

Maxwell-Gunter Spouses 'Club By Laws

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(Revised April 2023)

ARTICLE I – PURPOSE

Section 1: These Bylaws are intended to give governance to the Maxwell Gunter Spouses 'Club (hereafter referred to as MGSC). Ideally, they should clearly identify key tasks which are necessary to protect MGSC's approval to operate as a private organization on Maxwell Air Force Base-Gunter Annex or the MGSC's Charitable Association's designation as a non- profit organization according to the Internal Revenue Code (IAW IRC 501 (c) (3) and 501 (c) (7), AFI 34-223, and USAF Services Private Organization Guide).

Section 2: MGSC's primary scholastic and charitable efforts will be consolidated under the MGSC Scholastic and Charitable Association (hereafter referred to as the Charitable Association), which oversees the continuous operation of the Maxwell Thrift Shop.

ARTICLE II - MEMBERSHIP

Section 1: The MGSC defines a military spouse as any person who is married to an active duty, Reserve, retired or National Guard military member, or civilian

equivalent or has signed a valid Department of Defense (for military sponsors) or Office of Personnel Management (for civilian sponsors) Declaration of Domestic Partnership with a military member or civilian equivalent sponsor.

Section 2: Active Members

a. Eligibility:

- 1.) Spouses of all military members -- officer, warrant officer or enlisted -- on active duty, Guard or Reserves who have orders to the Maxwell Air Force Base/Gunter Annex vicinity.
 - 2.) Spouses living in the vicinity of Maxwell Air Force Base/Gunter Annex whose spouses are Armed Forces members serving elsewhere.
- b. Status: Active MGSC members have the right to vote, hold office, participate in the management of the MGSC, and participate in any other special activities.
- c. Application for membership--Requests for active membership will be made through the Membership Chairman of the MGSC and pay dues of \$50 annually (for O-4 and up and E-7 and up) and \$25 annually (for O-3 and below and E-6 and below). New members joining after Jan 1st pay respective half price dues.

Section 3: Associate Members

a. Eligibility:

- 1.) Active Duty Officers, Enlisted Airmen, civilian/contracted personnel assigned to Maxwell Air Force Base/Gunter Annex vicinity.

- 2.) All adult relatives who are in permanent residence with the families of active duty or retired military members or civilians.
 - 3.) Any widow or widower of an Armed Forces member whose spouse died after separating/retiring from the military, whose status has not changed by remarriage.
- b. Status: Associate members will have all the privileges of active members except holding an elected office.
 - c. Application for Membership—Requests for Associate membership will be made through the Membership Chairman of the MGSC and pay dues of \$50 annually (for O-4 and up and E-7 and up) and \$25 annually (for O-3 and below and E-6 and below). New members joining after Jan 1st pay respective half price dues.
 - d. Active members whose status changes may become associate members automatically.
 - e. The Board of Directors may limit the number of associate members when circumstances warrant.

Section 4: Temporary Duty (TDY) Membership

- a. Spouses who accompany their sponsors on TDY to Maxwell Air Force Base or Gunter Annex may attend MGSC activities for a period of three months without paying dues and will fall under same rules as a guest except for limitations on meeting attendance.

Section 5: Honorary Members

- a. Eligibility:

- 1.) The Honorary President, with the approval of the Board of Directors, may invite such persons as are deemed appropriate to be honorary members for a period of one year.
 - 2.) Any widow or widower of an Armed Forces member who died on active duty, whose status has not changed by remarriage, and who lives in the vicinity of Maxwell Air Force Base/Gunter Annex will be granted honorary membership, upon application of membership.
 - 3.) There are no dues associated with this membership.
- b. Status: Honorary members will have all the privileges of active members except to vote, hold an elected office, and chair a standing committee.

Section 6: Retired Spouses Membership

a. Eligibility:

- 1.) Spouses of retired military members.
- b. Status: Retired spouse MGSC members have the right to vote, hold office, participate in the management of the MGSC, and participate in any other special activities.
- c. Application for Membership--Requests for Retired Spouses membership will be made through the Membership Chairman of the MGSC and pay dues of \$50 annually (for O-4 and up and E-7 and up) and \$25 annually (for O-3 and below and E-6 and below). New members joining after Jan 1st pay respective half price dues.

Section 7: International Spouses Membership

a. Eligibility:

- 1.) Spouses of foreign service members, officer or enlisted, assigned to Maxwell AFB vicinity.
- b. Status: International Spouse MGSC members have the right to vote, hold office, participate in the management of the MGSC, and participate in any other special activities.
- c. Application for Membership--Requests for International Spouse Membership will be made through the Membership Chairman of the MGSC stating their eligibility status and pay dues of \$25 annually for spouses of International Students or spouses of International Permanent Party. New members joining after Jan 1st pay respective half price dues.

Section 8: Exceptions to Membership Dues

- a. On a case-by-case basis exceptions to membership dues will be considered based upon but not limited to medical, catastrophic events, and extenuating circumstances.
- b. These exceptions will be reviewed and approved by the majority vote of the executive board.

Section 9: Guest

- a. Eligible participants in MGSC Special Activities organized by the MGSC may participate by invitation as a guest up to 2 times.
- b. Eligible participants in MGSC monthly Socials organized by the MGSC may participate by invitation as a guest 1 time except for certain members-only socials but will still have to pay for admittance to the event. Guests are not eligible for prizes during an event.

Section 10: Termination of Membership

- a. Membership will be terminated upon notification to the Membership Chairman and will not be eligible for a refund of membership dues.
- b. Membership may be terminated by the Executive Board if a member habitually fails to meet financial obligations to the MGSC. This is to include but not limited to no shows, late cancellation, and other failures to pay.

Section 11: Prize Eligibility

- a. Only members in good standing of MGSC are eligible to win prizes at the monthly socials.

ARTICLE III – FUNCTIONS

Section 1: MGSC functions will be held a minimum amount of 4 times, September –May inclusive, except as deemed otherwise by the board of directors.

Section 2: Special meetings may be called by the President or by written request of any active members.

Section 3: Meetings and MGSC activities may be re-scheduled or called by the simple majority decision of the Executive Board.

Section 4: The Board of Directors will call a meeting every calendar month or upon the call of the President.

Section 5: The Executive Board will meet upon the request of the President, Honorary President, or Advisor.

Section 6: Voting Procedures: As dictated by the rules contained in the most current online edition of Robert's Rules of Order, Revised Edition.

- a. Committee Chairs, when conducting their own meeting, may not vote but all committee members vote. The Chair may be called upon to break a tie vote. (This preserves the autonomy of the committee.) Honorary President, Advisors, President and Parliamentarian never vote at any meeting.
- b. The President does not have voting privileges except for breaking a tie.
- c. For the Executive Board, voting procedures are outlined in MGSC Constitution Article III Section 2. For the Board of Directors all members have a vote except the Honorary President, Advisors, President, and Parliamentarian (IAW MGSC Constitution and Robert's Rules of Order).
- d. The parliamentarian and/or secretary will conduct any telephone/email votes deemed necessary by the president. Report results of the votes to the board of directors at the next board of directors meeting.

Section 7: Standing Committees meetings are outlined in Article VII. In summary, committee meetings are generally conducted:

- a. Administrative Budget Committee—twice annually: mid-year and end of year.
- b. Charitable Committee—monthly: mid-year (January) and end of year (May) for budget review.
- c. Thrift Shop Committee—meets monthly, directed by the Thrift Shop Representative.
- d. Constitution and Bylaws Committee—bi-annually, no less than two (2) months prior to the two-year anniversary

of the adoption of the current, governing Constitution and Bylaws, thereby allowing sufficient time for review and recommended changes to the existing governing documents. Recommended changes (or the recommendation for “no change”) will be submitted to the 42 FSS/FSR every two years per 42 FSS direction.

- e. Scholarship Committee—as necessary, Oct-May
- f. Nominating Committee—as necessary by the chair of the committee

ARTICLE IV – FINANCES and TAXES

Section 1: Allocation of Funds

- a. The Board of Directors will act as agent for the general membership and is authorized to receive and disburse funds.
- b. Any expenditure not in the approved budget or over the approved budget amount must be approved by the Board of Directors.
- c. Any expenditure not in the approved budget and over \$1,000.00 must be approved by the MGSC general membership at the next available general membership meeting or social.
- d. Childcare expenditure fund will be reviewed by the Board of Directors annually to determine the degree of funding allocation available to its board members.
 - 1.) Childcare will only be reimbursed for monthly board meetings.

Section 2: Taxes

- a. The fiscal year will begin on June 1 each year and end May 31.
- b. The Administrative Association will follow Internal Revenue Code 501(c)(7) to maintain its tax-exempt status as a Social Club.
- c. The Charitable Association will follow Internal Revenue Code 501(c)(3) to maintain its tax-exempt status as a Charitable Organization.
- e. The end-of-year review or audit of the Charitable Assoc. account must be completed PRIOR TO submission of the Charitable tax returns.
- f. State taxes are due by Aug. 15 and Federal taxes are due Oct. 15.

Section 3: Treasury

- a. The balance in the Administrative checking account at the end of the fiscal year will never be less than \$500.00 after all outstanding bills have been paid.
- b. The balance in the Charitable checking account at the end of the fiscal year will never be less than \$500.00 after all outstanding bills have been paid.
- c. Business and Administrative contracts must be approved by the Board of Directors.
- d. The Treasurers will have the responsibility to account for their respective monetary assets of the MGSC and to provide for the satisfaction of the MGSC's liabilities.
- e. Treasurers must submit monthly financial reports to the Board of Directors.

- f. The Thrift Shop Committee oversees the budget for internal Thrift Shop operations, together with the Thrift Shop Manager and Bookkeeper. Each month, the Thrift Shop Representative ensures profits are distributed to the Charitable Association in a timely manner. These funds then become the responsibility of the Charitable Treasurer.
- g. A professional financial review or audit of the Charitable Association account is required at the end of May each year (IAW 34-223). If the Charitable Treasurer resigns prior to May, an additional review may be performed in accordance with the most recent Private Organization Guide. If income of the Charitable Association account exceeds \$250,000, then an audit is required, and will be performed instead of the review.
- h. Because all checks require dual signatures, monthly reports are reviewed by the Board, and a professional compilation report reconciles the account at the end of the year. MGSC does not perform a professional review of the Admin Account. However, quarterly and end-of-year financial statements are submitted to 42d FSS/FSR no later than June 20.

Section 4: Solicitations & Fundraisers

- a. All solicitations for MGSC Charitable funds on behalf of outside organizations will be referred to the Charitable Chairman.
- b. The MGSC may accept gifts and donations per AFI 36-101. However, the MGSC will not solicit gifts or donations

on base. Off-base solicitations must clearly indicate that they are for the MGSC and not the base or any official part of the Air Force. Donor/gift recognition may not be made publicly. Recognition can only be made to members of the MGSC or those present at an event benefiting from the donation/gift.

- c. All fundraisers must be approved by the 42d ABW. Requests must be submitted to 42d FSS/FSR at least 15 calendar days prior to the event.

Section 5: Budgets

- a. The Administrative Treasurer(s) will call and will preside over Administrative Budget meetings of the Executive Board.
- b. The Administrative Budget Committee will prepare an initial administrative budget for the upcoming Board year, to be presented to the Board of Directors and general membership. Refer to Article VII Section 3 for committee description.
- c. A mid-year review of the budget will be presented to the Board of Directors no later than February for approval following the presentation to the Executive Board.
- d. The Charitable Treasurer(s) will call and will preside at budget meetings for the Charitable Association.
- e. The Charitable Committee will prepare the charitable budget for presentation to the Board for approval by the Board of Directors 'meeting prior to presenting the budget to the Membership. Refer to Article VII Section 2 for committee description.

- f. The Charitable Committee will also review the charitable budget mid-year presenting all changes to the Board for approval and then present to General Membership.

Section 6: Insurance and Bonding

- a. Adequate insurance coverage on liability, compensation, fire and extended coverage, and blanket fidelity bond will be carried in amounts determined/or waived by the 42d Air Base Wing Commander. The insurance policy will be renewed annually by the Thrift Shop Representative, with MGSC president concurrence. All authorized to sign checks from both the Administrative and the Charitable Association Accounts, to include all checks issued by the Maxwell Thrift Shop, will be bonded. Each treasurer will pay half of this fee (IAW IRS Code prohibiting transfer of funds between charitable and social accounts.)

Section 7: Liability

- a. Membership liability: The members are jointly and severally liable for the obligations of the MGSC and they will be informed of this liability. Their understanding of this liability will be documented.
- b. In the event the MGSC assets are insufficient to discharge liabilities, it is extremely unlikely that the membership would be liable under the laws of the State of Alabama for the MGSC debt, except in the case of individual members guaranteeing corporate debts or direct involvement in tortuous acts.

ARTICLE V – OFFICERS AND DUTIES

Section 1: Advisors

- a. The spouse of the Commander and President of Air University will, upon consent, be the Honorary President.
- b. The spouse of the Commander of the 42d Air Base Wing will, upon consent, be the Advisor.
- c. The spouse of the AU Command Chief will, upon consent, be an adjunct board Advisor.
- d. The spouse of the Wing Command Chief will, upon consent, be an adjunct board Advisor.
- e. The Honorary President in coordination with the president may appoint a replacement, upon consent, spouses of senior military staff to serve if an above-mentioned advisor cannot fulfill the position or would like to serve as a voting board member. Additionally, the Honorary President and President may appoint, upon consent, spouses of senior military staff to serve as advisors to any standing committee (i.e: scholastic and charitable committees). They will act in an advisory capacity to the general membership and the Board of Directors.
- f. Advisors will have no vote in the proceedings of the Board, nor may they make motions or provide a monthly report. If the Air University Commander's spouse or the 42d Air Base Wing Commander's spouse does not consent, then the AU Commander's spouse and the 42d ABW Commander's spouse, in conjunction with

the President, will offer a senior military member spouse an advisory position.

Section 2: Board of Directors

- a. Board of Directors 'decisions require approval by a simple majority vote of the Board. There must be two-thirds of the voting members to transact business; electronic means or in-person votes held at the scheduled board meeting with absent board members will be accepted for all business of the board.
- b. A resignation of a Board of Directors member will be submitted in writing to the President prior to the time of resignation.
- c. The President, as a member of Board of Directors, can remove with just cause and with approval of Executive Council, a member of the Board who has missed three consecutive meetings of the Board or who is in dereliction of duty.
- d. Upon the occasion mentioned in Article V, Section 2, Part b or c, a replacement will be appointed by the President with the approval and concurrence of the Executive Council.

Section 3: Standing Chair Positions

- a. The President makes appointment of Chairmen after consulting with both Vice Presidents and the Honorary President.
- b. The power of the Chairmen to vote on the board of Directors rests with the provisions under Article VII Section 1 (b) of MGSC Bylaws.

- c. Each Chairman may appoint a sub-committee chairman with the approval of the Executive Council.

Section 4: Board Positions

- a. No individual will hold more than one elected or appointed position on the Board of Directors at a time unless given Board approval. If an individual holds two positions, they may have only one vote.
- b. Any Board member may not hold the same office for more than two consecutive years. If a board position is not filled by Aug. 31, the Exec. Board has the option of offering the position to the most recent Chair. An exception may be made for the Thrift Shop Representative due to the unique responsibilities of the position.

Section 5: Duties of Executive Board

- a. Collective duties of the Executive Board: Per the MGSC Constitution, the Executive Board is charged with the primary responsibility of directing the operation of the MGSC. The Executive Board should meet independently as needed, at least once at the beginning of the year. All Executive Board members serve on the Administrative and Charitable Budget, Constitution and Bylaws Committees, in addition to those committees outlined in their job descriptions. Voting procedures are stated in the MGSC Constitution Article III Section 2.
- b. President will:
 - 1.) Exercise necessary supervision/management to ensure the orderly operation of the MGSC. Ensure all duties

and requirements outlined in the MGSC Bylaws are fulfilled.

- 2.) Since the academic year drives the rhythm of MAFB, summertime organization is critical to the success of the MGSC. With the Membership Chair, organize MGSC representation at student spouse welcome events for the International Officer School in late June, as well as ACSC and Air War College in August. Coordination with command leadership for Enlisted Professional Development course, conducted largely at the Gunter AFB annex in Montgomery and Danley Airfield, will also be organized to actively recruit and extend membership opportunities to Enlisted Spouses.
- 3.) Appoint members of the Board with the approval of the elected officers.
- 4.) Assign and define supervisory duties of the 1st and 2nd Vice Presidents.
- 5.) Call and officiate at Board of Directors and Executive Board meetings. Preside at all general membership meetings (Socials).
- 6.) Act as a liaison to the Wing Commander and 42d Force Support Squadron/FSR.
- 7.) Coordinate closely with accountants to ensure audits (for charitable account) and tax returns (for both accounts) are submitted to taxes. Co-sign checks as necessary.
- 8.) Maintain an accurate record of club activities.

9.) At year's end, facilitate the success of the next board year.

Most importantly, assign accountants to complete the audit and tax returns for the board year.

Additionally, approve upcoming year's budgets and inventory and conduct the changeover board meeting.

10.) Coordinate with the Secretary to submit all monthly minutes, financial reports, and end-of-year reports to 42d FSS/FSR. This includes copies of the professional audit (or review) of the Charitable Association account. For the Admin. Association account, an end-of-year financial statement is due by June 20.

11.) Sign engagement letters with professional accountants as necessary. The review/audit of the Charitable Association account ideally may begin before the end of the fiscal year on May 31 but must be signed as soon as possible thereafter if taxes are to be submitted on time. An engagement letter may not be required for the Admin. account if a separate accountant is employed for the Admin. account tax returns, due to the relatively small account balance, but arrangements should be in place prior to the end of the board year. Refer to Article 4: Finances & Taxes, and Section Treasury.

12.) Serve as tie-breaking vote in Executive Board or Board of Directors Meetings.

13.) If contacted, attend (or send a representative) to award ceremonies, local civic boards, ROWC and /or the Volunteer Advisory Council.

c. First Vice President will:

- 1.) Act as assistant to the President and perform such duties as delegated by the President.
- 2.) Perform the duties of the President when absent and succeed to this position for the remainder of the term if the President must vacate the position.
- 3.) Have supervision of those Standing Committees assigned her/him by the President with the approval of the Executive Council.
- 4.) Serve as purchasing agent for the procurement of special gifts.
- 5.) Maintain a working knowledge of all MGSC activities.
- 6.) Co-sign checks for the Administrative Account as needed.
- 7.) Oversee the loan closet, including a physical inventory of the loan closet at the first board meeting of the year. She/he can also designate any MGSC member to help with approval of the Executive Board.

d. Second Vice President will:

- 1.) Perform the duties of the First Vice President when absent, and other duties as may be delegated by the President.
- 2.) Have supervision of those Standing Committees assigned by the President with the approval of the Executive Council.

- 3.) Attend Thrift Shop, Charitable, and Scholarship Committee meetings.
- 4.) Co-sign checks for the Charitable Account as needed.
- 5.) Ensure all subordinate committees operate in accordance with approved guidelines.
- 6.) Be responsible for renewal of the mailbox annually in September.
- 7.) Be responsible for P.O. Box Key disbursement and collection.

e. Secretary will:

- 1.) Record, sign, present, and post minutes of the Board of Directors.
- 2.) Maintain a record of Executive Board proceedings and present them at the first Board of Directors meeting that follows.
- 3.) Record the attendance at each Board of Directors meeting and advise the President if a quorum is present.
- 4.) Have custody of and assist the President with maintaining all current official records of the MGSC.
- 5.) Coordinate with the President to ensure all monthly minutes and financial reports are sent to the 42d FSS/FSR.
- 6.) Handle all correspondence for the MGSC including thank you notes and cards to members within the MGSC.
- 7.) Maintain a complete file of all correspondence.

- 8.) Decide at beginning of year who will be delegated to physically collect the mail with approval of Executive Council.
 - 9.) Deliver all incoming mail to the appropriate persons at monthly meeting or social.
 - 10.) Compile and maintain the Board of Director roster and send updates to all Board of Directors as necessary.
 - 11.) Secretary will assist the parliamentarian conducting electronic voting.
- f. Administrative Treasurer will:
- 1.) Assist the Charitable Treasurer in his or her duties and act as Charitable Treasurer as needed.
 - 2.) Oversee the receipt and collection of all monies payable to MGSC.
 - 3.) Be custodian of MGSC's financial records and accounts.
 - 4.) Cosign checks as needed and ensure all checks have two signatures.
 - 5.) Coordinate with Charitable Treasurer to make sure the required Signature card is updated at the Bank and Surety Bond is in place.
 - 6.) Report monthly the financial status of the MGSC with written copies to be given to the Board of Directors.
 - 7.) Call meetings of the Administrative Budget Committee no less than twice yearly and as needed, to propose an initial budget by May, to be approved by the

general membership no later than the final scheduled social (general membership meeting) in May.

- 8.) A mid-year review of the budget will be presented to the Board of Directors no later than February for approval following the presentation to the Executive Board.
 - 9.) Serve as Administrative Budget Committee Chairman.
 - 10.) See that the Administrative Fund, composed of membership dues, is utilized for operating expenses and for carrying out the MGSC's purposes.
 - 11.) Monitor funds raised to defray expenses under the sponsorship of the MGSC.
 - 12.) Coordinate with the President, who must submit an end-of-year financial report to 42d FSS/FSR no later than June 20th.
 13. Submit MGSC (Admin Assoc) financial documents to the accountants by June 15th. State taxes must be filed by Aug 15th and federal taxes by Oct 15th.
 - 14.) Ensure Secretary attaches financial reports to the minutes submitted to 42d FSS/FSR (quarterly).
- g. Charitable Treasurer will:
- 1.) Assist the Administrative Treasurer in her or his duties and act as Administrative Treasurer if necessary.
 - 2.) Oversee the receipt and collection of all monies payable to the Charitable Association.

- 3.) Be custodian of the Charitable Association's financial records and accounts.
- 4.) Co-sign checks as needed and ensure all checks have two signatures.
- 5.) Coordinate with the Administrative Treasurer to make sure signature card is updated at bank and Surety Bond is in place.
- 6.) Report the financial status of the Charitable Association with written copies to the Board of Directors monthly.
- 7.) Make available a charitable financial budget to the general membership twice a year. (mid-year & by May)
- 8.) Call meetings of the Charitable Budget Committee no less than twice yearly and as needed, to propose an initial budget by May, to be approved by membership by May.
- 9.) Serve as Charitable Budget Committee Chairman and attend Thrift Shop, Charitable, and Scholarship Committee meetings.
- 10.) Submit Charitable Assoc. financial documents to the accountants by May required by AFI 34-223.
- 11.) Coordinate with the President who submits a copy of the professional audit (or review) to 42d FSS/FSR.
- 12.) Ensure that taxes are filed for the MGSC Charitable Assoc., state taxes by Aug 15th and federal taxes by Oct 15th.

h. Parliamentary will:

- 1.) Advise the President, the Board of Directors, and the members on points of order and proper procedure according to the Bylaws, Constitution and Roberts Rules of Order, most current online Revised Edition. These points of order will be placed in the continuity binder; order of meeting, process of motion.
- 2.) Serve as Chairman of the Nominating Committee. Notify all members of those committees of any change in the status of candidates.
- 3.) Arrange for installation of elected officers of the Executive Council.
- 4.) Review annually and present any changes in the Constitution or Bylaws to the Board of Directors. Bylaws need to be presented to the general board and pass with two-thirds vote. The constitution needs to be presented to the general board and if passed, to the general membership. It must pass the general membership with a two-thirds vote of voting members present. After approval, distribute copies to Board members to update their books.
- 5.) Every two years prepare the Constitution and Bylaws for submission to 42 FSS/FSR. If changes are made, the Parliamentarian will submit the updated copies to the 42 FSS bi-annually.
- 6.) Count votes at all meetings of both Board of Directors and General Membership.

- 7.) Conduct any telephone/email vote deemed necessary by the President. Report results of vote to Board of Directors at the next meeting.
- 8.) Keep an expanded version of Job Descriptions, including Executive Board and Board of Directors positions in continuity binder.

ARTICLE VI- GENERAL BOARD DUTIES

Section 1: Each position on the board should update their job descriptions for their continuity binders, and actively search for a replacement by the end of the board year and if any changes, submit to social media/website for updating.

ARTICLE VI – ELECTIONS

Section 1: The officers, listed in Article V (other than the Honorary President, the Advisors, and Parliamentarian), will be elected annually from the active membership of the MGSC or interested qualifying incoming spouses before May 31. In the event there is an unopposed slate, elections will be by acclamation if there are no nominations from the floor at the General Membership meeting. The new board members will assume their duties at the May board meeting, considered the “changeover board meeting.”

Section 2: A member may not hold the same elected office or board position for more than two consecutive years or be an elected officer more than four consecutive years. Exceptions may be made and approved by the Board of Directors.

Section 3: Once elected to the Executive Board, if a spouses ' sponsor has a change in his/her military status (i.e. Retirement), the elected member may finish out his/her current term.

ARTICLE VII –STANDING CHAIR POSITIONS & COMMITTEES

Section 1: Standing Chair Positions

- a. Standing Chair Positions are appointed by the President with the consent of the Executive Board.
- b. The Standing Chair has voting privileges at Board meetings.
- c. The Chairmen are required to attend monthly Board meetings. If they are unable to attend, a representative may be substituted with prior approval of the President. Chairmen are responsible for making their representatives aware of the Board format, parliamentary courtesies, and handling motions before they attend a meeting.
- d. All Standing Chair positions will be required to maintain accurate and current descriptions of their duties for the information of their successors or substitutes. This job description should be reviewed annually by the Committee advisors or the designated Vice President.
- e. Standing Chair Positions are as listed but are not limited to the following categories. Each chair serves at the invitation and discretion of the President and Executive Board. Social directors include Membership/Reservations; Special Activities; Programs; Ways & Means; and Publicity. Charitable Directors include Charitable Committee; Scholarship

Committee; Thrift Shop Representative; and Thrift Shop Manager.

f. Each Chair is responsible to the President or designated Vice President for coordination and reports.

Section 2. The Charitable Committee will consist of an advisor, President, Thrift Shop Representative, Second Vice President, Charitable Treasurer, Charitable Chairman, Parliamentarian, and other members as deemed necessary. The Charitable Committee will meet/coordinate as necessary prior to the Board of Directors meeting to consider charitable requests, led by the Charitable Chair. Guidelines should be reviewed annually.

Section 3. The Administrative Budget Committee will consist of an advisor, President – as available, Executive Board, and Chairmen as needed. The Administrative Budget Committee, led by the Administrative Treasurer, will meet twice yearly (and as needed) to propose an initial budget to be approved in May for the upcoming year and a mid-year review of the budget will be presented to the Board of Directors no later than February for approval following the presentation to the Executive Board. Guidelines should be reviewed annually.

Section 4. The Thrift Shop Committee will consist of an advisor, President, Thrift Shop Representative, Second Vice President, Charitable Treasurer, Charitable Chair, Secretary, Parliamentarian, and Thrift Shop Manager. The Thrift Shop Committee will meet as needed to discuss Thrift Shop issues, led by the Thrift Shop Representative.

Section 5. The Constitution and Bylaws Committee

- a. The Parliamentarian will head this committee.
- b. The committee will consist of any active member, but generally includes members of the Executive Board.
- c. If the Constitution is amended, it will first be approved by the Board of Directors and then presented to the general membership for a vote. A simple majority is required for approval. If the Bylaws are amended, they will be approved by a two-thirds majority of the Board of Directors.

Section 6. Scholarship Committee

- a. The Scholarship Committee will consist of Scholarship Chair, Second Vice President, Charitable Treasurer, an advisor, and any other members as deemed appropriate by the Scholarship Chair. Any of these positions will decline participation in the Scholarship Committee if they have a dependent applying for a scholarship.
- b. The Scholarship Committee will meet as necessary (ideally beginning in October) led by the Scholarship Chair.
- c. Both the MGSC Scholarship Guidelines and the Scholarship Application will be reviewed annually.
- d. The amount/percentage of MGSC Charitable Association funds awarded in scholarships is determined by the Charitable Committee annually.

Section 7. The Nominating Committee

- a. The committee will be headed by the Parliamentarian and advised by the Advisor.

- b. The committee will consist of 3-5 members to include the Parliamentarian and advisor. Only active members will be on the nominating committee. It will identify nominees for all positions of the Executive Board, except the Parliamentarian, who is appointed. Ideally the first meeting of the committee should be in January.
- c. Members of the Nominating Committee will not be barred from becoming nominees for any office; however, upon accepting a nomination for any office, the member must resign from the committee.
- d. The Nominating Committee is responsible for the election process that begins with the recording on the official slate of all the names properly submitted for nomination and ends with the announcement of the names of the elected officers.
- e. The Nominating Committee, not sooner than 48 hours following the announcement of election results, will destroy all ballots and tabulation sheets. The count of the ballots will not be divulged.

Section 8. Meetings and Voting

- a. All board members, excluding advisors, need to submit a report, to include what they have done in their current position for the previous month.
- b. Every member will bring to the general board meeting a copy of current minutes in any form (hardcopy, phone, etc.) along with continuity binder.
- c. Continuity binder will include:

- 1.) Bylaws
 - 2.) Constitution
 - 3.) Job description- written by previous holder annually.
 - 4.) Minutes from the previous one (1) year
- d. Who cannot vote:
- 1.) Parliamentarian
 - 2.) Advisors
 - 3.) President
- e. Who cannot debate:
- 1.) Parliamentarian

ARTICLE IX – ASSETS OF THE MGSC

Section 1: Loan Closet: A Loan Closet is maintained by the MGSC. It includes dishes, serving pieces and centerpieces. An inventory, as well as policies and procedures regarding the use of these by approved person(s). The actual operations of the Loan Closet are under the 1st V.P. and whomever she/he may delegate this job to with Executive Board approval.

Section 2: Prior to the end of the Board year, the First Vice President and any board member in good standing will verify the status of all MGSC assets. At the changeover Board meeting, they will present a comprehensive report to the Board.

Article X – MAXWELL AFB THRIFT SHOP

Section 1: Management of the Thrift Shop is delegated to the Thrift Shop Committee. See Article VII, Section 4 for Thrift Shop Committee members.

Section 2: Finance

- a. All monies received from the Maxwell Thrift Shop will be used to support the educational and charitable purposes of the MGSC.
- b. Current Thrift Shop financial statements will be furnished each month to the Board of Directors.

Section 3: Salaried Positions

- a. The Thrift Shop Committee will approve hiring of salaried positions.
 - b. Terms of employment will be signed and dated for all paid positions.

Section 4: Thrift Shop Handbook

- a. Thrift Shop Policies are outlined in the Thrift Shop Handbook, which is reviewed annually, led by the Thrift Shop Representative.

ARTICLE XI – AMENDMENTS

Section 1: These Bylaws may be amended/revised by a two-thirds vote of the Board of Directors.

Section 2: These Bylaws must be reviewed every two years and updated when there is a change in the purpose of the MGSC. These Bylaws must be submitted to the 42nd FSS commander or deputy director for their approval two years from the date of adoption of the most current governing documents.

Section 3: In the event that any provision of these Bylaws will be deemed illegal or contrary to any Air Force directive, such portion will be changed administratively.

ARTICLE: XIII – ADOPTION

These Bylaws will become effective upon adoption by a two-thirds vote of the Board of Directors, subject to approval of the 42d Air Base Wing Commander. Membership will be notified by the Parliamentarian when the Bylaws are approved.

MGSC President: _____ Date:

**The Maxwell-Gunter Spouses 'Club Constitution and
Bylaws are hereby**

APPROVED

_____ Date:

Commander, 42d Mission Support Group

Maxwell-Gunter Spouses' Club
P.O. Box 9935
Montgomery, AL 36108