



STATE OF NEW HAMPSHIRE
DEPARTMENT OF MILITARY AFFAIRS AND VETERANS SERVICES

BUSINESS ADMINISTRATION
STATE MILITARY RESERVATION
4 PEMBROKE ROAD
CONCORD, NEW HAMPSHIRE 03301-3652

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August 11, 2021

His Excellency, Governor Christopher T. Sununu
and the Honorable Executive Council
State House
Concord, New Hampshire 03301

REQUESTED ACTION


The Department of Military Affairs & Veterans Services (DMAVS) respectfully request authorization to enter into a Memorandum of Understanding (MOU) with the New Hampshire Wing of the Civil Air Patrol (NHWG). This MOU outlines the disbursement of state funds that are budgeted to the NHWG in the DMAVS Operating Budget for Fiscal Years 2022 and 2023, as appropriated by the New Hampshire Legislature in accordance with House Bill 1, Laws of 2021. Effective upon Governor and Council approval through June 30, 2023.

EXPLANATION

The Civil Air Patrol is congressionally chartered and performs services for the federal government as the official civilian auxiliary of the United States Air Force and for states/local communities. It is a strategic partner of the Air Force, serving as a member of its Total Force and has three primary missions - Emergency Services, Cadet Programs and Aerospace Education. The Civil Air Patrol consists of eight geographic regions and 52 wings. The New Hampshire Wing of the Civil Air Patrol, headquartered in Concord, New Hampshire, is part of the Northeast Region. This MOU outlines the procedure for the DMAVS to disburse state funds budgeted to the NHWG in the DMAVS Operating Budget for Fiscal Years 2022 and 2023, as appropriated by the New Hampshire Legislature in accordance with House Bill 1, Laws of 2021.

This MOU has been reviewed and approved by the New Hampshire Department of Justice for form, content and execution.

Respectfully Submitted,


David J. Mikolaitis
Major General, NHNG
The Adjutant General

**MEMORANDUM OF AGREEMENT
BY AND BETWEEN
THE DEPARTMENT OF MILITARY AFFAIRS AND VETERANS SERVICES
AND
NEW HAMPSHIRE WING - CIVIL AIR PATROL**

Procedure for the Department of Military Affairs and Veterans Services disbursement of state funds budgeted to the New Hampshire Wing of Civil Air Patrol;

I. ADMINISTRATIVE AUTHORITY:

The Department of Military Affairs and Veterans Services (DMAVS) shall disburse State General Funds to the New Hampshire Civil Air Patrol (CAP). Funds are available exclusively for this purpose in the DMAVS Operating Budget for Fiscal Years 2022 and 2023, as appropriated by the New Hampshire Legislature in accordance with House Bill 1, Laws of 2021. Funds are available in accounting unit: 02-12-12-120010-22720000-073.

II. USE OF FUNDS:

Funds to be utilized by the CAP for administrative support, operation expenses and maintenance of equipment related to search and rescue and other emergency services activities advantageous to the state in accordance with the chart of accounts contained in CAP Regulation 173-1.

III. DETAIL OF ACCOUNTS:

ADMINISTRATIVE EXPENDITURES:

7210000	Salaries: This represents portion of the salary for the CAP NH Wing Administrator.
7600000	Search & Rescue and Counter-drug: This represents amounts expended for Search & Rescue and Counter-drug activities, not covered by other agencies.
7700000	Supplies: This represents amounts expended for all items or supplies necessary for the operation of Wing Headquarters to include supplies for Logistics, Communications, Emergency Services, Aircraft and vehicle operations and maintenance.

- 7730000 Equipment Purchases: This represents amounts expended for equipment purchases for vehicles, aircraft, communications, Emergency Service, Logistics, Wing headquarters equipment.
- 7735000 Equipment Operation and Maintenance: This represents amounts expended for operation and maintenance of any other Search & Rescue equipment, not covered by other accounts
- 8000000 Occupancy Expenses: This represents amounts expended for Wing Headquarters such as rent, utilities, maintenance / janitorial services, repairs.
- 8100000 Aircraft, Vehicle, trailer, NHW/HO Equipment Maintenance: This represents amounts expended for fuel, lubrication, repairs, maintenance, supplies and all other expenditures made in connection with the operation of NH Wing aircraft, vehicles, headquarter and all other equipment and leases excluding any expenses incurred in Search & Rescue or Counter-drug activities.
- 8310000 Travel: This represents amounts expended for CAP members when performing travel authorized by the Wing Commander.
- 8700000 Insurance Expense: This represents amounts expended for insurance on NH Wing assets/property.

IV. ACCOUNTING RECORDS:

Accounting records will be maintained by the NH CAP IAW CAPR 173-1 utilizing the approved *Chart of Accounts*. Use of this process provides for a standardized and consolidated report required annually for CAP National Headquarters, Maxwell AFB, AL. The Civil Air Patrol's fiscal year is from 01 October to 30 September.

V. REQUESTS FOR FUNDS:

Annually, on or before 01 OCTOBER, The NH Wing CAP will submit to The Adjutant General, a budget for the next fiscal year detailing fiscal year totals of the funds required in each category of expense.

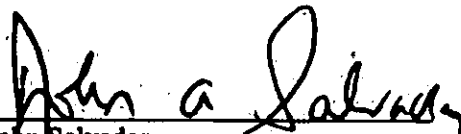
VI. VERIFICATION OF EXPENDITURES:

At the close of each quarter, a financial report will be forwarded to the DMAVS Business Office that shall include all dates, vendors, check numbers and amounts of expenditures from state funds.

VII. This agreement shall become effective upon the date of signature and remain in effect unless modified by mutual written agreement or terminated by either party with a thirty-day advance written notice.



David L. Mikolaitis
Major General, NH National Guard
The Adjutant General

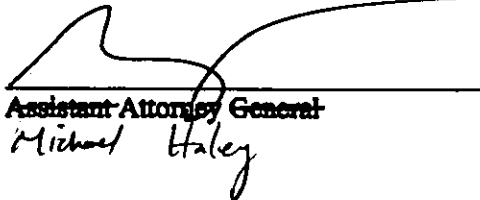


John Salvador
Chief Operating Officer

8/10/2021
Date

7/30/2021
Date

Approved by the New Hampshire Department of Justice (form, substance and execution)



Assistant Attorney General

Michael Haley

8/30/2021
Date

Certificate of Authority # 1

(Corporation, Non-Profit Corporation)

Corporate Resolution

I, Rafael A. Robles, hereby certify that I am duly elected Clerk/Secretary/Officer of
(Name)

CIVIL AIR PATROL. I hereby certify the following is a true copy of a vote taken at
(Name of Corporation)

a meeting of the Board of Directors/shareholders, duly called and held on August 30, 2021
at which a quorum of the Directors/shareholders were present and voting.

VOTED: That John A. Salvador, COO (may list more than one person) is
(Name and Title)

duly authorized to enter into contracts or agreements on behalf of

Civil Air Patrol with the State of New Hampshire and any of
(Name of Corporation)

its agencies or departments and further is authorized to execute any documents
which may in his/her judgment be desirable or necessary to effect the purpose of
this vote.

I hereby certify that said vote has not been amended or repealed and remains in full force
and effect as of the date of the contract to which this certificate is attached. This authority
remains valid for thirty (30) days from the date of this Corporate Resolution. I further certify
that it is understood that the State of New Hampshire will rely on this certificate as evidence that
the person(s) listed above currently occupy the position(s) indicated and that they have full
authority to bind the corporation. To the extent that there are any limits on the authority of any
listed individual to bind the corporation in contracts with the State of New Hampshire, all such
limitations are expressly stated herein.

DATED: 7/30/2021

ATTEST: Rafael A. Robles
(Name & Title)

Corporate Secretary



CONSTITUTION

PREAMBLE

WHEREAS, the United States has an urgent and compelling need for an organization of public-spirited volunteers, knowledgeable about the importance of aerospace, and enthusiastic and skilled in the support and development of civil aviation and the maintenance of aerospace supremacy; and,

WHEREAS, the future promise and security of America requires a nucleus of educated and trained leaders, including Civil Air Patrol cadets and senior members, who can encourage and foster the continued development of civil aviation in their local communities and increase public awareness of the impact of aerospace exploration and achievements; and,

WHEREAS, the traditional values and patriotism that have served to propel America to the pinnacle of world status need to be enhanced through leadership development; and,

WHEREAS, there exists nationwide a continuing requirement for an organization of private citizens with adequate training, facilities, and the desire to assist in meeting the trauma of local and national emergencies; and,

WHEREAS, Civil Air Patrol is designated as the civilian auxiliary of the United States Air Force under 10 USC § 9441 which authorizes various Air Force support and designates Civil Air Patrol and its members as instrumentalities of the United States while performing Air Force non-combat missions.

NOW THEREFORE, be it resolved by the Board of Governors of Civil Air Patrol that the following is adopted as the Constitution and Bylaws of the Corporation, hereby revoking, repealing, and annulling all provisions of its Constitution and Bylaws as amended heretofore in effect.

**ARTICLE I
GENERAL AUTHORITY**

Civil Air Patrol is a private, nonprofit corporation chartered under special Act of Congress, 36 USC §§ 40301 - 40307, which sets forth the purposes, rights, and duties of the Civil Air Patrol.

**ARTICLE II
NAME AND STATUS**

The name of the Corporation shall be "Civil Air Patrol" and its status is that of the volunteer civilian auxiliary of the United States Air Force. The Corporation may also be referred to as "Civil Air Patrol" or by such other titles as may be approved in the Bylaws.

**ARTICLE III
NATIONAL HEADQUARTERS**

The National Headquarters of the Corporation shall be at Maxwell AFB, Alabama, or at such other location as the Board of Governors may designate.

**ARTICLE IV
TERM**

Civil Air Patrol shall have perpetual existence.

**ARTICLE V
OBJECTS AND PURPOSES**

The objects and purposes of Civil Air Patrol shall be:

- a. To provide an organization to encourage and aid American citizens in the contribution of their efforts, services, and resources in the development of aviation and in the maintenance of aerospace supremacy.
- b. To provide an organization to encourage and develop, by example, the voluntary contribution of private citizens to the public welfare.
- c. To provide aviation and aerospace education and training, especially to its senior and cadet members.
- d. To encourage and foster civil aviation in local communities.
- e. To provide an organization of private citizens with adequate facilities to assist in meeting local and national emergencies.
- f. To assist the Department of the Air Force in fulfilling its noncombat programs and missions.

Governors, subject to any contractual rights he or she may have at the time of removal.

4. The Chief Financial Officer (CFO) shall be selected by the Chief Operating Officer, in coordination with the Chief Executive Officer, and approved by majority vote of the Board of Governors. The Chief Financial Officer serves at the pleasure of the Corporation and may be removed upon request of either the Chief Executive Officer or the Chief Operating Officer by a majority vote of the Board of Governors.

5. The General Counsel (GC) shall be selected by the Chief Operating Officer, in coordination with the Chief Executive Officer, and approved by majority vote of the Board of Governors. The General Counsel serves at the pleasure of the Corporation and may be removed upon request of either the Chief Executive Officer or the Chief Operating Officer by a majority vote of the Board of Governors.

ARTICLE XIV TERM OF OFFICE

The terms of office for corporate officers are as follows:

a. The National Commander shall serve a three-year (3) term of office which may be extended up to an additional one (1) to three (3) years at the election of the Board of Governors. The term (or any renewal term, if applicable) shall commence on the date determined by the Board of Governors and conclude three (3) years later. In the event of death, resignation, or removal of the National Commander, the Chief Operating Officer shall assume the Chief Executive Officer responsibilities regarding the operation and daily administration of the Corporation until the Board of Governors has selected a new National Commander, which shall occur posthaste but not later than one hundred and twenty (120) days from removal. The National Commander shall serve in the grade of Major General.

b. The National Vice Commander shall serve at the pleasure of the National Commander and may serve sequential National Commanders if appointed by the National Commander. The National Vice Commander will only assume volunteer operational duties of the Commander for CAP missions in the event of death, resignation, or removal of the National Commander but does not become the Chief Executive Officer. The National Vice Commander shall serve in the CAP grade of Brigadier General.

c. The Chief Operating Officer shall serve from the date employed until such employment ceases.

d. The Chief Financial Officer shall serve from the date employed until such employment ceases.

e. The General Counsel shall serve from the date employed until such employment ceases.

ARTICLE XV SUSPENSION AND REMOVAL

1. The National Commander may be removed from office by an affirmative vote of two-thirds of the members of the Board of Governors. The process to consider removal shall be as follows:

a. The National Commander may be removed from office for a lack of confidence and/or personal misconduct (including but not limited to criminal conduct or personal misconduct involving gross negligence); and/or moral turpitude which creates an appearance of serious impropriety to the public or which may discredit or embarrass the Civil Air Patrol and/or the United States Air Force. Charges of personal misconduct must be forwarded promptly to the General Counsel who shall immediately notify the Chairman of the Board of Governors, and Commander CAP-USAF, provide the National Commander

(7) Manage the allocation and use of corporate assets for safety and efficiency in accordance with federal law, the Constitution and Bylaws, and Civil Air Patrol manuals and regulations; and

(8) Perform such other duties as the nature of the office may require.

10.2 National Vice Commander. The National Vice Commander shall:

- a. Serve as a member of the CAP Senior Advisory Group and CAP Command Council;
- b. Act as assistant to the National Commander, performing such duties as shall be directed by the National Commander; and
- c. Focus his/her efforts on the daily mission of the volunteer force of Civil Air Patrol.

10.3 Chief Operating Officer. The Board of Governors shall contract the services of the Chief Operating Officer to:

- a. Administratively report to the Board of Governors, but shall be under the operational direction of the Chief Executive Officer;
- b. Serve as Executive Secretary to the Board of Governors and represent the Board of Governors at National Headquarters;
- c. Administer the daily affairs of the Corporation;
- d. Manage the Civil Air Patrol National Headquarters;
- e. Hire, supervise and fire corporate staff within manning levels established by the Board of Governors, subject to the restrictions in the Constitution and these Bylaws;
- f. Procure resources and manage corporate expenditures in accordance with corporate budget and in compliance with requirements associated with receipt of federal appropriated funds;
- g. Advise the CAP Senior Advisory Group and the CAP Command Council; and
- h. Perform such duties as the Board of Governors or the Chief Executive Officer shall direct.

10.4 General Counsel. The General Counsel shall: *

- a. Serve as the principal legal officer of the Corporation;
- b. Serve as the Secretary of the Corporation;
- c. Receive assistance from the volunteer Chief of the CAP Legal Corps as requested by the General Counsel; and
- d. Perform other duties as the nature of the office may require or as directed by the Chief Executive Officer or the Chief Operating Officer.

10.5 Chief Financial Officer. The Chief Financial Officer shall:

- a. Serve as Treasurer of the Corporation;
- b. Serve as financial advisor to the Board of Governors, Board of Governors Audit Committee, the CAP National Commander/Chief Executive Officer, Chief Operating Officer and the CAP Senior Advisory Group;
- c. Serve as Chairman of the National Finance Committee;
- d. With the assistance of the National Finance Committee, prepare the annual corporate budget;
- e. Perform an annual, independent audit of the accounts of the Civil Air Patrol in compliance with 36 USC 10101;
- f. Prepare and submit financial reports for the Board of Governors, the Chief Executive Officer, and Chief Operating Officer as required by law;
- g. Provide care and custody of Civil Air Patrol funds and investments; and
- h. Perform other duties as the nature of the office may require or as directed by the Chief Executive Officer or the Chief Operating Officer.

SECTION 11 INDEMNIFICATION

11.1 Civil Air Patrol shall, subject to the conditions, provisions, and limitations established by Civil Air Patrol regulations, indemnify Civil Air Patrol members and employees designated by Civil Air Patrol regulation for liability arising from:

- a. The expenses of any civil litigation to which they are made a party defendant; and,
- b. Any settlement or civil judgment entered by a court of competent jurisdiction arising out of such litigation, if such claim or litigation arose as a result of their service to Civil Air Patrol, while a member of Civil Air Patrol.

SECTION 12 VOTING AT BOARD OF GOVERNORS AND CAP SENIOR ADVISORY GROUP MEETINGS

12.1 Members of the Board of Governors may not vote by proxy. No Member may exercise more than one vote on any issue. The vote on any issue shall be by secret ballot if requested by a Member entitled to vote thereon. If a quorum is present when a vote is taken, the affirmative vote of a majority of Members present is the act of the Board of Governors.

12.2 Voting at the CAP Senior Advisory Group meetings shall be in person or by proxy. An officer eligible to vote at such meetings may appoint, in writing, a representative to serve as proxy. Any proxy authorization must be submitted to the National Commander prior to the opening of such meeting. No person may exercise more than one vote on any issue. If a quorum is present when a vote is taken, the