



CONSTITUTION
MILITARY AND CIVILIAN SPOUSES' CLUB
of Fort Irwin, California
May 2017

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**ARTICLE I
NAME AND AUTHORITY**

Section 1. The name of this organization shall be the Military and Civilian Spouses' Club of Fort Irwin, hereinafter referred to as the MCSC. This shall be a private organization under the provision of AR 210-22 (Private Organizations on the Department of the Army Installations, Effective November 2001) and shall operate on the Fort Irwin Military Reservation, with the requirements and conditions of all Army regulations. The MCSC is not an instrumentality of the U.S. Government.

Section 2. The installation commander of Fort Irwin may revoke the Military & Civilian Spouses' Club's permission to operate at any time.

**ARTICLE II
PURPOSE**

Section 1. The purpose of this organization shall be to promote opportunities for social, cultural, educational and creative pursuits and to support worthwhile service and community projects. This organization does not contemplate pecuniary gain or profit to the members thereof and is organized for non-profit purposes. This organization is organized for charitable purposes under section 501(c)(3) of the International Revenue Code, or corresponding section of any future federal tax code.

Section 2. The MCSC fully supports the United States Army's and Fort Irwin's policies on equal opportunity and will not discriminate on the basis of race, color, religion, national origin, sexual orientation or gender; nor will it support or associate with persons or organizations which do. No activities conducted by the MCSC will seek to deprive individuals of their civil rights or prejudice or discredit the military services or any other agency or official of the United States Government. The MCSC will neither propagate extremist activities nor advocate violence against others or the violent overthrow of the Government.

**ARTICLE III
ACTIVITIES**

Section 1. The activities of the MCSC may include, but are not limited to the following: luncheons, coffees, dances, tours, opportunity drawings, art auctions, community programs, charitable events, Ways and Means, the Fort Irwin, California Thrift Store (hereinafter referred to as the FICA Thrift Store) and other fundraising events subject to the guidelines set by AR 210-22.

Section 2. The primary purpose of the FICA Thrift Store shall be to operate as a resale facility with the express purpose of generating funds for the MCSC Welfare Fund. All net funds raised will be used to provide financial assistance to either educational scholarships or community based welfare requests and will include events organized for the benefit of the Fort Irwin Community.

Section 3. The primary purpose of Ways and Means is to provide a service to the Fort Irwin community by providing the members of the community a way to conveniently purchase gifts and other merchandise at a reasonable price. Any net profits made by Ways and Means are deposited in the Operating Fund as described in Article IX, Section 1 of this constitution. Ways and Means oversees the operation of the MCSC Gift Shop, staffed by volunteers, and located in the NTC and 11th Armored Cavalry Regiment Museum in accordance with a Memorandum of Understanding with the museum and with Garrison Commander permission to occupy museum space in accordance with AR 870-20, paragraph 3-11.b.

ARTICLE IV
OFFICERS and GOVERNING BODY

Section 1. Nomination procedure, election procedures and duties are outlined in Articles III, IV and V of the MCSC by-laws.

Section 2. Elected Officers of MCSC shall be the President, First Vice President, Second Vice President, Secretary, Treasurer and FICA Thrift Store Operations Officer. Elected Officers serve for one year commencing upon their installation at the May General Membership meeting.

Section 3. Senior Advisors of MCSC shall be the spouse of the National Training Center Commanding General, or his or her designee, or a designee of the Commanding General; as well as the spouse of the National Training Center Command Sergeant Major, or his or her designee, or a designee of the Command Sergeant Major. Additional Advisors shall be appointed by the MCSC Senior Advisors, if needed.

Section 4. Executive Board of MCSC consists of the Senior Advisors, Elected Officers and the Parliamentarian. The Executive Board has the authority to decide on matters including, but not limited to, dissolution of MCSC, litigation involving the club, insurance coverage and financial issues. Only current MCSC members in good standing are eligible to be elected/selected for a position on the Executive Board. Executive Board members cannot be paid employees of the FICA Thrift Store. The President, Advisors and Parliamentarian are non-voting members.

Section 5. Appointed Chairs of the MCSC will consist of those positions specified in the MCSC by-laws and any additional committees as deemed necessary by the President. Appointed Chairs serve for a term of one year commencing upon their appointment by the President and ending with the installation of the newly elected officers. The President can appoint co-chairs as needed; however, co-chairs will share one vote in governing matters.

Section 6. Governing Board of the MCSC shall consist of the Senior Advisors, Elected Officers, Parliamentarian and the Appointed Chairs. The powers of administration, management and regular operation of MCSC shall be vested with the Governing Board. Elected Officers and Appointed Chairs shall have one vote at board meetings. The President votes only to break a tie.

ARTICLE V
ELECTION OF OFFICERS

Section 1. The Nominating Committee shall meet no later than the end of February to compile the slate of elected officers. The Nominating Committee will include the Parliamentarian or Senior Advisor as Chairperson, any Advisor and three (3) general members in good standing.

Section 2. At the March General Membership Meeting, the Parliamentarian or Senior Advisor shall announce the slate of elected officers which shall include one or more nominee for each Elected Office. The meeting shall then be opened to nominations from the floor. No nominations shall be accepted unless seconded and unless prior permission has been obtained from the person nominated.

Section 3. At close of nominations at the March membership meeting the slate of elected candidates will be closed. If an elected position remains unfilled, the incoming President, with approval of the incoming Executive Board, will appoint a member in good standing to fill vacant position. This appointment will be assumed immediately and will be presented to the General Membership at the next scheduled meeting (luncheon).

Section 4. If the office of President does not receive an application or a nomination from the floor, a nominee will be selected by the Executive Board, approved by the Governing Board, and elected by the general membership.

Section 5. At the April General Membership Meeting, the election shall be by secret ballot. The candidate for an office with the majority votes cast for that office shall be elected. If there is only one nomination for each office, the election may be by acclamation. All active MCSC members in good standing have the right to vote, including all Governing Board members.

Section 6. The Elected Officers shall be installed at the May General Membership Meeting. Each officer shall serve one year commencing with his or her installation.

ARTICLE VI UNSCHEDULED CHANGES OF OFFICERS

Section 1. Governing Board members have the right to resign at any time throughout the MCSC year and are presumed to have resigned upon their permanent departure from the Fort Irwin area.

Section 2. A Governing Board member can be asked to resign upon continued failure of his or her duties as described in Articles III and V of the MCSC by-laws.

Section 3. Before any Governing Board member can be asked to resign, the Executive Board must meet and vote on the matter. If the Executive Board agrees a resignation is in the best interest of the club, then the President shall call for the resignation of said Governing Board member.

Section 4. In the event an elected office becomes vacant, the President, with the approval of the Executive Board, will appoint an active member in good standing to fill the vacant position. This appointment will be assumed immediately and will be presented to the General Membership at the next scheduled meeting (luncheon).

Section 5. If the office of President is vacated at any time, the First Vice President will fill this position. In the event the First Vice President is unable to fill the position or declines, a nominee will be selected by the Executive Board, approved by the Governing Board, and elected by the general membership.

ARTICLE VII MEMBERSHIP

Section 1. Membership discrimination based on race, color, gender, religion, age, disability, sexual orientation or national origin will not be permitted. The use of male or female pronouns in this document is a matter of convenience and in no way implies any intent to discriminate.

Section 2. The membership in the MCSC shall be voluntary and shall consist of Active, Honorary and Special Membership.

- a. Active Members shall be spouses of active duty members of all military branches of the Armed Forces of the United States and/or equivalent assigned to or residing near Fort Irwin, California; active duty members of the Armed Forces of the United States and/or equivalent assigned to or residing near Fort Irwin, California; federal civilian employees of the Armed Forces of the United States assigned to or residing near Fort Irwin, California; and spouses of federal civilian employees of the Armed Forces of the United States assigned to or residing near Fort Irwin, California.
- b. Honorary Members shall not pay dues but shall have all the privileges of membership except voting or holding Elective Office or other Appointed Board positions. An invitation to become Honorary Members of the MCSC may be extended for the period of one year. For examples, a distinguished member of the military or civilian community may be invited to participate with the MCSC as an Honorary Member.
- c. Special Members shall be those persons who seek membership in the MCSC but do not fall into any of the above categories, and they may check the Special Member's box on their application. Special members shall pay dues and shall have all the privileges of membership except voting or holding Elected Office or other Appointed Board positions. Examples include, but are not limited to, members of the household 18 and over, professional community members, spouses of retired or deceased military personnel and retired military members.

Section 3. A General Member is an Active Member in good standing who is not part of the Governing Board. This membership shall have all rights and privileges of this organization including voting, holding office and/or appointed positions and participating in all MCSC sponsored activities.

- a. An Active Member in good standing is as follows
 1. Remitted payment of annual dues.
 2. Pays for any and all reservations made for an MCSC event.
 3. Member is responsible for MCSC event fees for their guest if he or she does not give proper notification to the reservation chair.
 4. The Member has until the following MCSC luncheon to remit payment for any missed luncheon to remain in good standing.
- b. A Member not in good standing, as defined in Article VII, Section 3, Paragraph A, will not have any rights or privileges including voting, holding office and/or appointed position and participating in any MCSC sponsored activities.
- c. A member not in good standing who has satisfied requirements of Article VII, Section 3, Paragraph A, will be restored to an Active Member in good standing and entitled to all benefits thereof.

Section 4. The MCSC will advertise and solicit membership by hosting a “Super Sign-Up” or similar event at the beginning of the membership year, and throughout the year through distribution of flyers and/or other communication to all eligible individuals, agencies and organizations associated with Fort Irwin. Membership in the MCSC will not be discussed in non-MCSC official business meetings, and the MCSC Membership Chair and/or Treasurer will strictly maintain lists of members and non-members. Under no circumstances will such lists be posted in any public forum.

Section 5. The MCSC constitution and by-laws are available on the MCSC website. Upon request, a member can receive a hard copy.

ARTICLE VIII MEETINGS and QUORUM

Section 1. The General Membership meetings, to include luncheons and social events, shall be held once a month from August through May. Any of the above-mentioned meetings may be changed, canceled or combined when deemed advisable by the Executive Board. Other business meetings may be called at the discretion of the President. Organizational business that requires action by the members may be conducted at any of these meetings.

Section 2. The Executive Board and Governing Board shall meet monthly unless otherwise announced by the President.

Section 3. A quorum, whether at regular or special meetings, for the Governing Board shall be two-thirds of the voting board.

Section 4. The voting body for General Membership business shall be defined as all voting members present.

Section 5. Except as stated otherwise in the MCSC constitution and by-laws, all meetings will be conducted according to the then current Robert’s Rules of Order (Revised Edition). The President will have the final authority to decide points of order.

ARTICLE IX METHOD and FINANCE

Section 1. The funds of the organization shall be derived from annual membership dues, activities, Ways and Means and the net income (gross sales minus reserve and operating expenses) of the FICA Thrift Store, as approved by the Governing Board. Funds will be maintained in two approved community checking accounts: Operating Fund and Welfare Fund. The Operating Fund is derived from annual dues, designated activities and Ways and Means.

- a. The Welfare Fund is derived from the FICA Thrift Store net income (gross sales minus reserve and operating expenses) and designated activities.
- b. Not less than fifty percent (50) of monies from community fundraising events (minus expenses) shall go to the Welfare Fund. The remaining funds shall go to the Operating Fund.

Section 2. A FICA Thrift Store account shall be a third separate account and shall be maintained by the FICA Thrift Store Operations Officer.

- a. The FICA Thrift Store net income (gross sales minus reserve and operating expenses) will be submitted in the form of a quarterly check at scheduled monthly board meetings.
- b. All net income from the FICA Thrift Store shall go directly to the MCSC Welfare Fund.

Section 3. Books of the Treasurer, FICA Thrift Store Operations Officer and Ways and Means are open to the MCSC Executive Board for inspection at all times.

Section 4. MCSC Expenditures

- a. The Governing Board must authorize any single expenditure from the Operating fund which was not included in the annual budget.
- b. Either the President or the Treasurer may sign any check up to \$750. The Treasurer and either the President or the First Vice President must sign checks in excess of \$750.
- c. The Governing Board may vote to reallocate budgeted Operating funds as needed.
- d. Transfer of funds from one account to another will be done only with the approval of the Executive Board.
- e. If the president so chooses, she/he may acquire a debit card for the Operating Account. This allows for large purchases to be made without having someone come out of pocket. The President will be the only name on the debit card and will still turn in all receipts and vouchers.
- f. MCSC will reimburse the Army for utility expenses when it is deemed necessary IAW AR 210-22.

Section 5. FICA Thrift Store Expenditures

- a. Two signatures are required for all checks from the FICA Thrift Store account. The President, First Vice President and the FICA Thrift Store Operations Officer are authorized to sign checks from the account.
- b. The Executive Board and FICA Thrift Store Manager must authorize any single expenditure from the FICA Thrift Store account which was not included in the annual budget.
- c. The Executive Board may vote to reallocate budgeted funds as needed.

Section 6. MCSC Gift Shop Expenditures

- a. Gift shop budget shall be determined by budget committee.
- b. Ways and Mean (Gift Shop) Chair will submit in inventory request to the President one week prior to the Executive Board meeting each month. The request should clearly identify items request with images, cost, shipping cost, and proposed retail price.
- c. Executive Board will compare the Inventory Request with the inventory budget and approve purchase of items.

- d. Within three business days of the Executive Board meeting, the President will provide the Ways and Means Chair an approved purchase order via email. The Ways and Means Chair will then place the order for the approved inventory items.
- e. Gift Shop fiscal year runs 1 June to 31 May.

ARTICLE X AMENDMENTS and ADOPTION

Section 1. Constitution amendment. The amendment must be voted on by the Governing Board and approved by a two-thirds majority. It must then receive a majority vote of the Active members present and voting in a duly constituted regular or special meeting of the General Membership. Members must have been notified of the meeting and of the proposed amendment at least one week in advance.

Section 2. By-laws amendment. The amendment must be voted on by the Governing Board and approved by a two-thirds majority of the voting members present at any regular or special meeting of the Governing Board, provided all members of the Governing Board have been notified of the meeting and of the proposed amendment at least one week in advance.

Section 3. Adoption. The constitution and by-laws, and any amendments, will be adopted upon approval by the Approving Authority (Commander, U.S. Army Garrison, Fort Irwin, California).

ARTICLE XI REVISION AND RENEWAL

Section 1. The constitution and accompanying by-laws can be reviewed as needed, but must be reviewed at least every odd year by a special committee appointed by the Parliamentarian, followed by presentation to the Governing Board and then General Membership.

Section 2. The MCSC shall submit a revalidation request every two (2) years through the Approving Authority. The request shall be forwarded one hundred twenty (120) days prior to its expiration. Accompanying the request must be the original copy of the reviewed and/or revised constitution and by-laws, duly signed and dated, a current list of the Governing Board with email addresses and phone numbers, proof of all required insurances, the FICA Thrift Store realty license, and any other documents required by the Approving Authority.

ARTICLE XII GOVERNMENT AND RECORDS

Section 1. An historical file consisting of the following records will be printed and maintained by the Parliamentarian. These items shall be housed at the FICA Thrift Store.

- a. The most current original letter of approval to operate on the installation.
- b. The most current copy of the constitution.
- c. The most current copy of the by-laws.
- d. The most current record of approval of the constitution and by-laws.
- e. Current inventory of physical and financial assets.
- f. A copy of current applicable Army regulations.
- g. A copy of all club insurance policies.
- h. A copy of the FICA Thrift Store realty license.
- i. After Action Reports necessary for the proper operation of the organization by successors.

Section 2. All non-financial historical records of the MCSC will be completed at the end of the MCSC fiscal year, held for four (4) years and then be destroyed. These items will be housed at the FICA Thrift Store.

Section 3. The Treasurer shall maintain all applicable financial records for her board year. At the end of the MCSC fiscal year, all financial records will be completed and held for seven (7) years and then be destroyed. These items shall be housed at the FICA Thrift Store.

Section 4. The FICA Thrift Store Operations Officer shall maintain all applicable financial records and employee records for the current year. At the end of the FICA Thrift Store fiscal year (January 1 thru December 31), all financial and employee records will be completed and held for seven years (7) and then be destroyed. These items shall be housed at the FICA Thrift Store in a locked filing cabinet.

ARTICLE XIII INSURANCE

Section 1. Fidelity bonding and liability insurance will be maintained by the MCSC in a sufficient amount to cover the club's assets and liabilities IAW AR 210-22.

Section 2. The United States government, Fort Irwin, and the Department of the Army will not have any liability for any debt or action of the Military & Civilian Spouses' Club.

Section 3. All federal, California, and jurisdictional laws will be met.

Section 4. The United States Government, Fort Irwin, and the Department of the Army will not be liable for MCSC members' personal liability or claims against MCSC.

ARTICLE XIV DISSOLUTION

Upon dissolution of the MCSC by an affirmative vote of a majority of the General Membership present, without any provision to meet again in the future, the funds in the treasury at the time will be used to meet the outstanding debts, liabilities and obligations. The balance will be disposed of as determined by the membership at that meeting. If upon dissolution the assets of the MCSC are insufficient to discharge such debts and liabilities, all members shall be personally held liable for such debts and liabilities. All state and jurisdictional laws will be met at dissolution.

This Constitution was ratified by the MCSC General Membership at a general membership meeting held on April 13, 2017.

In witness whereof the following officers affix their signatures:

President Shannon Simpson Date 4-13-2017
Shannon Simpson

Secretary Sarah Barnes Date 4-13-2017
Sarah Barnes

Parliamentarian Megan Nelson Date 4-13-2017
Megan Nelson