

CONSTITUTION

OF THE SPOUSES CLUB OF FORT BENNING, GEORGIA

ARTICLE I NAME AND PURPOSE

Section 1. This association will be officially known as and called the Fort Benning Spouses Club, hereinafter to be referred to as the FBSC.

Section 2. The FBSC is established as a private organization pursuant to DOD Instruction 1000.15, Procedures and Support for NFEs Authorized to Operation on DoD Installations; DOD 5500.7-R, Joint Ethics Regulation; AR 210-22, Support for Non-Federal Entities Authorized to operate on Department Of The Army Installation and Maneuver Center of Excellence (MCOE) Policy Memorandum 210-22-11, Private Organizations. The FBSC exists on the military installation at the discretion and with the consent of the Installation Commander or designee. Such consent shall be contingent upon the following requirements and conditions as may be appropriate.

- a. Any programs and activities conducted will not prejudice or discredit the military service or other agencies of the United States Government.
- b. This organization will conduct no activity in the name of the installation or any organization of the Army establishment.
- c. Neither the Army nor a Non-appropriated fund entity as defined in DODI 1000.15 shall incur any obligation on behalf of or assume any obligations of the association. Individual members of the FBSC may become personally liable for the obligations and debts of the association.
- d. The FBSC will not engage in activities that conflict with the provisions of DOD 5500.7-R, Joint Ethics Regulation.

Section 3. The Fort Benning Spouses Club is a volunteer driven, private, 501(c)(3) nonprofit organization providing information, philanthropic and social opportunities to our members while making charitable contributions to our military and local communities.

Section 4. This constitution supersedes all previous constitutions.

ARTICLE II GENERAL PROVISIONS

Section 1. The FBSC shall be self-sustaining and receive no financial assistance from Non-Appropriated Fund instrumentality in the form of contributions, repairs, services, dividends, or other donations of money or other assets as stated in paragraph 6.5, DODI 1000.15, and AR 210-22,- paragraph 3-2.

Section 2. The Installation Commander and/or designated representative has the authority to enforce compliance by the FBSC with conditions enumerated herein, to inquire into their activities and to withdraw consent for its existence on this installation if deemed necessary in the interest of the Government. Consent for the FBSC to operate on the installation will automatically cease two years after being granted unless the FBSC applies for and receives revalidation within that two-year period.

Section 3. The Property of the FBSC shall consist of such articles as may properly come into its possession. Records of the property shall be maintained by the Treasurer in accordance with generally

accepted accounting principles. Should the FBSC either dissolve or cease to be allowed to operate on Fort Benning, Georgia, the FBSC will remove all FBSC property from Fort Benning within 10 working days of dissolution or receipt of notice to cease activities on Fort Benning. After that time, the FBSC's property will be considered abandoned on the installation by the FBSC and may be acquired or disposed of by the installation under applicable DOD, Army, federal, state, and or local laws, regulations, etc.

Section 4. The President will maintain a historical file of FBSC permanent records. The President may delegate or share this task with the Secretary. This historical/continuity file will consist of the following records as listed in the organization Bylaws:

- a. Original Constitution with all current revisions
- b. Original Bylaws with all current revisions
- c. Records of approval of Constitution and Bylaws and all amendments thereto
- d. Annual membership rosters
- e. Copies of previous audits (financial and nonfinancial) with records of the property
- f. All insurance policies
- g. Articles of Incorporation
- h. IRS designation letter
- i. Tax ID letter
- j. Secretary of State approval letter
- k. Monthly Board of Director meeting minutes with financial statements
- l. Monthly Financial Statements from the Thrift Store
- m. Thrift Store SOP and Volunteer Handbook with all current revisions
- n. FBSC Board of Directors Roster
- o. Scholarship/Community Grants Recipient Workbook
- p. The archive documents from the start of the club to the current day.

Section 5. All files of the FBSC, excluding the permanent records and the current checkbook, will be kept on a calendar year basis and held for seven years after which time they may be destroyed. The checkbook will be placed with related records when it is completed; using the applicable provisions of AR 25400-2 series as a guide.

Section 6. This organization will comply with federal, state, and local laws concerning taxation, licensing, certification, or registration, in regard to club activities.

Section 7. The monthly minutes and financial statements of the FBSC will be forwarded to DFMWR for review and approval within fifteen working days following the conduct of a club meeting.

Section 8. The FBSC will not use a seal, logo, or insignia of any DOD component, organization, unit or installation on the FBSC's letterhead, correspondence or in its title.

Section 9. In no event shall the United States Government be held liable, in fact or in spirit, for any actions taken or indebtedness incurred by the FBSC or the members of the FBSC.

Section 10. The Association will not compete with any appropriated or non-appropriated fund activity that offers similar programs or services.

Section 11. The Association will reimburse the Army for any utility expenses incurred by the Army as a result of the operation of the Association, unless it would cost the Army more to bill and collect than it costs to provide the utility.

Section 12. The Association will neither propagate extremist activities nor advocate violence against others or the violent overthrow of the Government.

Section 13. The Association will not seek to deprive individuals of their civil rights.

Section 14. The Association will not engage in the distribution or sale of alcoholic beverages at any time.

Section 15. Income shall not accrue to individual members of the FBSC except through wages and salaries as employees of the FBSC Thrift Store, or as award recognition for services rendered to the FBSC or the Fort Benning Community.

Section 16. The Fort Benning Spouses Club is organized as a 501 (c) (3) non-profit private organization, provided for in applicable Army regulations.

ARTICLE III OFFICERS AND GOVERNING BODY

Section 1. Nominations, elections, terms of office, and duties are outlined in the Bylaws.

Section 2. The elected officers of this association shall be the following: President, First Vice President (Vice President of Programs), Second Vice President (Vice President of Fundraising), Secretary, and Treasurer.

Section 3. The FBSC including the FBSC Thrift Store shall be administered in accordance with this approved Constitution and Bylaws of the Association and other applicable government and state directives under the supervision of the Executive Board.

Section 4. The spouse of the MCOE Commanding General shall be invited to serve as Honorary President. The Honorary President, in consultation with the President, shall be invited to designate Senior Advisors. The spouses of the MCOE Command teams shall be invited to serve as Senior Advisors.

Section 5. The Executive Board shall consist of the Elected Officers, the Senior Advisors, the Honorary President, and the Parliamentarian. The Senior Advisors, the Honorary President, and the Parliamentarian are non-voting members of the Executive Board.

Section 6. The Governing Board of Directors shall consist of the Executive Board and the appointed chairpersons. The Governing Board of Directors shall conduct routine business of the FBSC. Only the Elected Officers and appointed chairpersons, as outlined in the Bylaws, shall be voting members of the Governing Board of Directors.

Section 7. The Governing Board of Directors shall carry out the purpose and objectives of the FBSC by approving transactions of its routine business in accordance with the approved Constitution and Bylaws and established policies and shall make and enforce such Bylaws as are necessary to govern the FBSC.

Section 8. The day to day operations of the Thrift Store are the responsibility of the Thrift Store Manager, under the supervision of the FBSC President with oversight by the Executive Board. The operation of the Thrift Store and administration of its policies are the responsibility of the Thrift Store Manager, under the supervision of the FBSC President with final authority held by the Executive Board. The Executive Board will ensure that the purpose and objectives of the Thrift Store is in accordance with the Constitution and

Bylaws as approved by the Governing Board of Directors. The Executive Board will establish policies pertaining to the Thrift Store and shall make and enforce such changes as are necessary.

ARTICLE IV UNSCHEDULED CHANGES OF OFFICERS

Section 1. Members of the Governing Board of Directors have the right to resign at any time during the FBSC year and are presumed to have resigned upon their permanent departure from the Fort Benning area.

Section 2. A member of the Governing Board of Directors can be asked to resign upon continued failure of their duties as described in Article II of the FBSC Bylaws.

Section 3. Before any member of the Governing Board of Directors can be asked to resign, the Executive Board must meet and vote on the matter. If the Executive Board agrees a resignation is in the best interest of the club, then the President shall call for the resignation of that member of the Governing Board of Directors. If that board member chooses not to resign, their removal may be authorized by a vote of the Governing Board of Directors.

Section 4. In the event an elected office becomes vacant or is unfilled, the President, with the approval of the Executive Board, will appoint an active member in good standing to fill the vacant position. This appointment will be assumed immediately and will be presented to the General Membership at the next scheduled meeting (luncheon).

Section 5. If the office of President is vacated at any time, the First Vice President will fill this position. In the event the First Vice President is unable or unavailable to serve, the Second Vice President will be invited to fill this position. In the event neither Vice President is able or available, the position will be filled by a nominee selected by the Executive Board, approved by the Governing Board of Directors, and elected by the General Membership.

ARTICLE V MEMBERSHIP

Section 1. Membership discrimination based on race, color, gender, religion, sexual orientation, age, disability, or national origin will not be permitted, IAW DODI 1000.15, Para 6.12.

Section 2. Membership in the FBSC will be voluntary. The following will be eligible for membership and will become members upon completion of application and payment of dues (where applicable):

- a. Active Members shall live in the Fort Benning or surrounding area, pay annual dues and have all rights and privileges of the organization. Active membership will be extended to the following individuals:
 - i. Spouses of all Active Duty US Military ID Card Holders, including Active Duty, National Guard, and Reserve on Active Duty Status
 - ii. Service Members of the Armed Forces of the United States on Active Duty, including National Guard and Reserve on Active Duty Status

- b. Associate Members shall pay annual dues and have all the rights and privileges of an Active Member except the right to hold an Executive Board position other than Secretary or Parliamentarian. Unless otherwise voted on by the executive board. Associate membership will be extended to the following individuals:
 - i. Widows/Widowers of all US Military ID Card holders (including Active Duty, Reserve, or National Guard Components and Retired)
 - ii. Spouses of all US Military ID Card-holding Retirees residing in the Fort Benning and surrounding area.
 - iii. Retired Service Members of the US Armed Forces residing in the Fort Benning and surrounding area
 - iv. Civilian employees of the Department of Defense and their spouses.
 - v. Family Members (over 18 years) residing with the sponsoring service member who is on Active Duty at Fort Benning
 - vi. Family Members (over 18 years) residing with those eligible to be Associate and Honorary members
 - vii. Spouses of all International soldiers in residence at Fort Benning.
 - viii. Other individuals, such as significant others, at the discretion of the President.
- c. Complimentary Members shall be individuals, such as community leader spouses, invited by the President to be members for one year upon approval of the Governing Board of Directors. Complimentary members pay no annual dues and are ineligible to vote or hold office.
- d. Honorary Members include individuals who are spouses of General Officers serving at Fort Benning and the spouse of the MCOE Command Sergeant Major. Honorary Members are entitled to all rights and privileges, except for holding elected office and committee chairmanship.
- e. Non-Members may attend one luncheon or one sub-club event prior to paying membership dues.

Section 3. Member personal information will not be discussed outside of official business meetings, and the FBSC Membership Chair will strictly maintain lists of members. The member list will be provided to board chairs for the purpose of FBSC business only. Under no circumstances will such lists be posted in public view in any workplace.

Section 4. Members must conduct themselves in accordance with the laws of the federal government, the state of Georgia, and Fort Benning policies. Members should conduct business in a professional manner and not bring discredit or dishonor to the FBSC. Any member not adhering to the aforementioned laws or who brings discredit to the organization may be removed by a unanimous vote of the Governing Board of Directors.

Section 5. The Constitution and Bylaws will be posted on the FBSC website, so that they are available to all members.

Section 6. Membership year will run 1 June- 31 May

ARTICLE VI METHOD OF FINANCING

Section 1. The funds of the association shall be derived from annual membership dues, revenue-producing activities, A Bit of Benning Store, and the Thrift Store as approved by the Governing Board of Directors. All fundraising activities on the installation shall have prior approval of the Installation Commander or

designee. Accounts will be maintained with the subheadings of Club Operations Fund, Benevolence Fund, Thrift Store Operations Fund.

- a. The Club Operations Fund is derived from annual dues and revenue-producing activities such as A Bit of Benning Store, and 50% of the net profits from all other undesignated fundraising activities.
- b. The Benevolence Fund is derived from 100% of the monthly net profits of the Thrift Store and 50% of the net profits from all other undesignated fundraising activities.
- c. The Thrift Store Operations Fund is used to fund the operations of the Thrift Store. It is maintained by the Thrift Store Manager and Club Treasurer with oversight by the Executive Board.
- d. Where a Donor has provided the Club with a Scholarship donation and directed the Club to disburse those monies over multiple board years, the restricted donations(s) will be deposited to the Benevolence account until disbursed. Treasurer will note the multiple year distribution.
- e. Directed monetary donations will be deposited to the appropriate authorized account.
- f. Nondirected monetary donations will be deposited to the Benevolence Fund account.
- g. The Treasurer, or in his/her absence, the President, shall receive all dues and all other monies of the Fort Benning Spouses Club and deposit the same in an authorized depository.
- h. The Treasurer, or in his/her absence, the President, shall pay all obligations of the Fort Benning Spouses Club to include but not limited to, monthly bills, sales taxes, and any reimbursements from the Operating Fund account.
- i. The Thrift Store Manager, or in his/her absence, the Treasurer, shall receive all monies of the Thrift Store and deposit the same in the Thrift Store Operations Fund.
- j. The Thrift Store Manager, or in his/her absence, the Treasurer, shall pay all obligations of the Thrift Store to include but not limited to, monthly bills, sales taxes, and any reimbursements from the Thrift Store Operations Fund account.

Section 2. The Club Operations Fund is the account used to fund the operations of the FBSC. This fund shall not exceed an amount determined in Article VIII, Section 7 of the Bylaws. In the event the Operating Fund exceeds the predetermined amount as of 30 April, the excess funds shall be deposited to the Benevolence Fund no later than 15 May.

Section 3. The FBSC Executive Board may inspect all books of the organization at any time.

Section 4. Any budgeted transaction up to \$500.00 may be approved by either the President or the Treasurer. Budgeted expenditures of \$500.00 or higher must be approved by the President and signed by both the Treasurer and the President. The Governing Board of Directors shall authorize any non-budgeted single expenditure of funds in the amount of \$500 to \$999.99. The General Membership shall authorize any non-budgeted single expenditure of funds in the amount of \$1,000 or more. At each monthly Board meeting, the Treasurer will present each Board member with a list of all transactions in the amount of \$500.00 or higher. This list will give the payee name, date, and amount of each transaction and will include all such transactions since the last Board meeting.

Section 5. The FBSC understands that gambling in federal buildings is prohibited and that raffles on post are in compliance with MCoE Policy Memorandum 600-29-2, dated 26 January 2022. Raffles conducted off post will be in conformance with Georgia law and with the approval of the county sheriff.

ARTICLE VII ACTIVITIES

Section 1. The primary purpose of the FBSC Thrift Store is to raise funds for scholarships and grants for the local community. The secondary purpose of the Thrift Store is to provide a service to the Fort Benning community. Net profits from the Thrift Store are deposited as described in Article VI, Section 1 of this Constitution.

Section 2. The primary purpose of A Bit of Benning Store is to provide a service to the Fort Benning community, by providing the members of the community a way to conveniently purchase gifts and other merchandise at a reasonable price. Any net profits made by A Bit of Benning Store are deposited into the Club Operations account as described in Article VI, Section 1 of this Constitution.

Section 3. The primary purpose of Operation Deploy Your Dress is to provide a service to the Fort Benning community by providing a convenient way to obtain formal wear and other merchandise at no cost.

Section 4. The primary purpose of the Benevolence Fund is to provide scholarships and grants to the local community. Any monetary donations to the Benevolence Fund or fundraising activities undertaken specifically for the benefit of scholarships and grants are deposited in the Benevolence Fund account as described in Article VI, Section 1 and Section 3 of this Constitution. The Benevolence Fund will be disbursed as directed by the Executive Board with approval by the Governing Board of Directors.

Section 5. The Benevolence Fund shall be disbursed as follows:

- a. Directed donations including named scholarships and/or community grants are distributed per donor instruction.
- b. Non-directed monies are recommended to be distributed as follows:
 - i. 60% distributed through scholarships.
 - ii. 40% distributed through Community Grants.

Section 6. Other fundraising activities may be undertaken with the consent of the Governing Board of Directors and the approval of the Installation Commander, MCoE, DFMWR, AR 1-10, Fundraising Within the Department of the Army, 16 December 2022, and MCoE Policy Memorandum 600-29-2, Fund-Raising Activities on Fort Benning, 26 January 2022.

ARTICLE VIII MEETINGS AND QUORUMS

Section 1. The general membership meetings, to include luncheons and social activities, shall be held according to an announced schedule which may be changed with a minimum of one month's notice. Other business meetings may be called at the discretion of the President. Organizational business that requires action by the members may be conducted at any of these meetings.

Section 2. A quorum for conducting general membership business at a general membership meeting shall be defined as the voting members present. A simple majority vote shall govern.

Section 3. The Governing Board of Directors shall meet monthly unless otherwise announced by the President. An Executive Board meeting may be called at the discretion of the President.

Section 4. A quorum for conducting business of the Governing Board of Directors shall be defined as two-thirds of the voting members of the Board. A simple majority vote shall govern as long as there is a quorum present.

Section 5. All meetings will be conducted according to the then current Robert's Rules of Order (Revised Edition). The President will have the final authority to decide points of order.

Section 6. At any Board and/or General Membership meeting parents of children 6 months and older must utilize childcare; unless permitted at/by the discretion of the President.

ARTICLE IX ADOPTION AND AMENDMENTS

Section 1. This Constitution and any Bylaws hereto shall become effective upon the adoption by a quorum vote of the General Membership at a scheduled general membership meeting, provided at least one week's notice has been given to its members, either orally or in writing. The Constitution and Bylaws must be approved by the Installation Commander, MCoE, DFMWR, pursuant to AR 210-22, Support for Non-Federal Entities Authorized to Operate on Department of the Army Installations, prior to adoption by the Membership. The Constitution will then supersede all previous constitutions and amendments except that it will not affect officers elected, specific agreements, or contracts entered into under the terms of the previous constitutions until such terms of agreement or contracts have reached their expiration date.

Section 2. The procedure for Constitutional Amendment is:

- a. The Amendment must be voted on by a quorum of the FBSC Governing Board of Directors and approved by a two-thirds majority.
- b. After approval by the Governing Board of Directors, approval by the General Membership is required. The Amendment must be voted on by the members present and voting in a duly constituted regular or special meeting of the General Membership and approved by a simple majority.
- c. The amendment will not go into effect until approval by the Installation Commander and pursuant to AR 210-22 and MCoE Policy Memorandum 210-22-1.

Section 3. The Bylaws may be amended by a two-thirds vote of a quorum of the voting members present at any regular or special meeting of the Governing Board of Directors, provided all members of the Board have been notified of the meeting and the proposed amendment at least one week in advance of the meeting.

ARTICLE X INSURANCE

Section 1. The Garrison Commander (GC) or the GC's DFMWR designee has been furnished with a "Declaration Page," "Policy," and a "prepaid in-full" receipt for one (1) year's coverage as proof of "umbrella" liability insurance in the minimum amount of \$1,000,000; which amount the GC or the GC's DFMWR designee deemed as sufficient for protection against public liability, claims, property damage claims, or other legal actions arising from FBSC activities, one or more of the FBSC's members acting on

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