

**THE MINOT OFFICERS' SPOUSES' CLUB CONSTITUTION
ADOPTED SEPTEMBER, 2008**

**ARTICLE 1
Name and Purpose**

The name of this organization shall be the Minot Officers' Spouses' Club, hereinafter referred to as "MOSC." It shall be a private organization established pursuant to the provisions of AFI 34-223 or current instruction. The purpose of the MOSC is to promote nonprofit charitable, educational, cultural and social activities, and to encourage fellowship and charity among its members in keeping with the ideals of the United States Air Force for the common good and general welfare of the community we serve.

**ARTICLE 2
General Provisions**

The MOSC is organized and operated exclusively for charity, education, pleasure, recreation and other nonprofit purposes. No part of its earnings shall monetarily benefit any member, officer, or other private person, except that the MOSC is empowered by its governing instruments to pay reasonable compensation for services rendered and to make payments and distributions to fulfill the exempt purpose for which it was formed. The MOSC operates on Minot AFB only with the approval of the 5 MSG/CC as designated by the 5 BW/CC. Operation is contingent upon compliance with the requirements and conditions of all applicable Air Force instructions. Minot Officers' Spouses' Club is designated a 501(c)(4) organization for federal tax exempt purposes and must adhere to all applicable Internal Revenue Service codes.

**ARTICLE 3
Advisors, Officers, and Governing Body**

A. Honorary Advisors

1. *Honorary President* - The Spouse of the Commander for the 5th BW
 - i. Honorary Vice President - The Spouse of the Vice Commander for the 5th BW
2. *Honorary Senior Advisor* - The Spouse of the Commander for the 91st MW
 - i. Honorary Advisor - The Spouse of the Vice Commander for the 91st MW

B. Elected Officers

1. President
2. First Vice President
3. Second Vice President
4. Recording Secretary
5. Corresponding Secretary
6. Operational Treasurer
7. Charitable Treasurer

- C. Appointed Officer:** The President shall appoint a Parliamentarian. The parliamentarian is a non-voting member of the Executive Board, Board of Governors and any committees the parliamentarian is a member of.
- D. Executive Board:** The Honorary President, Honorary Vice President, Honorary Senior Advisor, Honorary Advisor, the elected officers and the Parliamentarian shall constitute the Executive Board.
- E. Board of Governors:** The Executive Board and the chairpersons of all Standing Committees shall be known as the Board.

**ARTICLE 4
Membership**

Membership discrimination based on age, race, religion, color, national origin, disability, ethnic group, or gender is prohibited. Members will consist of Regular Members, Associate Members, and Courtesy Members as specified in By-Laws.

**ARTICLE 5
Method of Financing**

The MOSC operates explicitly through the generation of dues paid monthly by its membership and any pre-approved, occasional fund raising designated for that purpose as per ACC guidelines. All net profits generated by the operation of the Thrift Shop and other activities designated to raise funds for charity shall be deposited to the Charitable account and distributed to charities as the MOSC deems proper. All requests for occasional fund raising activities will be coordinated through the 5 FSS/CC with the approval of the 5 MSG/CC for consideration and action.

**ARTICLE 6
Activities**

The activities of the MOSC will center around a monthly general membership meeting, a monthly Charitable meeting and a monthly meeting of the OSC Board. The MOSC will sponsor special activities deemed beneficial to its membership and charitable community service projects, pending the approval of the Board, and will be coordinated through the 5 FSS/CC with the approval of the 5 MSG/CC for consideration and action.

**ARTICLE 7
Thrift Shop**

The OSC Thrift Shop is owned, operated and maintained by members of the MOSC. Procedures are outlined in the Thrift Shop guidelines, while finances will be maintained by a bookkeeper and by the Charitable Treasurer.

ARTICLE 8
Meetings and Quorums

A. OSC Board Meetings

1. Meetings shall be held once a month. Additional meetings may be called by the President.
2. The elected officers (also referred to as the Executive Committee) and the Standing Committee Chairpersons are the voting members of the Board. The President votes only to break a tie. The Parliamentarian has no vote on the Board.
3. A quorum is needed in order to hold a vote on any item. This is defined as being comprised of at least three Executive Committee members and at least seven Standing Committee Chairpersons. A simple majority (51%) is required for the passage of any item, except for the Constitution and By-Laws which require a two-thirds affirmative vote to pass.
4. The President may permit proxies, phone votes, and email votes when a special meeting cannot be held. A quorum of members voting is still required.

B. Regular Meeting

1. Unless otherwise designated by the President, with prior approval of the Board, a general membership meeting shall be held monthly.
2. The number of active regular members present and voting at a general membership meeting shall be considered a quorum. A simple majority (51%) is required for the passage of any item except for a constitutional amendment or by-laws amendment, which requires a two-thirds affirmative vote of the present and voting members.

C. Special Meetings:

Special meetings may be called by the President with due notice to the membership.

D. Children:

In the best interest and safety of all children of MOSC members, all official MOSC functions will be limited to adults only, with the exception of infants 6 months of age or younger who will be allowed to accompany the parent at OSC socials which have not been pre-designated as adult only socials. However, the parent must be respectful of the membership and leave with the child if it becomes disruptive.

ARTICLE 9
Adoption and Amendments

The Parliamentarian, acting as the Chair, and the Executive Committee shall review the Constitution and By-Laws at least every two years and revise as needed. After review by the Parliamentarian and the Executive Committee, the Parliamentarian shall present any proposed revisions to the Board for approval. A quorum of the Board is required in order to hold a vote for the revisions.

Upon approval by the Board, the proposed revisions shall be made available for examination by the general membership for a period of at least one month. At the

next general membership meeting following the one-month period, the proposed revisions shall be presented to the general membership for them to vote on. The approval requires a two-thirds affirmative vote of the regular members present and voting in order to pass.

Any MOSC regular member may propose amendments to the Constitution and By-Laws. Any proposed amendments shall be submitted in writing, signed by three regular members, and presented to the Board for approval. Upon Board approval, the proposed amendment(s) shall be made available for examination by the general membership for a period of at least one month. At the next general membership meeting following the one-month period, the proposed amendment(s) shall be presented to the general membership for them to vote on. The approval requires a two-thirds affirmative vote of the regular members present and voting to pass. Once a proposed amendment has been considered and disapproved, it shall not be reintroduced until the next Constitution review.

Coordinated review of the constitution and by-laws by the 5 FSS/CC as designated by the 5 BW/CC is required every two years.

ARTICLE 10 Dissolution or Disbandment

Upon dissolution or disbandment of the MOSC, the Board will distribute all funds and properties in excess of liabilities and expenses of dissolution to an organization or organizations exempt by current Internal Revenue Service Code or organized as stated in Article 2 of this Constitution. This action must be preceded by a majority affirmative vote of the regular members present and voting at a duly constituted meeting. Members will become jointly and severally liable for the debts of the organization if assets should become insufficient to meet obligations.

ARTICLE 11 Insurance

The MOSC shall maintain liability insurance sufficient to reasonably cover all planned activities, unless this requirement is waived by the 5 BW/CC. PO members must be made aware that they are jointly and severally liable for the obligations of the PO, and their understanding of the liability must be documented.

ARTICLE 12 Governance of the MOSC Constitution

This document supersedes all other documents and will work in unison with the MOSC By-Laws.