

**CONSTITUTION**  
Of the  
Officers' Spouses' Club at Laughlin AFB

**ARTICLE I – NAME**

The name of this organization shall be the **Officers' Spouses' Club**, here after referred to as **OSC**.

**ARTICLE II – PURPOSE**

The OSC is two-part organization.

**Section 1** – The social part of this organization is a private, nonprofit organization that is organized in compliance with Section 501(c) (7) of the Internal Revenue Service (IRS) and operates to promote social, recreation, and/or other similar nonprofit activities for its members.

**Section 2** – The charitable part of this organization is a private, nonprofit organization that is organized in compliance with Section 501(c)(3) of the IRS and is organized exclusively in the furtherance of charitable and/or educational purposes.

**ARTICLE III – GENERAL PROVISIONS**

**Section 1** – This private organization operates on a military installation with the consent of the installation commander. Permission to operate is contingent on compliance with the requirements and conditions of Air Force Instructions 34-223, *Private Organization Program*.

**Section 2** – The OSC shall have no official status with or in the Air Force and shall not be entitled to any sovereign immunities, privileges, insurance benefits or other exemptions or advantages to which non-appropriated fund instrumentalities are entitled.

**Section 3** – The OSC is governed by its' own Constitution and Bylaws. The OSC may also institute standing rules, which implements the Bylaws. Should there be a conflict between the OSC Constitution and the Bylaws or standing rules promulgated by the OSC, the Constitution shall govern.

**ARTICLE IV – MEMBERSHIP.** Membership is voluntary. There are three types of membership: Active, Associate, and Honorary, as defined below. Membership and eligibility for office may not be denied to anyone because of race, creed, color, religion, sex, disability, age or national origin. Privileges and dues will be defined in the bylaws.

**Section 1 – Active.** Spouses of commissioned officers or Warrant Officers of any Armed Forces on active duty status, including Active Guard and Reserves (AGRs) at Laughlin Air Force Base or elsewhere.

## **Section 2 – Associate**

- A. Spouses or adult dependents (18 years or older) of retired and/or deceased officers of any Armed Forces.
- B. Adult dependents (18 years or older) other than spouses living in the household of Sponsors who are active duty officers.
- C. Spouses of civil service personnel or key civilian employees with officer equivalent grade.
- D. Spouses of deceased civil service employees with officer equivalent grade.
- E. Spouses of officers that are part-time Traditional Reservists (TRs) of any Armed Forces.

**Section 3 – Honorary.** With the approval of the Board, the President and Honorary President may invite such persons as are deemed appropriate to be Honorary Members.

## **ARTICLE V – OFFICERS & GOVERNING BODY**

**Section 1** – The **Board** shall be the governing body of the OSC and will direct the operation of the OSC. The general management, direction, and control of the OSC affairs, funds, and property are vested in the Board. The Board shall consist of all Elected Officers, Parliamentarian, Honorary President, Advisors, and Chairmen of Standing Committees. The Board will ensure that all distributions and expenditures are made in accordance with the purposes of this club.

**Section 2** – The **Executive Board** shall consist of the elected officers, Parliamentarian, Honorary President and Advisors.

**Section 3** – The **Elected Officers** shall be President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Social Fund Treasurer, Charitable Fund Treasurer, and Member at Large.

**Section 4 – Parliamentarian.** The President shall appoint a Parliamentarian, who will serve in a non-voting capacity.

**Section 5 – Chairmen of Standing Committees** shall be appointed by the President from the general membership.

**Section 6** – The **Honorary Officer** shall consist of an Honorary President. He/she shall serve in an advisory, non-voting capacity. The spouse of the Wing Commander, or his/her designee, with his/her consent shall be the Honorary President of the OSC. If no Wing Commander's spouse or designee accepts the position, then the Wing Commander, or his/her designee, shall appoint, with his/her consent, an Honorary President.

**Section 7** – The **Advisors** shall consist of Charitable Fund Advisor, Thrift Shop Advisor and Low Jet Advisor. They shall be appointed, with their consent, by the Honorary President. Advisors will attend Board meetings as necessary and serve in a non-voting capacity. Additional Advisors may be appointed as deemed necessary by the Honorary President.

**Section 8** – The **Thrift Shop Advisory Board** shall consist of the President, Second Vice President, Thrift Shop Advisor, Thrift Shop Chairman, Thrift Shop Co-chairperson, Charitable Treasurer, Thrift Shop Bookkeeper, Thrift Shop Manager, and the Parliamentarian. The Chairman of the Thrift Shop Advisory Board shall be the Thrift Shop Chairman.

**Section 9** – The OSC Bylaws specify the responsibilities of each position. The OSC Board may establish, consolidate or delete committees for the operation of the OSC as deemed necessary.

## **ARTICLE VI – MEETINGS & QUORUMS**

### **Section 1 – Meetings**

- A. General Membership business meetings shall be held at the discretion of the President, but in no event shall there be less than one meeting in any three-month period and shall coincide with the general membership social functions.
- B. The Board shall meet prior to general membership meetings.
- C. Special meetings may be called at the discretion of the President.

### **Section 2 – Quorums**

- A. The presence of one fifth of the active members shall constitute a quorum at general membership business meetings.
- B. The presence of a majority of voting Board members shall constitute a quorum at all Board meetings.
- C. The Parliamentarian shall certify whether or not a quorum is present. In the absence of the Parliamentarian, the Recording Secretary shall certify a quorum.
- D. A quorum for an emergency telephone vote shall be all of the voting Board members. Every attempt must be made to contact all Board members. If a member is not reached and a call returned within 24 hours, the member's vote will be recorded as an abstention.

## **ARTICLE VII – FINANCES**

**Section 1** – The OSC will maintain two separate accounts for funds. The Social Fund account will contain funds raised and spent in accordance with section 501(c)(7) of the Internal Revenue Code. The Charitable Fund account will contain funds raised and spent in accordance with section 501(c)(3) of the Internal Revenue Code.

**Section 2** – Funds for the Social account will come from member activity fee and dues paid by all active and associate members. Other methods of financing may be used as appropriate, in accordance with the section 501(c)(7) tax status of this organization. The authorized Tax Code Numbers shall remain on file. The administration of the OSC, including its publication, shall be executed at absolutely no cost to the US Government.

**Section 3** – The Charitable Fund account will be funded through the net proceeds of the Thrift Shop and other designated fundraising activities in accordance with the section 501(c)(3) tax status of this fund. All net income will be used to support the educational and charitable purposes of this club.

**Section 4** – Social and Charitable fundraising activities must be approved by the Board, authorized by the 47<sup>th</sup> Support Group Commander, or his/her designee, and permitted by Air Force Instruction and state law.

**Section 5** – The Thrift Shop Chairman shall submit a monthly and annual financial report to the Board as received by the Thrift Shop Bookkeeper.

**Section 6** – The fiscal year shall begin on the 1<sup>st</sup> of June each year and end on the 31<sup>st</sup> of May of the following year to coincide with the board year.

**Section 7** – The OSC will comply with all local, state, and federal laws.

## **ARTICLE VIII – ACTIVITIES**

**Section 1** – General membership social functions will be held to promote fellowship among the members.

**Section 2** – The Thrift Shop shall operate under the Constitution and Bylaws of the OSC, as well as the Thrift Shop Operational Procedures.

**Section 3** – The OSC will not sponsor, support, or participate in any activity that engages in discriminatory practices.

## **ARTICLE IX – ADOPTION, AMENDMENTS & REVISIONS**

### **Section 1 – The Constitution**

- A. The Constitution shall be reviewed and become effective upon adoption by a majority vote of the Board members.
- B. If a majority of the Executive Board decides that a revision or an amendment is necessary, the President shall appoint a committee to revise or amend the Constitution. The committee will consist of at least three Board members in addition to the President, Parliamentarian and at least one advisor.
- C. Any member may propose an amendment or revision to the Constitution by submitting a petition for change to the Member-at-Large. All petitions must be endorsed in writing by at least five members. The Member-at-Large will bring any proposal to the Board.
- D. Any revision or amendment must be posted for at least 14 days prior to being presented to the general membership for a vote.
- E. Any revision or amendment must then be adopted by a **majority vote** of the members present at a general membership business meeting.
- F. In the event that any provision in the Constitution is illegal or contrary to any Air Force Instruction, such provision shall be administratively changed without additional procedural requirements.
- G. The Parliamentarian will submit all adopted revisions or amendments to Services Private Organization Representative, Director of Services, Judge Advocate, and the 47<sup>th</sup> Support Group Commander, or his/her designee, for their approval.
- H. Once a proposed amendment has been considered and disapproved, it cannot be reintroduced for the remainder of the Board year.

### **Section 2 – The Bylaws**

- A. The Bylaws shall be reviewed annually and become effective upon adoption by a majority vote of the Board members.
- B. If a majority of the Executive Board members decide that a revision or an amendment is necessary, the President shall appoint a committee to review the proposals. The committee to review the Bylaws will consist of at least three Board members, in addition to the President, Parliamentarian and at least one advisor.
- C. Any member may propose an amendment or revision to the Constitution by submitting a petition for change to the Member-at-Large. All petitions must be endorsed in writing by at least five members. The Member-at-Large will bring any proposal to the Board.
- D. Any revision or amendment must be posted for at least 14 days prior to being presented to the general membership for a vote.
- E. Any revision or amendment must then be adopted by a **majority vote** of the members

- present at a general membership business meeting.
- F. In the event that any provision in the Constitution is illegal or contrary to any Air Force Instruction, such provision shall be administratively changed without additional procedural requirements.
  - G. The Parliamentarian will submit all adopted revisions or amendments to Services Private Organization Representative for his/her approval.
  - H. Once a proposed amendment has been considered and disapproved, it cannot be reintroduced for the remainder of the Board year.

## **ARTICLE X – PARLIAMENTARY AUTHORITY**

All parliamentary procedures not covered in this Constitution or Bylaws shall be governed by the rules contained in the latest edition of *Robert's Rules of Order, Newly Revised*.

## **ARTICLE XI – LIABILITY**

**Section 1** – The OSC is subject to such restrictions, laws, taxes, licenses, and ordinances that may be imposed on it by local, state, and federal jurisdiction.

**Section 2** – All members should be advised that financial liability incurred by the OSC might result in individual personal financial responsibility if the treasury fails to discharge obligations.

## **ARTICLE XII – INSURANCE**

The OSC has a waiver of the Liability Insurance Requirement in accordance with AFI 34-223, para 10.11. This waiver is indefinite, subject to continued approval by the 47<sup>th</sup> Flying Training Wing Commander. The OSC shall be subject to such restrictions, laws, taxes, licenses, ordinances, etc., to the extent that may be imposed upon it by local, state, and federal jurisdictions. The Thrift Shop will carry a separate liability insurance policy to be renewed annually. Insurance for social functions, social fundraisers, and charitable fundraisers will be handled as annotated in the Bylaws.

## **ARTICLE XIII – DISSOLUTION**

Upon dissolution of the OSC, all club funds and property, real and personal, in excess of liabilities shall be disposed of by recommendation of the Executive Board in accordance with the Internal Revenue Code and all applicable Air Force Instructions. If assets are not sufficient to satisfy the liabilities, the membership may be held liable for the difference thereof. The OSC will notify the Services Division Director of the intent to dissolve the organization and prepare a time-phased plan to do so.

OSC President \_\_\_\_\_

Honorary President \_\_\_\_\_

Parliamentarian \_\_\_\_\_

Services Private Organization Representative \_\_\_\_\_

Services Division Director \_\_\_\_\_

Judge Advocate \_\_\_\_\_

47 FTW/CC \_\_\_\_\_