

Keesler Spouses' Club Constitution

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ARTICLE I – Name

The name of this organization shall be Keesler Spouses' Club, hereafter referred to as KSC.

ARTICLE II – Purpose

The KSC is a two-part organization.

1. The social part is a private, nonprofit organization, which is organized in compliance with Section 501(c)(7) of the Internal Revenue Service (IRS) and operates to promote social, recreational, and other similar nonprofit activities for its members.
2. The charitable part of this organization is a private, nonprofit organization, which is organized in compliance with Section 501(c)(3) of the IRS and is organized exclusively for donations to eligible scholarship candidates, organizations that qualify as exempt under 501(c)(3) of the IRS Code, and other persons or groups in furtherance of charitable or educational purposes.

ARTICLE III – General Provisions

1. Authority for creation of the KSC is AFI 34 223, and operates on Keesler Air Force Base with written permission of the installation commander or a designee.
2. The KSC is governed by its Constitution and Bylaws. The KSC may also institute Operating Policies and Procedures in accordance with the Bylaws. Should there be a conflict between the KSC Constitution, Bylaws, or Operating Policies, the Constitution shall govern.
3. KSC is not a non-appropriated fund instrumentality, nor is it entitled to privileges and immunities of the Federal Government.

4. Operation is contingent on compliance with the requirements and conditions of all applicable Air Force instructions.
5. The KSC will not sponsor, support, or participate in any activity or with any organization that engages in discriminatory practices.

ARTICLE IV – Membership

Membership in the KSC is voluntary. There are three types of membership: Active, Associate, and Honorary, as defined below. Membership based upon race, color, sex, religion, or national origin is prohibited. Privileges and dues will be as defined in the Bylaws.

1. Active: The spouse of a service member of any Armed Forces on active duty status including Active Guard or Reserves. In addition, the spouse of civil service or civilian personnel working at Keesler AFB. Dues will be suspended for those Active widow(er) in good standing, affiliated with KAFB, who's spouse is killed in combat or of combat wounds.
2. Associate: The spouse or adult dependent of a retired service member, the spouse or adult dependent of a deceased or missing service member of any Armed Forces, the spouse of deceased civil service or civilian personnel with base access. Also eligible are any active duty, retired, or civil service member associated with Keesler AFB. Anyone that holds a DOD ID is eligible for associate membership.
3. Honorary: Any person deemed appropriate to be honorary by invitation from the Executive Team. The honorary memberships will be reviewed and renewed at the beginning of each new board year by the Executive Team.

ARTICLE V – Governing Body and Officers

1. The KSC is governed by a Board of Directors composed of four parts: the elected officers, chairpersons of standing committees, parliamentarian and an advisory group.
2. The Executive Team is comprised of the elected officers, parliamentarian, and an advisory group.
3. The elected officers are President, Vice President of General Operations, Vice President of Welfare Operations, Secretary, General Treasurer and Welfare Treasurer. Vice President and Treasurer positions may be combined to one Vice President or one Treasurer.
4. The Bylaws specify the responsibilities of each position.

ARTICLE VI – Meetings, Quorums, and Elections

1. General Membership meetings shall be held as provided by the Bylaws, but in no event shall there be less than one meeting in any three-month period except June, July, and August. A simple majority, fifty one percent (51%) of those members present is sufficient to pass a motion. Absentee votes may be used as designated by the Bylaws.
2. Board Meetings shall be held as provided by the Bylaws, but in no event shall there be less than one meeting in any three-month period. To conduct a board meeting, a simple majority, fifty-one percent (51%), of total board members must be present. To conduct business (motion, vote, etc.) quorum is a simple majority, fifty one percent (51%), of voting board members (KSC President shall not be included as a voting member to establish quorum). Proxies, phone votes and e-mail votes may be used as designated by the Bylaws.
3. Elections shall be held annually as designated by the Bylaws.

ARTICLE VII – Amendments and Revisions

The Executive Team annually review the KSC Constitution, Bylaws, and Operating Policies. Revisions are approved by majority vote of Executive Team. Any member may submit an amendment or revision to the Constitution and/or Bylaws.

1. Submit the proposed change in writing to the Executive Team seven (7) days prior to the next Board of Directors' Meeting. The Parliamentarian will distribute the proposed changes to all present at the meeting.
2. The Board of Directors will discuss the requested change. A majority vote will then be taken to either

approve the proposed amendment or keep the existing document.

3. The Parliamentarian will take all proposed changes to 81 TRW/JAG for review prior to a final approval.
4. If the majority is in favor of the proposed amendment and 81 TRW/JAG approves the amendment, it will be presented to the General Membership, posted for a minimum of 7 days (7) days and voted on by the General Membership.
5. A simple majority, fifty one percent (51%) of respondents is sufficient to approve the amendment

ARTICLE VIII – Finances

The KSC will maintain two separate accounts for social and charitable funds.

1. The General Account will contain social funds raised and spent in accordance with Section 501(c)(7) of the IRS Code.
2. The social funds of the General Account will come from member activity fees and dues paid by all active and associate members as well as philanthropy projects voted on by the KSC board. Other methods of financing may be used, as appropriate, in accordance with the tax status of this fund.
3. The Welfare Account will contain charitable funds raised and spent in accordance with Section 501(c)(3) of the IRS Code.
4. The charitable funds of the Welfare Account will come from the net proceeds of activities to include Thrift Shop and other designated fundraisers in accordance with the tax status of this fund
5. Social and charitable fundraising activities must be approved by the Board of Directors, authorized by the installation commander or a designee, and permitted by Air Force Instruction and state law.
6. The authorized Tax Code numbers shall remain on file with the Executive Council.
7. The administration of the KSC, including its publications, shall be executed at absolutely no cost to the U.S. Government.
8. The KSC will comply with all local, state, and federal laws.

ARTICLE IX – Thrift Shop

1. The Thrift Shop shall be run by a governing body known as the Thrift Shop Advisory Board, under the auspice of the KSC. The Thrift Shop Advisory Board will establish and maintain the operating procedures and management policies of the Thrift Shop as defined in the Bylaws. The Thrift Shop Advisory Board consists of the KSC President, Vice President of Welfare Operations, Welfare Treasurer, Secretary, Honorary President, Senior Advisor, Thrift Shop Advisor (designated by the Executive Council or the Vice President of General Operations can act as Thrift Shop Advisor), Thrift Shop Manager, Thrift Shop Bookkeeper, and Parliamentarian.

ARTICLE X – Liability

1. The KSC is subject to such restrictions, laws, taxes, licenses, and ordinances that may be imposed on it by local, state, and federal jurisdiction.
2. All members should be advised that financial liability incurred by the KSC might result in individual personal financial responsibility if the treasury fails to discharge obligations. AFI 34-223 requires this provision to be in constitutions whereby members of the Private Organization (PO) have to ensure bills are paid.

ARTICLE XI – Insurance

1. Unless waived by the installation commander or a designee, the KSC will obtain liability insurance coverage against personal injury and property damage claims that may arise from the activities of the KSC or its members.
2. If insurance coverage is waived for the club's normal activities, the KSC will obtain insurance for special events proportionate with the risk involved.

ARTICLE XII – Parliamentary Authority

1. Robert's Rules of Order, Newly Revised Edition, shall govern all parliamentary procedures not covered by the Constitution or Bylaws of the KSC. A copy shall be kept at the Thrift Shop for reference.

ARTICLE XIII – Dissolution

1. Upon dissolution of the KSC, all club funds and property, real and personal, in excess of liabilities shall be disposed of by recommendation of the Executive Council and approval of the general membership in accordance with the IRS 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 KSC will notify the installation commander or a designee of the intent to dissolve.