

Moody Spouses' Club (MSC) By-Laws

Revised 29 November 2011

ARTICLE I Purpose

1.1 The purpose of these By-Laws is to establish instructions for the operation and conduct of the Moody Spouses' Club (MSC), Moody AFB, Georgia, as administered by the Board of Governors (BOG).

ARTICLE II Membership

2.1 Active Member is a spouse of a reserve, guard or active duty US Armed Forces member.

2.2 Associate member includes: spouse; former spouse with valid DoD card; resident adult dependent; widow or widower of an Active Duty, Retired, MIA or POW of a US Armed Forces Member or the spouse of a Civil Service employee eligible for Moody Field Club membership. (Ref: Former Spouse Protection Act, FSPA)

2.3 Honorary Membership is a one year renewable appointment approved by the Executive Board.

2.4 Membership is voluntary; the MSC does not discriminate based on age, race, religion, color, national origin, disability, ethnic group or gender. (Ref AFI34-223 10.10)

2.5 Member in good standing is defined by the MSC as a member who has paid required dues. (Ref Article 3, 4 and Section 5.2)

ARTICLE III Membership Privileges & Restrictions

3.1 Active and Associate members shall pay dues and may hold office, attend MSC events and meetings, including 'members only' events, win prizes, support Ways & Means, file grievances and vote. (Ref Article V and XI)

3.2 Honorary members may attend MSC events and are eligible to win prizes and support Ways & Means but shall not pay dues, hold office, vote nor file grievance.

3.3 Guest, as defined by the MSC, is a person accompanying an MSC member to an event. (Ex. Visiting family or friend)

3.4 A Guest shall pay event fees and may participate in Ways & Means activities but is not eligible for Active nor Associate member privileges; guests may attend no more than two events per dues year. (Ref Section 3.1 and 4.1)

3.5 Dues Free is status given a member attending their first and only event allowed prior to payment of dues; event fee required. (Ref Section 4.1 and 5.2)

ARTICLE IV Dues

4.1 Members shall pay non-refundable dues, as indicated, September thru May (Dues Year), with prorated amount beginning in January, by cash or check within 30 days of application to the Membership Chair. (Ref Section 5.2)

4.2 Dues will be reviewed annually by the BOG and posted for member view no later than September according to the following categories:

Category 1	E1-E4 or civilian equivalent
Category 2	E5 and E6, O1 and O2 or civilian equivalent
Category 3	E7-E9, O3 and O4 or civilian equivalent
Category 4	O5 and above or civilian equivalent

4.3 Spouse of a retiree, POW, MIA, widow or widower shall pay ½ the dues of their respective category.

ARTICLE V Resignation, Termination and Grievances

5.1 Membership resignation requires written notice to the Membership Chair, effective on receipt and is eligible for reinstatement with BOG approval.

5.2 The BOG may terminate membership, in writing, for conduct bringing discredit upon the MSC, including non-payment of dues and willful violation of governance, thereby prohibiting attendance as a member or guest at MSC events or special activities.

5.3 Termination may be appealed by written grievance submitted to the Member at Large and upon BOG approval may be presented for General Membership vote at the next scheduled meeting; terminations will be sustained by 2/3 vote. (Ref Article XI)

5.4 Grievances may be submitted, in writing, to the MSC Member at Large.

ARTICLE VI Governance

6.1 The MSC will maintain compliance with its Constitution, By-Laws and Policies, Moody AFB, USAF, State and Federal regulations, to include: AFI34-223, Private Organizations (PO) Programs; AFSVA Private Organizations Guide; Internal Revenue Service Tax Code as applies to a 501(c)(3) and 501(c)(4), Non-Profit Organization; Robert’s Rules of Order, revised.

6.2 The Constitution and By-Laws Committee will conduct biennial reviews and submit to the BOG, MSC General Membership and the 23FSS Private Organizations Representative for Moody AFB Legal Office and 23FSS Commander for approval. (Ref Article XI)

6.3 Constitution and By-Laws interim amendment(s) require General Membership approval and a Memo for Record submitted to the 23FSS Private Organization Representative. (Ref Article XI)

ARTICLE VII Nominations, Elections, & Appointments

7.1 The Nominating Committee will slate qualified candidates for the Executive Board and conduct elections at the April General Membership meeting.

7.2 Nominees will accept the nomination from the Parliamentarian prior to public announcement.

7.3 Floor nominations will be accepted at the April General Membership meeting.

7.4 Appointments to the BOG are made by the President and approved by the Executive Board.

7.5 Term vacancy of Elected Officers will be filled in order of succession or by appointment of the President.

ARTICLE VIII Board of Governors (BOG)

8.1 BOG Members administer the MSC as elected officers to the Executive Board or appointed as a Chairperson (Chair) and will: accept a one year term; not exceed two consecutive terms without Executive Board Approval; attend all monthly meetings; file monthly reports; maintain continuity folders; retain membership voting rights; chair and/or engage committees as required; perform other duties as deemed necessary by the President. (Ref Section 8.4 and Section 8.5)

Section 8.2.0 Executive Board

8.2.1 The Executive Board is Honorary Adviser(s), Parliamentarian and elected officers.

8.2.2 Honorary Advisers include the 23rd Wing Commander, 23rd Wing Vice Commander, 93rd Air Ground Operations Wing (AGOW) Commander and 23rd Wing Command Chief spouses' and shall not vote nor hold office but may coordinate and advise the President and/or BOG regarding protocol, operations, financial compliance and BOG appreciation events.

8.2.3 Parliamentarian shall ensure procedural compliance with MSC governance and Robert's Rules, Revised; conduct official MSC voting; assist with protocol; Chair the Nominating Committee; Chair the Constitution and By-Laws Committee.

8.2.4 President shall: organize, schedule and preside at MSC meetings; ensure appropriate disclosure of information to the public; supervise Thrift Shop Management; ensure BOG compliance with Governance; serve as MSC Representative to the base and local community; perform and/or delegate other duties, as needed.

8.2.5 First Vice President shall facilitate and assume the duties of vacant positions of all Committees and/or Chairs designated "Operational" to include: Membership; Hospitality; Reservations; Programs; Special Activities; Ways & Means; Decorating.

8.2.6 Second Vice President shall facilitate and assume the duties of vacant positions of all Committees and/or Chairs designated “Charitable” to include: Thrift Shop Member at Large; Scholarship; Auction; Airman Cookie Drive; Charitable Committee.

8.2.7 Recording Secretary shall: maintain document archives for three fiscal years; inventory current physical property; accept and record BOG reports and/or minutes; disseminates approved minutes, as required. (Ref AFI34-223)

8.2.8 Corresponding Secretary shall receive and distribute official MSC mail and maintain the MSC post office box including authorization card updates for the President, Corresponding Secretary and Operational Treasurer.

8.2.9 Charitable Treasurer shall be responsible for deposits, payments, monthly statements, reports for the Charitable Fund account and assumes the title and duties of Welfare Chair upon dissolution of the Charitable Fund account (Ref AFI 34-223 and By-Laws Article XIV)

8.2.10 Operational Treasurer shall be responsible for deposits, payments, monthly statements and reports for the Operational Fund account. (Ref AFI34-223 and By-Laws Article XIV)

8.2.11 Member at Large acts as MSC General Membership representative to the Base Advisory Council (BAC), Integrated Delivery Systems (IDS), Community Action Information Board (CAIB) and Moody Field Club Council (MFCC).

Section 8.3 Appointed

8.3.1 Appointed Positions are filled by the President with Executive Board approval, may serve concurrently on multiple committees but will retain a single vote, may request a non-voting Co-Chair and perform other duties as needed by the President.

8.3.2 Publicity shall disseminate approved MSC information and maintain the MSC website, social media and blog contract and content. (Ref Section 8.2.3)

8.3.3 Retiree Liaison acts as MSC representative to recruit and network within the retired community including the VFW and American Legion.

8.3.4 Membership shall: register new members; maintain contact information and applications; log guest and member attendance; provide roster and nametags, as needed.

8.3.5 Hospitality provides and presents gifts to new and departing members and may arrange an MSC compassionate contribution for member in crisis with BOG approval.

8.3.6 Reservations shall collect event fees and report anticipated attendance of events to the Programs Chair and event venue representative, as needed.

8.3.7 Programs Chair shall submit to the BOG a calendar of monthly events for the year at the October board meeting; plans, organizes, executes and provides for all aspects of monthly General Membership meetings.

8.3.8 Special Activities shall organize, recruit and facilitate special activity groups for the MSC membership, as needed.

8.3.9 Thrift Shop Member at Large acts as BOG representative to the MSC Thrift Shop Volunteer Committee (TSVC) providing procedural updates, productivity reports and financial statements. (Ref AFI34-223, Thrift Shop Procedures and MSC By-Laws)

8.3.10 Welfare Chair receives, researches and facilitates, in coordination with the custodian of the MSC Charitable Fund 501(c)(4), charitable requests from the base and local community and serves as Chair of the Charitable Committee.

8.3.11 Ways and Means shall organize and conduct non-charitable fundraising to include: request of FSS approval; county licensing; monthly General Membership meetings; MSC logo inventory.

Section 8.4 Standing Committees

8.4.1 Standing Committee Chair is a voting position with or without a non-voting Co-Chair, accepting a one year term and may include: Thrift Shop Volunteer (TSVC); Ways & Means; Charitable.

8.4.2 Ex-Officio members of all Committees, except the Nominating Committee, shall be the President, First Vice President and, as available, Honorary Adviser(s).

8.4.3 Thrift Shop Volunteer Committee members, including the President as Chair, Thrift Shop Member at Large and Thrift Shop Volunteers shall serve as administration of the MSC Thrift Shop to establish and ensure compliance of Thrift Shop Policy.

8.4.4 Ways & Means Committee members, including Ways & Means as Chair and up to two members of the General Membership and, as available, Operational Treasurer shall facilitate non-charitable fundraising. (Ref Article XIV)

8.4.5 Charitable Committee members, including Welfare Chairperson as Chair, Second Vice President, up to two members of the General Membership and as available, Charitable Treasurer shall facilitate charitable requests to the MSC.

Section 8.5 Special Committees

8.5.1 Special Committee Chair is a non-voting position and will convene for a specific project within a definite time period and may include: Scholarship; Auction; Airmen Cookie Drive; Constitution and By-Laws; Budget; Decorating.

8.5.2 Ex-Officio members of all Committees, except the Nominating Committee, shall be the President, First Vice President and, as available, Honorary Adviser(s).

8.5.3 Scholarship Committee members, including Chairperson, Second Vice President, up to three members of the General Membership and Charitable Treasurer/ Welfare Chair will: manage; market; recruit and establish criteria for judges; set quantity and amount of awards; verify delivery and/or presentation of scholarship awards for military dependents.

8.5.4 Auction Committee members including Chairperson, Second Vice President, up to four members of the General Membership and Charitable Treasurer/ Welfare Chair shall organize and facilitate the MSC fundraising auction, as needed.

8.5.5 Airman Cookie Drive members including Chairperson, Second Vice President, up to four members of the General Membership and, Charitable Treasurer/Welfare Chair will obtain inclusion on the 23rd Wing calendar, solicit contributions, establish collection process and coordinate distribution of cookies to Moody AFB Airmen residing in the dorms or single Airmen at duty stations.

8.5.6 Constitution and By-Laws Committee members including Parliamentarian as Chair, up to two members of the BOG and up to one member of the General Membership shall conduct biennial review and/ or, as needed, revisions of the MSC Constitution and By-Laws.

8.5.7 Decorating Committee members including Chairperson, Programs Chair and up to one member of the General Membership shall convene, as needed, to assist the Moody Field Club in Holiday and/or Special Occasion decorating.

8.5.8 Nominating Committee members including Parliamentarian as Chair, Membership Chair and up to three members of the General Membership shall begin in January to slate qualified nominees for the April Officer Elections.

8.5.9 Budget Committee members, including Operational Treasurer and Charitable Treasurer/ Welfare Chair as Co-Chairs and up to two members of the General Membership will convene in May to create an annual budget for the Charitable and Operational accounts and obtain General Membership simple majority vote prior to October. (Ref Article XIV and AFI 34-223)

8.5.10 Removal of a BOG member requires Executive Board approval and written notification to the 23 FSS CC and may occur as a result of, but not limited to: failure to discharge duties of office; illegal activity; misuse of MSC funds; more than three unexcused absences from monthly BOG meeting.

ARTICLE IX Meetings

9.1 MSC General Membership meetings will be held monthly, August through May and/or by request of 30% of the General Membership and may be canceled by the President due to extenuating circumstances.

9.2 BOG meeting attendance by a general member, other than those holding a BOG position, guest, speaker and/or additions of agenda item(s) require written request submitted to the President not less than 72 hours prior to the meeting.

9.3 The President may ensure confidentiality by designating a meeting as *Executive Session*, thereby prohibiting any disclosure of subject matter, discussion and/or statement(s) to anyone other than attendees. (Ref Section 10.3)

9.4 The President, with BOG approval, may designate an MSC General Membership meeting as *Members Only*, thereby prohibiting guest attendance. (Ref Section 3.3)

9.5 Attendance at BOG and General Membership meetings is required of BOG members and will not exceed three unexcused absences.

ARTICLE X Minutes

10.1 Minutes from MSC meetings will be approved by the BOG, endorsed by the President, archived by the Recording Secretary and sent to the 23FSS CC, as requested or required. (Ref AFSVS Guide)

10.2 Minutes will be taken at all meetings and may be voiced recorded to ensure accuracy and will reflect the attendees actions, according to Robert's Rules, revised, current edition. (Ref Robert's Rules, Revised, Article 10)

10.3 Executive Session minutes will be kept separate from other MSC minutes and will not be available for review except by the meeting attendees. (Roberts Rules, Revised, Article 10)

10.4 Approved minutes, excluding attachments, will be available for members upon request.

ARTICLE XI Voting

11.1 Active and Associate members may vote, immediately upon payment of dues, except a 30 day tenure is required for Election of Officers.

11.2 The Parliamentarian shall conduct and certify results of MSC voting by: viva voce; consent; ballot; proxy; email; phone.

11.3 Election ballots will be kept confidential and destroyed within 72 hours of count.

11.4 Committee Co-Chairs and Special Committee Chairs are not eligible for BOG vote.

11.5 The President shall not vote as a member of the BOG except to break a tie but shall retain voting privileges as a General Member, provided a vote is cast privately, to the Parliamentarian prior to full vote.

11.6 The Parliamentarian shall not vote as a member of the BOG but shall retain voting privileges as a General Member, provided vote is cast by sealed ballot prior to full vote.

11.7 Absentee ballots for Election of Officers must be received by the Parliamentarian prior to published election start time and include members signature.

11.8 Motions put to vote before the General Membership will have prior approval of the BOG, published for view by at least 75% of current members not less than 10 days prior to vote and a quorum of 30% of eligible voters.

11.9 Motions put to vote before the BOG will be placed on the agenda by the President and require a quorum of 2/3 eligible voters.

11.10 BOG and General Membership voting is determined by simple majority of 51% except for the following proposals requiring 2/3 consent: Constitution and By-Laws amendments; Grievance; Election of Officers; single non-budgeted expense over \$300.00; BOG member removal; Termination of Membership; Dissolution.

ARTICLE XII Thrift Shop

12.1 The MSC Thrift Shop is organized under 501(c)(3) of the IRS and provides eligible personnel the opportunity to buy and/or sell used property with proceeds benefiting MSC charitable endeavors.

12.2 A Thrift Shop volunteer will be an Active, Associate or Honorary MSC member and comply with MSC governance including Thrift Shop Policies and Procedures. (Ref Article II and III)

12.3 The Thrift Shop Volunteer Committee (TSVC) will establish, update and ensure compliance with Thrift Shop Policies and Procedures as approved by the BOG.

12.4 Thrift Shop Management (Manager, Assistant Manager and Bookkeeper) is under the supervision of the MSC President and will be a paid one year contract; management contract includes a 90 day Probationary Period, 6 month review(s), employment requirements and BOG approved wages.

12.5 Management vacancies will be posted on the MSC website and at General Membership meetings with preference given to qualified MSC members, in good standing. (Ref Article I & II)

12.6 The BOG may request additional duties of current Thrift Shop staff, with appropriate compensation or make a pro tem appointment until a vacancy is filled.

12.7 Should a vacancy occur during the 90-day Probationary period, for any reason, the MSC may select from previous applicants or re-open the position.

12.8 Thrift Shop Management will meet minimum qualifications as listed in the employment contract, completion of background check and signed employment contract.

ARTICLE XIII Insurance

13.1 Unless waived by the 23rd Wing Commander, the MSC will carry liability insurance for personal injury and/or property damage and will at minimum cover high risk events. (Ref AFI34-223)

13.2 MSC Thrift Shop shall carry insurance coverage on MSC property, monies and securities and public liability, as needed or required. (Ref AFI34-223)

13.3 MSC employees and volunteers shall not be held personally liable for loss and/or damaged items nor injury of customers while on Thrift Shop premises.

ARTICLE XIV Finance

14.1 The MSC Operational Fund account and Charitable Fund account will comply with IRS regulations as applied to a 501(c)(3) and 501(c)(4), Non Profit Organization and AFI 34-223, Private Organization Guide.

14.2 The MSC Operational Fund account includes proceeds from membership dues, Ways & Means and designated donations.

14.3 The MSC Charitable Fund 501(c)(4) account includes proceeds from charitable fundraising activities and designated donations and up will be dissolved upon zero balance.

14.4 The Thrift Shop profits support MSC charitable donations including community welfare requests and scholarships for local military dependents.

14.5 The TSVC will determine monthly amount(s) deposited in the Thrift Shop savings account to cover expenses which ensure competitive Thrift Shop operations. (Ex. fixtures, computers, programs, taxes, insurance etc...)

14.6 MSC funds will be deposited into the appropriate account within 48 hours of receipt.

14.7 The Operational Treasurer, Charitable Treasurer/ Welfare Chair and Thrift Shop Bookkeeper will submit required reports to Resource Management Flight Chief (RMFC) within 20 days of fiscal year end to include: end of term balance sheet; Income & Expense; Profit & Loss; verification of review by an accountant or audit by a CPA in accordance with AFI 34-223 Sections 10.7.7 through 10.7.6.5.

14.8 Fundraising will be: approved by the 23 FSS CC; not exceed two per quarter; not compete and/or occur with other base agencies, including AAFES, Non-Appropriated Funds (NAF), Air Force Assistance Fund drive (AFAF) and Combined Federal Campaign (CFC); use uncompensated FSS resources. (AFI 34-223)

14.9 The MSC is not an official base organization or USAF representative and will clearly indicate to donors prior to solicitation and/or receipt of donations. (AFI34-223)

14.10 The MSC will comply with IRS exemption requirements applied to a 501(c)(3) and 501(c)(4) to include IRS Publication 557, Chapter 3, IRS form 1023 and 1024 and Department of the Treasury INFO 2003-0014.

14.11 Direct or indirect participation or intervention in, any political campaign on behalf of (or in opposition to) any candidate for elective public office, contributions to political campaign funds or public statements of position (verbal or written) made on behalf of the MSC in favor of or in opposition to any candidate for public office is prohibited (Ref IRS Publication 557)

14.12 The MSC will pay bonding for: President; First Vice President; Second Vice President; Operational Treasurer and volunteers handling cash.

14.13 MSC Check Co-Signers include: President; First Vice President; Second Vice President; Operational Treasurer; Charitable Treasurer until dissolution of Charitable Fund account.

14.14 Thrift Shop checks require two signatures; authorized check signers include Thrift Shop Management, President and designated Adviser(s)

14.15 Thrift Shop Management payroll checks will be signed by a CPA/Accountant or issued by direct deposit.

14.16 Gifts to MSC Membership are permitted, as funds allow, to include, General Membership Hail and Farewell and in appreciation to the BOG, President and Honorary Advisers.

14.17 Budgeted Expense reimbursement requires completed expense form and valid receipt(s) submitted to the Treasurer for approval and payment.

14.18

Non-Budgeted Expense preapproval required as indicated:

Single item expense up to \$149.99	Approval of Executive Board
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Single item expense \$150.00 to \$299.99	Approval of Board Of Governors
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Single item expense \$300.00 or more	Approval of General Membership
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14.19 The MSC President may incur expense(s) up to \$50.00 for emergency purposes without Executive Board Approval.

14.20 The Thrift Shop will keep account balances and cash on hand, as necessary, for operations according to the MSC Thrift Shop Policies and Procedures Manual.

14.21 The MSC may pay for CPA and/or Accountant services for completion of annual financial reviews, audits, sign Thrift Shop Management payroll checks and prepare IRS returns, as required.

14.22 The MSC Thrift Shop Bookkeeper shall ensure accurate and on-time tax filings as required to include: Employers Quarterly; Monthly Sales; Payroll Withholding; IRS 990 for 501(c)(3); 990N for 501(c)(4) as necessary. (IRS 990 and 990N filings are automatically forwarded to the state fulfilling all requirements) (Ref IRS)

ARTICLE XV Standing Rules

15.1 Childcare may be reimbursed for BOG meeting attendees and Thrift Shop volunteers as determined by the Executive Board prior to the September General Membership Meeting.

15.2 The following disclaimer will attach all MSC correspondence "The MSC is a private organization. It is not a part of the Department of Defense or any of its components and it has no governmental status." (Ref AFI34-223 Section 10.1)

15.3 MSC Property may be loaned to members with Executive Board approval and payment of a refundable \$30.00 deposit; damage to MSC property will be paid by the member and/or deposit forfeit.

15.4 Direct or indirect sale and/or distribution of member information is prohibited.

15.5 The MSC website is intended to recruit and inform; website posting of member business advertisement and/or sales is prohibited.

15.6 The MSC will not sell or serve alcoholic beverages. (Ref AFI 34-223 Section 10.10)

15.7 The MSC prohibits hazing and/or harassment. (Ref AFI 34-223 Section 10.3)

15.8 MSC use of USAF insignia is prohibited (Ref AFI 34-223 Section 10.1.1)

ARTICLE XVI Dissolution

16.1 Dissolution and dispensation of assets require: General Membership approval; written notice to the 23FSS; payment of all debits from the Operational account; donation of historical items to the 23rd Wing Historian; dispensation of charitable funds to another charitable organization or final MSC function. (Ref AFI 34-223)

16.2 In accordance with AFI34-223, all members are hereby advised that financial liability incurred by the MSC may ultimately result in individual personal financial liability if the assets fail to discharge all liabilities. (Ref AFI 34-223)

Revised 29 November 2011
Casey J. Gallegos, Parliamentarian
Julie Thompson, Adviser
Brooke Short, Adviser
Jacqueline Winchell, 1st Vice
Rachael Conner, Member At Large
Board Of Governors Approval 30 November 2011
General Membership Approved _____
Submitted to FSS for Approval _____
Approved by FSS _____