of this paragraph in the Constitution. If the proposed Constitutional Amendment to Article V, Section 3, Paragraph C passes, then line 1) is moot.

**SUBMITTER: LTC MICHAEL A. OKIN, MD, USAR (RET)**