

The Offutt Officers' Spouses' Club

Article I Name and Purpose (of the Organization)

The name of this organization shall be Offutt Officers' Spouses' Club, hereafter referred to as the Organization.

The purpose of the OOSC is as a self-sustaining special interest group, set up by people acting exclusively outside the scope of any official capacity as officers, employees, or agents of the Federal Government and operates on Offutt Air Force Base with the written consent of the installation commander to make a positive contribution to the quality of life of base personnel. The Organization will act in accordance with all applicable state and federal laws, all applicable Air Force Regulations, and the OOSC Constitution.

As per the Internal Revenue Service (IRS) the OOSC is divided into two distinct entities: the 501(c)(7) qualified Offutt Officers' Spouses' Club Social organization, herein referred to as "OOSC", and separately, the 501(c)(3) qualified Offutt Officers' Spouses' Club Charitable Association, Inc., herein referred to as "OOSCCA"

- A. The purpose of the OOSC 501(c)(7) Social organization will be to provide members with a nonprofit social organization, formed and operated in accordance with the provisions of the IRS Section 501(c)(7). The OOSC 501(c)(7) Social will maintain the Federal Employer Identification Number (EIN) 47-6041958.
- B. The purpose of the OOSCCAA 501(c)(3) Charitable corporation will be to operate exclusively as a charitable corporation in accordance with the provisions of the IRS Section 501(c)(3). The OOSCCA will maintain the Federal Employer Identification Number (EIN) 47-0658648.

Article II General Provisions

Section I Authority

Upon approval of this Constitution by the Installation Commander, the Organization shall operate as a private organization pursuant to AFI 34-223. It will operate on Offutt AFB only with the written consent of the Installation Commander or delegated representative. Operation is contingent upon compliance with the requirements and conditions of all applicable Air Force

Instructions. This Organization is not a Non-Appropriated Fund Instrumentality, nor is it entitled to the privileges and immunities of the Federal Government.

Section II Liability

The individual members of the Organization are jointly and severally liable for the obligations of this Organization. Each member of the Organization will be given a copy of this Constitution upon joining and will sign an acknowledgement that They has read the Constitution and understands its contents.

Article III Officers and Governing Body

Section I Officers: Powers and Duties

The OOSC is governed and administered by the Board of Governors, which is comprised of the Executive Board, Presidentially appointed Standing Committee Chairs, the Honorary President, Advisors and Liaisons.

The Executive Board of the Organization shall consist of a President, a Social Vice President, a Charitable Vice President, Recording Secretary, Corresponding Secretary, Social Treasurer, Charitable Treasurer, and a Parliamentarian. These officers are the Executive Board for the Organization. See Standard Operating Procedures for detailed job descriptions.

President: The President shall preside at all regular and special meetings of the organization, and of the Executive Board. The President will convene the Executive Board meetings or any requested non-scheduled meetings of the Board. The President will also be a signatory on the Organization bank account. The President shall be an active duty spouse elected annually from active membership and serve as a non-voting member on the Executive Board, with the exception of a tie vote.

Social Vice President: The Social Vice President will serve as an active, voting member of the Executive Board. The Social Vice President shall assist the President and preside over any meeting the President is unable to attend. They will serve as an active, voting member of the Executive Board. The Social Vice President will also be a signatory on the Organization's OOSC bank account. Additionally, the Social Vice President shall oversee 501(c)(7) Social Treasurer, Standing Committee Chairs, Committees and Activities.

Social Chairs may consist of, but are not limited to, the following:

1. Community Outreach
2. Marketing Chair

3. Membership Chair
4. Programs Chair
5. Ways & Means Chair
6. Special Activities Chair

Charitable Vice President: The Charitable Vice President will serve as an active, voting member of the Executive Board. The Charitable Vice President shall assist the President and preside over any meeting the President is unable to attend. They will serve as an active, voting member of the Executive Board. The Charitable Vice President will also be a signatory on the Organization's OOSCCA bank account. Additionally, the Charitable Vice President shall oversee 501(c)(3) Charitable Treasurer, Standing Committee Chairs, Committees and Activities. Charitable Chairs may consist of, but are not limited to, the following:

1. Thrift Shop Chair
2. Scholarship Chair
3. Auction Chair
4. Wreaths Across America Chair

Social Treasurer: The Social Treasurer will serve as an active, voting member of the Executive Board. They will transact all OOSC banking and financial business of the Organization. The Social Treasurer is responsible for keeping accurate books, reflecting all monetary transactions made on behalf of the OOSC Organization. All funds will be maintained in a checking account. The Social Treasurer will present an updated status of Organization funds at each meeting. The Social Treasurer will be the primary signatory on the OOSC bank account.

Charitable Treasurer: The Charitable Treasurer will serve as an active, voting member of the Executive Board. They will transact all OOSCCA banking and financial business of the Organization. The Charitable Treasurer is responsible for keeping accurate books, reflecting all monetary transactions made on behalf of the OOSCCA Organization. All funds will be maintained in a checking account. The Charitable Treasurer will present an updated status of Organization funds at each meeting. The Charitable Treasurer will be the primary signatory on the OOSCCA bank account.

Recording Secretary: The Recording Secretary will serve as an active, voting member of the Executive Committee. They will prepare the minutes of each committee meeting and present the finalized minutes of each meeting to the President. The Recording Secretary is responsible for ensuring the minutes of the meeting and agendas of each meeting are disseminated to the general membership. The Recording Secretary will maintain files of correspondence generated by and for the Organization.

Corresponding Secretary: The Corresponding Secretary will serve as an active, voting member of the Executive Committee. They will be the caretaker of all OOSC/OOSCCA incoming and outgoing correspondence, both paper and electronic.

Parliamentarian: The Parliamentarian is the custodian and official interpreter of the OOSC and OOSCCA Constitution and the governing AFI Regulations (AFI34-223). The Parliamentarian shall be appointed by the President from the General Membership and serve as a non-voting member of the Executive Board.

Honorary, Advisory and Liaison Members: These Members are non-voting, voluntary members of the Executive Board. These Members are entitled to all privileges and responsibilities of the active membership, except they may not chair a committee, or hold elected or appointed office. The President has the authority to add advisors as needed with the approval of the Executive Board.

1. The Honorary President will be the Spouse of the Commander, 55th Wing.
2. The Advisors may be:
 - a. Spouse of the Commander, United States Strategic Command
 - b. Spouse of the Deputy Commander, United States Strategic Command
 - c. Spouse of the Vice Commander, 55th Wing
 - d. Spouse of the Commander, Air Force Weather Agency
3. The Liaisons will be appointed by the President as follows:
 - a. Retiree Liaison: A retiree from the general membership who will help to recruit eligible retirees as well as build relationships with community retiree organizations.
 - b. Thrift Shop Liaison: Communicates with the Thrift Shop Manager, Thrift Shop Chair, and President to see that the needs of the Thrift Shop are being met.
 1. Description of Duties
 - a. Reports to the Charitable Vice President.
 - b. Presents the Thrift Shop board report for the Thrift Shop Manager at the monthly board meetings.
 - c. Coordinates with the President, Charitable Vice President, and Thrift Shop Chair to host annual appreciation events for the Thrift Shop volunteers.
4. The President, with approval of the Honorary President, may choose to invite additional distinguished persons to be Honorary or Advisory members.

Section II Elections

Nominations: Nominations for Officers will be taken from 1 February to 31 March. Nominations will not be accepted unless the candidate is present and accepts the nomination, or the proposed nominee has previously given written acceptance of his/her nomination.

Nominations will be accepted via e-mail (with confirmation from the candidate), or from the floor during a meeting. The Parliamentarian shall oversee all nominations.

Voting: Voting for Officers will be by secret ballot. Absentee ballots will be issued upon request not less than two weeks prior to the election, which will be held no later than 30 April. Absentee ballots must be turned in to the Parliamentarian or his/her designated individual by election day. A majority (more than 50 percent) of the cast ballots is needed to be elected to an Officer position. If no candidate receives a majority of the votes cast, a run-off will be held between the top two vote getters. An unopposed nominee shall be voted in by acclamation at the close of the presentation of candidates to the General Membership. The Parliamentarian shall oversee all voting.

Terms of Office: Officers' terms are for one fiscal year but no more than two consecutive years in the same position. Vacancies in elected positions occurring prior to the regularly scheduled election shall be filled by a majority vote of the membership present at the next General membership meeting or special membership meeting specifically called for that purpose and advertised for at least 15 calendar days before the meeting date.

Officers shall assume their duties on 01 June of the year of their term.

Section III Committees

Standing committees may be established as the need arises to resolve problems or to conduct Organization activities. Membership on a committee shall be by appointment of the President. See Standard Operating Procedures Document for detailed job descriptions.

Article IV Membership

Membership: Membership is open to the below listed members of the DoD Community affiliated with Offutt AFB, Nebraska interested in the purpose and mission of the Organization. Membership will be granted regardless of age, race, religion, color, national origin, disability, ethnic group, sexual orientation, gender or sex of the proposed member. Only members in good standing (good standing shall be defined as not more than three months in arrears in the payment of their dues) may vote on issues requiring a quorum.

- A. *Active Membership* - Active members shall have the right to vote and chair standing committees. Active members may hold elected office.

- a. Spouses of active duty officers, active duty reserve officers or active duty guard officers of the United States Armed Forces are eligible for membership in the OOSC.
- B. *Associate Membership* - Associate members shall have the right to vote and chair standing committees. Associate members may not hold the offices of President, Social Vice President or Charitable Vice President of the Executive Board.
- a. Spouses of members of the Senior Executive Service.
 - b. Spouses of retired officers and retired warrant officers.
 - c. Spouses of foreign officers assigned to Offutt Air Force Base.
 - d. Widows/Widowers of active duty officers, active duty warrant officers, active duty reserve officers, active duty guard officers, current GS-9 and above, retired officers, retired warrant officers, retired reserve officers, retired guard officers and retired GS-9 and above of the United States Armed Forces.
 - e. Spouses of civilian personnel (GS-9 and above).
 - f. Spouses of reservist and national guard
 - g. Spouses of retired civilian personnel (GS-9 and above).
 - h. Spouses of former active duty military officers who have retained a valid military identification card and DoD privileges.
 - i. Fiancées and long time significant others with an active duty officer sponsor may apply for membership. Membership applications will be reviewed and approved by the Executive Board.
 - j. Divorced spouses of military officers (retired or active duty) who hold an active military identification card and retain DoD privileges under the Former Spouses Protection Act, Public Law 97-252 (Title 10 U.S. Code Sec. 1404 at seq). Once these DoD privileges expire or are revoked said individuals will no longer be eligible for membership.
 - k. Divorced spouses of military officers (retired or active duty) who maintain an active military identification card and DoD privileges, who then marry an enlisted person (retired or active duty), shall be eligible to complete their current year of membership. Said individuals will then be considered a spouse of an enlisted member and hence eligible for membership in the Enlisted Spouses' Club.

Termination of Membership: All membership status, either active, associate, honorary or advisory will be maintained and honored for the entirety of the fiscal year in which membership is accepted, unless membership is terminated, due to the following:

- A. When the member is no longer affiliated with the DoD community
- B. Upon permanent departure from the vicinity of Offutt AFB.
- C. Upon written resignation to the Membership Chair.

- D. By the Executive Board, with a quorum approval vote, for activities involving discreditable conduct. Discreditable Conduct is defined, but not limited to: Behavior that is scandalous, dishonest, corrupt or dishonorable. This process would follow Robert's Rules of Order.
- E. Failure to pay dues or two unpaid functions, with proper notification. When eligibility for membership is terminated, reinstatement for membership may be accomplished by applying in writing to the Membership Chair for reinstatement and tendering all payment of accrued delinquent dues. This letter will be presented to the Executive Board for approval.
- F. Dues are non-refundable.

Article V Methods of Financing

- A. Finances shall be determined according to the fiscal year of the organization, which shall run 1 June through 31 May.
- B. The Organization shall maintain a checking account in its name for the deposit and withdrawal of funds. Withdrawals shall only be for approved purposes and shall be upon the joint signature of any two officers as defined in Article III, Section I.
- C. A financial review of the OOSC funds will be made in accordance with AFI 34-223 at the completion of the Social and Charitable Treasurers' terms of office. If a treasurer resigns before the end of the term of office, bank reconciliation will be made of OOSC funds.
 - a. A minimum of one thousand dollars (\$1000) shall be left in the social bank account(s) at the end of each fiscal year.
- D. A budget for the current fiscal year, prepared by the Treasurers and approved by the Board of Governors, shall be presented to the General Membership at the General Membership meeting in September and January of each fiscal year.
- E. All Social and Charitable fund raising activities will be approved by the Board of Governors, authorized by the Installation Commander or their designee, and in accordance with all applicable Air Force Instruction as well as the applicable IRS tax laws and regulations.
 - a. As per IRS Code, the OOSC 501(c)(7) social organization may receive up to 35% of its gross receipts, including investments income, from sources outside of its membership. No more than 15% of this amount may be derived from the use of the club's facilities or services by the general public or from other activities not furthering the social or recreational purposes for members. If an organization has non-member income that exceeds those limits, all the facts and circumstances will be considered in determining whether the club continues to qualify for exempt status.

- F. The 501(c)(7) social funding account(s) will contain funds raised and spent in accordance with the section 501(c)(7) of the IRS code. 1.
 - a. The funds for the social funding account(s) will be generated from membership fees, dues, assessments, or other methods of financing as appropriate and in direct accordance with the IRS tax status of this fund.
 - b. The Board of Governors may authorize expenditures from the social banking account(s), not to exceed one thousand dollars (\$1000). All expenditures in excess of this amount shall require approval of the General Membership.
- G. The 501(c)(3) charitable funding account(s) will contain funds raised and spent in accordance with section 501(c)(3) of the IRS code. In accordance with IRS Code, all profits generated by activities designed to raise funds for donation to charitable purposes shall be transferred to the Offutt Officers' Spouses' Club Charitable Association, Inc (OOSCCA) for distribution in furtherance of that organization's charitable endeavors.
 - a. Our first priority in Charitable Giving is for the benefit of DoD personnel and their families. Charitable giving may or may not be authorized to raise money for local or national groups, whose funds would not benefit primarily DoD personnel or their family.
 - b. In order for a charitable request to be recognized they must fill out the OOSC charitable request form. There is no cap on the amount that can be requested.
 - c. The funds for the charitable funding account(s) will be generated by the income from the OOSC Thrift Shop and other approved fundraising.
 - d. The Board of Governors may authorize, by quorum vote, expenditures from the charitable banking account(s), not to exceed one thousand dollars (\$1000). All expenditures in excess of this amount shall require approval of the General Membership.
 - e. The OOSCCA shall award scholarships each year.

Monthly Dues: The dues for members shall be assessed annually at the rate of no more than sixty dollars (\$60.00) to be collected by the Social Treasurer. The Social Treasurer will be responsible for collection and deposit of all members' dues.

Fund-raising: The Organization shall also conduct on-base fund-raising activities, such as bake sales, to raise funds for various Organization functions. All fund-raising activities will be coordinated and approved in writing by the installation commander or designee as required by Air Force Instructions regarding fund-raising on-base.

Usage of Council Funds: All membership dues and fund-raising profits of the Organization shall be used for the expenses, programs, and special activities.

Article VI Activities

The Organization will sponsor a minimum of ten (10) events throughout the calendar year using proceeds from dues and fund-raising activities. The Executive Committee will determine the type of events.

Article VII Meetings and Quorums

Section I General Meeting

General meetings will be held on a monthly basis or as deemed appropriate by the President. Agenda items shall be received by the Recording Secretary not later than four (4) days prior to each general meeting. Matters presented at the meetings shall be decided by a majority vote of the members present.

Section II Special Meetings

The President shall hold an annual planning meeting in the month of June for the purpose of reviewing the Constitution and Standard Operating Procedures, establishing a calendar of upcoming events, and establishing/reviewing goals and objectives for the upcoming calendar year. The annual planning meeting shall be attended by all Executive and General Board members. The President may also call special meetings as They deems necessary or as requested by the Installation Commander or designee.

Section III Parliamentary Authority

“Robert’s Rules of Order,” revised edition, shall govern in all cases to which they are applicable and in which they are not inconsistent with this Constitution.

Section IV Location

The Organization shall hold its meetings in the vicinity of Offutt AFB, Nebraska, or accommodate for virtual participation.

Section V Quorum

Voting will occur in General Membership, Executive Board or Board of Governors meetings. In order for a motion to pass, the motion must receive a majority of affirmative votes. A majority will be based on the number of member's votes received. The Honorary President and/or an Advisor must be present during all voting.

1. Vacant board offices will not be included as part of the total count for an Executive Board or Board of Governors meeting quorum.
2. A single member filling two voting positions will count as a single vote, yet these two positions will both be counted for the purpose of an Executive Board or Board of Governors meeting quorum.

Article VIII Adoption and Amendments

Section I Adoption

This Constitution becomes effective upon adoption by an affirmative vote by majority of the general membership, review of 55 WG/JA, and final approval of 55 WG/CC or designee.

Section II Amendments

Participating members in good standing may submit requests for revision of the Constitution at any time. All requests for revision will be reviewed and voted upon by the Executive Board. A majority vote of the membership is required to revise the Constitution. If the request for revision is accepted, the Constitution will be amended accordingly. If the request for revision is rejected, the member who requested the change will be notified, in writing, of the reason(s) for the rejection. If no revisions are submitted, the Constitution must be updated every two years or when there is a change in the purpose of the Organization.

Any revision of the Constitution is subject to review by 55 WG/JA and final approval of 55 WG/CC or designee.

Article IX Dissolution

Section I Methods of Dissolution

The Organization may be dissolved by a vote of the members or by order of the Installation Commander. The Executive Board shall draft a dissolution plan for termination of the Organization. The President shall notify 55 FSS/CC/CL of the intent to dissolve and provide a copy of a dissolution plan to 55 FSS/CC/CL within 2 calendar days of the decision to dissolve.

Section II Settlement of Debts

In case of dissolution, funds in the treasury at the time will be used to satisfy any outstanding debts, liabilities, or obligations. The balance of these assets will be disposed of as determined by a majority vote of the membership.

Article X Insurance

The Organization will maintain liability and property damage insurance in accordance with AFI 34-223, paragraph 10.11 for operating as a private organization on Offutt AFB, Nebraska. The insurance policy is to expressly state that “neither the United States Government nor any non-appropriated fund instrumentality will be held liable for any claims or judgments against the Organization or its members.” The liability insurance policy for the Organization shall remain in effect unless the Executive Committee seeks a waiver from the Installation Commander because the risk of liability is negligible.