

Constitution of the Spouses' Club of the Fort Sam Houston Area Charitable Organization

Article I

Name and Purpose

Section 1. The name of the non-profit organization is Spouses' Club of the Fort Sam Houston Area Charitable Organization (SCFSHA-CO). It is not a part of the Department of Defense or any of its components and it has no governmental status.

Section 2. The SCFSHA-CO is a private non-profit corporation organized under the laws of the State of Texas and organized exclusively for charitable and educational purposes within the meaning of Internal Revenue Code (I.R.C.) §501(c)(3). It engages in philanthropic and civic projects that raise funds for scholarships and community grants which are distributed to eligible candidates in the military and civilian communities that support military members and their families. Funds collected by SCFSHA-CO shall be used for its operation and for other uses consistent with these purposes.

Article II

General Provisions

Section 1. This non-profit organization is affiliated with the Spouses' Club of the Fort Sam Houston Area (SCFSHA), a §501(c)(7) social club. The majority of Directors shall be selected from SCFSHA or Joint Base San Antonio (JBSA) military community, whenever possible.

Section 2. This private organization shall operate on JBSA, Fort Sam Houston, Texas pursuant to the provisions of AFI 34-223 and in accordance with all applicable civil and military laws and regulations. The organization shall be self-sustaining and operate only with the consent of the installation commander. Operation is also contingent on compliance with the requirements and conditions of all applicable United States Air Force (USAF) regulations.

Section 3. The SCFSHA-CO shall be governed by its Constitution and Bylaws. The SCFSHA-CO may also institute standing rules that supplement and clarify the Bylaws. Should there be a conflict between the SCFSHA-CO Constitution and any Bylaws or standing rules, the Constitution shall govern.

Section 4. The SCFSHA-CO shall not sponsor, support, or participate in any activity or with any organization that engages in discriminatory practices.

Section 5. The SCFSHA-CO shall not prejudice or discredit the United States Government or conflict with governmental activities.

Section 6. The SCFSHA-CO is a private organization and not an instrument of the United States. Its members act exclusively outside the scope of any official capacity as servicemen, employees, or agents of the Federal Government. It shall be completely self-sustaining and may not receive financial assistance from either the Air Force or non-appropriated funds (NAF).

Section 7. The SCFSHA-CO shall operate on a calendar year beginning 1 June of the current year to 31 May of the following year.

Article III

Governing Body

Section 1. General Board. The Board shall consist of not more than fifteen (15) and not less than three (3) Directors. The majority of Directors shall be selected from the SCFSHA or JBSA military community, whenever possible.

Section 2. Officers. The SCFSHA-CO shall consist of President, Vice President, Recording Secretary, Treasurer, Scholarship Chair, Community Grants Chair and a Thrift Shop Representative. The duties of the officers are outlined in the private organization's by-laws.

Section 3. Advisors. Invitations to serve as Advisors shall be extended to spouses of General Officers and their Command Sergeants Major (Active Duty, Reserve or Retired), who are currently residing in the greater San Antonio area, whenever possible. The Thrift Shop Manager, Bookkeeper and SCFSHA President shall be invited to serve on the board as ex-officio members without voting privileges. Other advisors may be appointed as needed.

Section 4. Resignation and Termination. Any member of the SCFSHA-CO causing hardship, conflict, or in case of a board member failing to attend three (3) board meetings, may be asked to resign by the President. A written notification from the Board shall serve as a termination for the member.

Article IV

Meetings, Quorums, and Elections

Section 1. Meetings.

- a. The Annual meeting of the Board shall be held after the beginning of the fiscal year (the first day available in the month of June), for the purpose of reviewing and approving budget, creating a calendar and other business as may come before the meeting.
- b. The Board shall meet at least 3 to 4 times per year.
- c. Special meetings may be called by the President or at the request of a majority of Board Members, as needed.

Section 2. Quorums. A quorum shall consist of a majority of the Board. All manner of acting must abide by the current Bylaws and Robert's Rules of Order, Newly Revised Edition (RRO).

Section 3. Elections. To ensure our affiliation requirements are met, the majority of the SCFSHA-CO Board Members shall be recruited from the SCFSHA and/or the JBSA military community, whenever possible.

- a. Election of Directors shall be held annually at a business meeting of the SCFSHA-CO prior to the end of the fiscal year. Directors shall be elected to serve for two (2) years or until their respective successors shall have been duly elected and may have consecutive and/or staggered terms.
- b. Officers shall be elected at the Annual meeting of the Board. Officers shall hold office for one year and may be re-elected to a consecutive term.

Article V

Adoption and Amendments

Section 1. Robert's Rules of Order, Newly Revised Edition, shall be the parliamentary authority for all matters of procedure not specifically covered by the SCFSHA-CO Constitution and ByLaws.

Section 2. Bylaws and/or standing rules may be amended at any regular or special meeting by majority vote of the Board.

Sections 3. Approval of amendments and adoption of the Constitution are subject to the final review by the Installation Commander, JBSA or if the authority has been delegated, by the 502d Force Support Group Commander (502 FSG/CC) through 502 FSS/CL.

Article VI

Method of Financing

The SCFSHA-CO shall be financed primarily through the Thrift Shop of Fort Sam Houston (TS) and other fundraising activities. Funds collected by SCFSHA-CO shall be used for its operation and for other uses consistent with these purposes. All on-installation fundraisers must be submitted to the JBSA Private Organization Coordinator. The 502d Force Support Squadron Director (502 FSS/CL) is the approval authority for on-installation fundraisers. The SCFSHA-CO shall maintain separate accounting records for the SCFSHA-CO Charitable Funds and TS Operating accounts.

Article VII

Activities

The SCFSHA-CO shall not engage in activities which compete with those of any morale, welfare and recreation activity, non-appropriated fund instrumentality (NAFI) or Army and Air Force Exchange Service operation on an installation, except as provided in AFI 34-223. The SCFSHA-CO shall not engage in on-base resale activities (including bake sales, car washes, etc.) unless specific written authorization is obtained from 502 FSS/CL.

Article VIII

Dissolution

Section 1. Upon dissolution, the SCFSHA-CO Board must:

- a. Notify the 502 FSS/CC or 502 FSS/CL of its intent to dissolve the organization.
- b. Prepare a time-phased action plan to do so.
- c. The Board shall, after paying or making provision for the payment of all outstanding debts, liabilities or obligations of the SCFSHA-CO, dispose of all the assets of the SCFSHA-CO to such organization(s) which shall qualify as exempt organization(s) under the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue law. None of

said assets shall ever inure to the benefit of any Director, contributor, donor, officer or employee of the SCFSHA-CO or any individual whomsoever.

- d. Any such assets not so disposed of shall be donated to a USAF NAF or to the USAF as determined by the SCFSHA-CO Board in accordance with AFMAN 34-201 or AFI 51-506, or shall be disposed of by a court of competent jurisdiction upon suitable proceedings brought for the purpose exclusively for such purposes or to such organization(s) as said court shall determine which are organized and operated exclusively for tax exempt purposes.

Section 2. The 502 FSG/CC has the authority to dissolve this organization in the event that there are no members present or in the best interest of the USAF.

Article IX

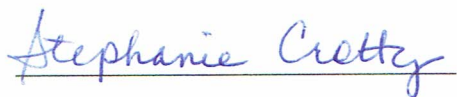
Insurance

Section 1. The SCFSHA-CO agrees to hold harmless and indemnify the United States government, NAFI or any of its agents or sub-units for claims arising from any of the organization's activities.

The SCFSHA-CO conducts only low-risk activities, (*fund raisers, parties*). Insurance shall be purchased if specific events include a greater risk of injury or damage.

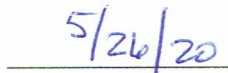
The SCFSHA-CO shall maintain liability and property damage insurance coverage commensurate with risk to protect against any claims or lawsuits that might arise from the commission or omission of acts by its members when acting in any capacity for or in participating in any activities of the SCFSHA-CO. Such coverage, when required, must expressly provide that neither the U.S. Government of any NAFI shall be liable for any claims or judgments against the SCFSHA-CO or its members. A copy of the insurance policy and all renewal policies shall be forwarded to the 502d Force Support Squadron Resource Manager (502 FSS/FSR).

If insurance is not deemed necessary, the SCFSHA-CO shall submit a request for waiver of insurance requirement to the 502 FSS/FSR for approval by the 502 FSG/CC through the 502 FSS/CL.

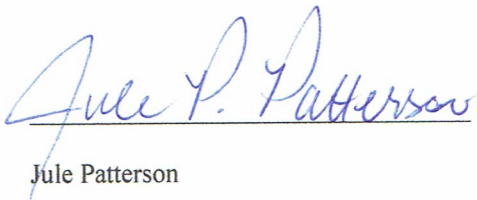


Stephanie Crotty

President, SCFSHA-CO

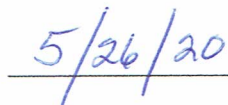


(Date)



Jule Patterson

Secretary, SCFSHA-CO



(Date)