

MACDILL SPOUSES' CLUB CONSTITUTION

ARTICLE I: NAME, AUTHORITY, & PURPOSE

Section 1: Name.

The name of the organization shall be MacDill Spouses' Club ("MSC").

Section 2: Authority.

1. The MSC shall be a private, self-sustaining, non-profit, independent, organization consisting of two components, social and philanthropic.
2. This Constitution is the MSC's request to operate as a private organization on MacDill Air Force Base subject to the consent of the MacDill Air Force Base Commanding Officer or designee. The MSC is not part of the Department of Defense or any of its components and has no governmental status.
3. The social component is a private, nonprofit organization, which is organized in compliance with Section 501(c)(7) of the Internal Revenue Service (IRS). The philanthropic component is a private, nonprofit organization that is organized in compliance with Section 501(c)(3) of the IRS.

Section 3: Purpose

The purpose of the MSC shall be to organize, promote, and sponsor social, recreational, and other similar nonprofit activities for its members; and to provide scholarships to eligible candidates and donations to non-profit organizations and other persons or groups, in furtherance of philanthropic or educational purposes.

ARTICLE II- GENERAL PROVISIONS

Section 1: The MSC is governed by its Constitution and Bylaws. The MSC may also institute standing rules that implement the Bylaws. Should there be a conflict between the MSC Constitution and any Bylaws or standing rules, the Constitution shall govern.

Section 2: The MSC will not sponsor, support, or participate in any activity or with any organization that engages in discriminatory practices.

Section 3: The MSC and its members will not prejudice or discredit the United States Government or conflict with governmental activities.

ARTICLE III- MEMBERSHIP

Membership in the MSC is voluntary. Classification, responsibilities, rights, and privileges shall be defined in the Bylaws; provided, however, that membership shall not be denied to anyone because of age, race, religion, color, national origin, disability, ethnic group, or gender; nor shall the MSC knowingly support or participate in any activity with any organization that engages in such practices; and provided further that membership classifications shall be consistent with the concept of Total Force, and shall not discriminate based on the branch of service, rank, or component in which the member's spouse is serving or that spouse's status as active, retired, or deceased. All members must remain in good standing; a member in good standing shall be defined as one whose dues are paid in full.

ARTICLE IV- ADMINISTRATION

Section 1: The MSC shall be governed by the Board of Governors, which shall be composed of the Executive Board, the appointed Chairpersons of all standing and/or special committees, and Honorary Members. The Honorary Members consist of the spouse of the Commander of CENTCOM and SOCOM, or designee.

Section 2: The Executive Board of the MSC shall be responsible for the day-to-day operations of the MSC and shall report to the Board of Governors. The Executive Board of the MSC shall be composed of the elected officers, the parliamentarian, and the advisor(s). The elected officers are President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, and Treasurer. The President appoints the parliamentarian. The advisor is the spouse of the Commander of the 6th AMW or designee.

ARTICLE V- MEETINGS

SECTION 1: The business of the MSC shall be conducted at regularly scheduled meetings of the Board of Governors, meetings of the members, or special meetings, as described in the Bylaws. The President may call special meetings. All members shall be given reasonable notice of special meetings, as set forth in the Bylaws.

SECTION 2: At general or special meetings of the membership, quorum shall be as defined in the Bylaws. All reasonable attempts shall be made to inform the membership of an upcoming vote and the need for their attendance. At any meeting of the Board of Governors, fifty-one percent (51%) of the total number of members of the Board of Governors entitled to vote shall constitute a quorum. Proxies, phone votes, web-based votes, and e-mail votes may be used as designated by the Bylaws.

ARTICLE VI- PARLIAMENTARY PROCEDURE

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the MSC in all cases to which they are applicable and in which they are not inconsistent with the MSC Bylaws and any special rules of order the MSC may adopt.

ARTICLE VII- AMENDMENTS

Section 1: The Constitution shall be reviewed annually by the Constitution and Bylaws Committee. This committee shall consist of the Executive Board. The parliamentarian shall serve as chair.

Section 2: Any proposed amendment to this Constitution shall be submitted in written form to the Constitution and Bylaws Committee before being submitted for vote to the Board of Governors. If the Board of Governors passes a proposed amendment, it will then be presented at the next regularly scheduled general membership meeting. The written amendment will be posted on the MSC website under the Members Only section for at least 14 days prior to voting by the general membership.

Section 3: The Constitution may be amended per Article V, Section 2 at a general membership or special meeting. No amendment to the Constitution shall be effective until reviewed by the Staff Judge Advocate. The Constitution and Amendments may be voted on electronically, including web-based and email voting.

Section 4: The Bylaws may be amended by a simple majority vote of the Board of Governors.

ARTICLE VIII- FINANCIAL RESPONSIBILITY

All members of the MSC shall be notified of their personal financial responsibility, if any, if there are insufficient assets to cover all liabilities.

ARTICLE IX- FUNDING

Section 1: Funding for the MSC will come from annual dues and various other fund raising activities, as outlined in the Bylaws, and in compliance with AFI 34-223, all applicable Private Organization Air Force Instructions and regulations, and the Internal Revenue Service regulations, and with the approval of the MacDill Air Force Base Commanding Officer or designee.

Section 2: No part of any monies in the custody of MSC shall be used to the benefit of, or be distributed to its members or other person or entity in a manner inconsistent with its purpose stated herein.

ARTICLE X- INSURANCE

Section 1: The MSC will purchase and maintain liability insurance coverage against personal injury and property damage claims that may arise from the activities of the MSC or its members per AFI 34-223, or obtain an insurance waiver from the installation commander or designee. This waiver with completed signature blocks must be attached and should be updated annually.

Section 2: If insurance coverage is waived for the club's normal activities, the MSC will obtain insurance for special events commensurate with the risk involved.

Section 3: MSC Members are aware that they are jointly liable for the obligations of the organization.

ARTICLE XI- LIABILITY

Section 1: The MSC 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 with the exception of those members of incorporated clubs should be advised that financial liability incurred by the MSC might result in individual personal financial responsibility if the treasury fails to discharge obligations

ARTICLE XII- DISSOLUTION

Section 1: Procedure.

Dissolution of this organization shall be by a majority vote of the membership.

Section 2: Disposition of Assets.

Upon dissolution of the MSC, all club funds and property, real and personal, in excess of liabilities shall be disposed of by recommendation of the Board of Governors and approval of the general membership in accordance with the IRS Code and all applicable Air Force Instructions. Any such assets not so disposed shall be donated to a USAF NAFI or to the USAF as determined by the MSC Executive Board in accordance with AFI 34-201 or AFI 51-601. If assets are not sufficient to satisfy the liabilities, the membership may be held liable for the difference thereof. The MSC will notify the installation commander or a designee of the intent to dissolve.

ARTICLE XIII- ADOPTION

This Constitution and any subsequent amendments thereto shall become effective upon adoption by the affirmative vote of members and review by the Staff Judge Advocate, as provided in Article VII, Section 3.

Date

President, MacDill Spouses' Club

President, MacDill Spouses' Club