

Maxwell- Gunter Spouses' Club

ByLaws

(Updated April 2019)

ARTICLE I – PURPOSE

- Section 1:** These Bylaws are intended to give governance to the 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 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 vicinity.
 - 2.) Spouses living in the vicinity of Maxwell Air Force Base 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 \$45 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 personnel assigned to Maxwell Air Force Base vicinity.
- 2.) All adult relatives who are in permanent residence with the families of military members on active duty.
- 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 stating their eligibility status and pay dues of \$25 annually. New members joining after Jan 1st will pay dues of \$12.50.

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 may attend MGSC activities for a period of three months without paying dues and will fall under same rules as a guest with the exception of 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 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. Application for Membership--Requests for retired Spouses will be made through the Membership Chairman of the MGSC stating their eligibility status and pay dues of \$25 annually. Members joining after Jan 1st will pay dues of \$12.50.

Section 7: International Spouses Membership

- a. Eligibility:
 - 1.) Spouses of foreign service members, officer or enlisted, assigned to Maxwell AFB vicinity.
- b. 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 \$10 annually for spouses of International Students and \$25 annually for spouses of International Permanent Party.

Section 8: 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 with the exception of 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 9 : 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 10: 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 monthly, August –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 Roberts Rules of Order, 10th ed.
- 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.) Advisors and Parliamentarian never vote at any meeting.
 - b. The President does not have voting privileges with the exception of 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 and end of year
 - c. Thrift Shop Committee—meets monthly, directed by the Thrift Shop Liaison
 - 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—monthly, Oct-May
 - f. Nominating Committee—as required 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 \$500.00 must be approved by the MGSC general membership at the next available general membership meeting or social.
- d. Childcare expenditure will not exceed the current CDC rate and will be given only to those board members who use it for board meetings at a rate per hour until childcare amount reaches approved budget amount given for the year.
 - 1.) Childcare will not be reimbursed for monthly socials or special activities. The only exception is for those board positions that physically need to be present at the monthly social.

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) in order to maintain its tax-exempt status as a Social Club.
- c. The Charitable Association will follow Internal Revenue Code 501(c)(3) in order 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 Liaison 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). In the event that 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 Liaison, 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. The Charitable Association will pay this fee. The Administrative Association will reimburse Charitable Association its fair share 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. They 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; in-person votes or via email votes or public conference call 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/Liaison Positions

a. The President makes appointment of Chairmen/Liaisons after consulting with both Vice Presidents and the Honorary President.

b. The power of the Chairmen/Liaisons to vote on the board of Directors rests with the provisions under Article VII Section 1 (b) of MGSC Bylaws.

c. Each Chairman/Liaison 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. In the event that 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 Liaison 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 MGSC. The 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.) Submit an article for each Briefing, and approve publication of the Briefing prior to printing.

7.) Act as a liaison to the Wing Commander and 42d Force Support Squadron/FSR.

8.) 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.

9.) Maintain an accurate record of club activities.

10.) 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.

11.) 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 Assoc account, an end-of-year financial statement is due by June 20.

12.) 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.

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

14.) 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.) Be in charge of 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.
- 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.) Be responsible for renewal of the mailbox yearly in February.
 - 10.) Deliver all incoming mail to the appropriate persons.
 - 11.) Compile and maintain the Board of Director roster and send updates to all Board of Directors as necessary.
 - 12.) 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.

- 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.
- 6.) Report the financial status of the Charitable Association with written copies to the Board of Directors on a monthly basis.
- 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. Parliamentarian 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, Revised Edition. These points of order will be placed in the continuity folder; 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 other year 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 absolutely 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 folder.

ARTICLE VI- GENERAL BOARD DUTIES

Section 1: Each position on the board should update their job descriptions for their continuity folders 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 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.

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/LIAISON POSITIONS & COMMITTEES

Section 1: Standing Chair/Liaison Position

a. Standing Chair/Liaison Positions are appointed by the President with the consent of the Executive Board.

b. The Standing Chair/Liaisons have voting privileges at Board meetings.

c. The Chair/Liaisons 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/Liaisons 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/Liaison 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/Welcoming; Special Activities; Programs; Reservations; Ways & Means; Publicity; and Historian. Charitable Directors include Charitable

Committee; Scholarship Committee ; Thrift Shop Liaison; and Thrift Shop Manager. Community Directors include Newsletter; Website Admin; and Liaisons to Base Support Agencies, Air War College, Air Command and Staff College (ACSC), International Officer Spouses, and Maxwell Retired Officers' Wives Club (ROWC).

f. Each Chair/Liaison 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 Liaison, Second Vice President, Charitable Treasurer, Charitable Chairman, Parliamentarian, and other members as deemed necessary. The Charitable Committee will meet (or coordinate) monthly 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 Liaison, 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 Liaison.
- 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. To allow members of MGSC and their children to compete and receive scholarships with impartiality, an independent panel of judges is selected and names of applicants are masked during the judging process.
- d. Eligibility is open to legal dependents of members of the military community, as defined in the MGSC Scholarship Committee Policies and Procedures and/or Scholarship Application.
- e. Both the Scholarship Committee Policies and Procedures and the Scholarship Application will be reviewed annually.
- f. The amount/percentage of MGSC Charitable Association funds awarded in scholarships is determined by the Charitable Committee annually.

Section 7. The Nominating Committee

- a. This committee will be headed by the Parliamentarian and advised by the Advisor.
- b. The Nominating Committee will consist of at least one other board member.
- c. 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.
- d. This committee will be responsible for preparing and editing the profile format for publication in The Briefing.
- e. 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.
- f. 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.
- g. 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 folder.

c. Continuity folder 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

Section 9. Creation of Subcommittees

a. Each Chairman may appoint, with the approval of the Board, such subcommittees as deemed necessary for the satisfactory execution of the position. All subcommittee chairmen must be members of the MGSC in good standing.

ARTICLE IX– PUBLICATION

Section 1: A publication, called *The Briefing*, may be distributed to the members to inform them of activities.

Section 2: The President will review *The Briefing* prior to printing and, if needed, consult an advisor.

ARTICLE X – 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: The Historian will provide proper accounting of both historical and electronic documentation. This does not include the current Board's minutes.

Section 3: Prior to the end of the Board year, the First Vice President and Historian will verify the status of all MGSC assets. At the changeover Board meeting, they will present a comprehensive report to the Board.

Article XI – 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. 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 Liaison.

ARTICLE XII – 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 bi-annually 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.

President: _____ Date: _____

Morgan A Sherman, President MGSC

Maxwell-Gunter Spouses' Club

Maxwell AFB, AL 36112

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

APPROVED

ROBERT J. WAARVICK, Colonel, USAF

Date

Commander, 42d Mission Support Group