

**Robins Officers' Spouses' Club  
(ROSC)  
Constitution  
April 2017**

# ROBINS OFFICERS' SPOUSES' CLUB (ROSC) CONSTITUTION

April 2017

## Article I. NAME & PURPOSE

- 1) Robins Officers' Spouses' Club (hereinafter "ROSC") is a nonprofit IRS 501(c) (4) private organization per AFI 34-223 Private Organization Program. This document constitutes binding directives for the ROSC. Robert's Rules of Order Newly Revised 10th Edition shall be parliamentary law in all matters not specified in the ROSC Constitution or Bylaws.
- 2) The purpose of the ROSC is to develop, organize, and sponsor cultural, educational, social and recreational opportunities and activities. Additionally, the ROSC raises funds to award scholarships to military and DoD family members and or spouses. The goal is to collect and disseminate information of interest and value to its members and to foster, protect, and preserve the ideals of charity and benevolence in keeping with the ideals of the United States Air Force.
- 3) ROSC Thrift Shop: The purpose of the ROSC Thrift Shop is to operate exclusively as a charitable welfare organization for the benefit of military and DoD communities, and for the support of the ROSC Welfare Fund.

## Article II. GENERAL PROVISIONS

- 1) The ROSC operates on Robins Air Force Base (hereinafter "RAFB") with the consent of the 78<sup>th</sup> Air Base Wing (hereinafter "ABW") Commander. Operation is contingent on compliance with the requirements and conditions of all applicable AFI's.
- 2) The ROSC will operate as a private organization by individuals not acting within the scope of any official capacity as officers, employees or agents of the Federal Government.
- 3) The ROSC is governed by the elected officers and the Standing Committee Chairmen.
- 4) The ROSC will not engage in activities that duplicate or compete with activities of AAFES or Services NAFIs.
- 5) The membership is liable under the state laws of Georgia for organizational debts in the event the organization's assets are insufficient to discharge liabilities.
- 6) ROSC operates as an exempt organization under the IRS Service code section 501 (c) (4).
- 7) The ROSC may not discriminate in hiring practices or membership policies on the basis of age, race, religion, color, national origin, disability, ethnic group or gender.

### **Article III. OFFICERS AND GOVERNING BODY**

#### **1) Executive Board.**

- a) The Executive Board consists of the Elected Officers, Parliamentarian, Honorary Officer and Advisors.
- b) The Governing Board will consist of the Executive Board and Standing Committee Chairmen and will be referred to hereinafter as the "Board".
- c) The elected officers of the ROSC are President, First Vice President, Second Vice President, Secretary, Welfare Treasurer, and Administrative Treasurer. Vacancies that occur in these positions are filled as outlined in the bylaws Article IX.
- d) Officers serve for 1 year and are elected annually as outlined in the bylaws Article III. Alternatively, officers may serve by appointment of the ROSC President, subject to a majority approval of the Executive Board at the time of appointment.
- e) Any officer that leaves office prior to the end of his/her tenure, under unfavorable conditions, is not eligible to serve on the "Board" in the same or following year. Unfavorable conditions to be defined and determined at the discretion of the presiding Executive Board.

#### **2) Parliamentarian. The Parliamentarian is appointed by the President.**

#### **3) Standing Committee. The Standing Committee Chairmen are designated in the Bylaws Article XI. The President appoints them with the approval of the Executive Board.**

#### **4) Honorary Officer and Advisors.**

- a) The ROSC President shall invite the spouse of the 78<sup>th</sup> ABW Commander to serve as the ROSC Honorary President.
- b) Senior spouses of various RAFB organizations and Major Tenant organizations may be invited and appointed to serve as Advisors as deemed necessary by the Honorary President and the President.

### **Article IV. MEMBERSHIP**

#### **1) ROSC members must meet one of the following membership requirements.**

- a) Spouses of Active Duty Officers and Warrant Officers to include all branches of service, Guard and Reserve.
- b) Spouses of Retired Officers and Warrant Officers to include all branches of service, Guard and Reserve.

- c) Parent in residence with a sponsor.
- d) Surviving or divorced spouses of Officers or Warrant Officers with an active dependent I.D. card.
- e) Spouses of civilian employees level GS9 or above.
- f) Spouses of Honorary Commanders designated by the installation commander. These members will be recertified annually.
- g) Spouses of International Officers stationed at RAFB.

2) Guests. Those eligible for membership may not be considered as guests after attending their first ROSC function, unless otherwise specified by the President.

3) Members may be removed for cause or violation by a majority vote of the Executive Board.

#### **Article V. METHOD OF FINANCING**

Membership dues, Thrift Shop revenue and other fundraising activities will finance ROSC as outlined in the Bylaws.

#### **Article VI. SPECIAL ACTIVITIES**

The ROSC sponsors Special Activities for the membership as listed in the Special Activities continuity binder. With prior Board approval ROSC sponsored Special Activities may elect officers, pay registration fees to outside affiliations and functions within their groups. Each will be responsible to the ROSC through a Board representative.

#### **Article VII. MEETINGS AND QUORUMS**

The business of the ROSC shall be conducted at regularly scheduled meetings of the Executive Board, Board, Committee Meetings, General Meetings, or special meetings, as described in the Bylaws. Board motions require approval by a majority of a quorum which will consist of a majority of the Board members eligible to vote, not to include vacant seats. Honorary Officer, Advisors, and the Parliamentarian do not vote.

#### **Article VIII. ADOPTIONS AND AMENDMENTS**

1) The Constitution and Bylaws must be updated every two years or when there is a change in the purpose, function, or membership eligibility of the organization, whichever comes first. All proposed amendments will be presented to the Board for approval after being reviewed by the Constitution and Bylaws Committee as specified in the Bylaws.

2) All changes to the Constitution or Bylaws will be posted for at least 21 days prior to being voted upon.

3) Any proposed amendments out of the two year cycle will be reviewed by the Executive Board for action.

4) Voting will be conducted at a general or special membership meeting that is restricted to eligible voting members. Discussion of the proposed changes will follow procedures as outlined in Roberts Rules. The constitution shall require a 2/3 vote of the membership present.

5) Approved amendments are subject to final review by the 78<sup>th</sup> ABW Commander.

#### **Article IX. DISSOLUTION**

Upon dissolution of the ROSC, the Executive Board will designate three members and one Honorary Officer as trustees to liquidate assets thereof, as soon as practicable. All existing debts and liabilities paid including any monies rightfully due. Residual funds dispersed to welfare activities.

#### **Article X. INSURANCE**

The ROSC is covered by public liability and property damage insurance as adopted by the general membership and renewed annually.

**Robins Officers' Spouses' Club**

**(ROSC)**

**Bylaws**

**April 2017**

**ROSC Bylaws / April 2017**

# ROBINS OFFICERS' SPOUSES (ROSC) CLUB BYLAWS

April 2017

## Article I. GENERAL POLICIES

1) The Robins Officers' Spouses Club (hereinafter "ROSC") is a nonprofit IRS 501(c) (4) private organization per AFI 34-223, Private Organization (PO) Program. These bylaws constitute binding directives for the ROSC in addition to directives of the constitution. In all cases, AFI 34-223 will be adhered to.

2) The ROSC is not liable for the loss, theft of or damage to, personal items in connection with ROSC events. The ROSC will maintain public liability and property damage insurance coverage to provide continuous protection against claims or lawsuits that may arise from commissions or omissions of its members when acting in any capacity for, or participating in the activities of the ROSC. Such insurance will expressly provide that neither the United States nor any non-appropriated fund instrumentality will be liable for any claims or judgments against neither the ROSC nor its members.

3) Lists of ROSC membership will not be provided to anyone other than ROSC members.

4) Properties bought with ROSC funds remain the property of the ROSC and recorded on the inventory (except for door prizes and gifts).

5) The ROSC President, Honorary President, and Publicity Chair have sole authority for arranging publicity and or photography pertaining to any ROSC function.

6) Guest Speakers at ROSC Events:

a) Paid guest speakers and/non-members may sell their products at an ROSC event with a 20% commission on all sales going to ROSC.

b) Guest speakers that are not paid to speak may sell their products without any ROSC commission.

## Article II. MEETINGS

1) General membership meetings will be held the third Thursday of each month, unless otherwise designated by the President, with the approval of the Executive Board.

2) For any meeting to occur, Board, Standing or Special Committee, the following must be in attendance for business to occur:

- President and / or 1<sup>st</sup> or 2<sup>nd</sup> Vice President,
- Advisor and / or Honorary President,
- Committee Members.

3) ROSC general business will be conducted at general and/or special membership meetings.

a) A majority vote of the members present will be sufficient to approve any action or decide an issue.

b) The President may call special meetings.

c) All ROSC members may vote.

d) A quorum consists of those who attend the meeting. (Roberts Rules page 21.)

4) Executive and Board Meetings:

a) Board members not present at a meeting, may not vote by proxy.

b) Members can with the prior approval of the President send a representative who will vote in that members place. The representative must be an ROSC member with exceptions listed in # 2 above.

c) Except for the Chair of the meeting being conducted, members may attend via electronic means of video or phone conferencing as long as there is a clear connection and all members present can fully understand discussion from the member physically absent and the member absent can hear and understand discussion from all those present.

d) Reports must be submitted no later than 3 days before all Board meetings via email to the Secretary and President.

e) All reports shall be distributed via email at least one day prior to any Board meeting.

f) Reports not submitted prior to the meeting will be physically printed with sufficient copies and brought to the meeting by the reporting member upon exception as approved by the President.

g) Board will meet ten times a year August through May.

5) Members may bring guests to those meetings and events not designated "closed" by the Executive Board.

6) When reservations for monthly functions are not cancelled by the designated cut-off time stated fees will be charged to the members. When reservations by guests of a member for monthly functions are not cancelled by the designated cut-off time stated fees will be charged to the ROSC member sponsoring the guest(s).



7) Members wishing to have announcements made at meetings must submit the announcement in writing to the President. These will be read at the President's discretion.

8) Special Activities are outlined in Article VIII. No Special Activity event will be scheduled to conflict with ROSC general membership meetings.

9) Special events are left to the discretion of the President and the Executive Board. If the event is to honor the Honorary President, her/his prior consent is obtained.

### **Article III. ELECTION PROCEDURES**

1) Nominations. The nominating committee will prepare a list of nominees for elected offices from applications received from volunteers. Nominees must be current members of the ROSC, or known individuals PCS'ing to Robins for that term and that are willing and able to fulfill the requirements of the position. Nominees' names are presented at a general membership meeting preceding the election. Nominations may be taken from the floor at that general membership meeting.

2) Voting. Voting will be by secret ballot with the candidate receiving the majority of votes for office declared elected. When there is only one candidate for each office a vote by secret ballot is not necessary. A show of hands by a majority of members present will be sufficient.

3) Ballots. On Election day the Membership Chair verifies membership before a ballot is given to a member.

4) Term length. Board members will serve for one year and not serve in the same position on the Board for more than two consecutive Board years unless approved by the Board, but not to exceed more than four consecutive years with the exception of the office of President, which will remain at two years.

5) Parliamentarian. The office of Parliamentarian is exempt from term limit guidelines as it is an appointed position.

### **Article IV. BOARD RESPONSIBILITIES**

1) Board Meetings. The last Board meeting of the year, held in May, is with the incoming and outgoing Board members participation. The current year's business will be concluded and the incoming Board will assume their duties. Attendance is mandatory for outgoing and incoming officers for this May meeting.

2) Records. Records are made of business conducted at Board, general, and special membership meetings.

3) Absences.

- a) Board members may have two unrepresented absences during one year.
- b) If a Chair cannot attend a Board meeting, they must notify their Vice President and may provide a current ROSC member as a substitute.

4) Advisors. An Honorary Officer or Advisor must be present during Board meetings and committee meetings in order for business to be conducted.

5) Responsibilities. Duties of the Board and Chairs responsibilities are listed in separate Job Descriptions Document updated and approved annually by the President.

#### **Article V. BUDGET**

1) The Fiscal ROSC budget will run from June through May. All committees and chair's submit proposals/recommendations for consideration by the Budget Committee before the March Board meeting to aid in preparing the budgets. The proposed budgets will be presented to the Board for approval. The budgets will be posted for at least 21 days and voted upon at a general membership meeting. The approved budget will then constitute authorization of expenditures as itemized.

2) An independent accountant reviews all ROSC financial records annually. The results shall be reviewed at a monthly Board meeting.

- a) The ROSC maintains an administrative fund composed of membership dues which are used for operating expenses. This includes a \$500 contingency balance.

- b) The ROSC maintains a welfare fund composed of the net profits of the Thrift Shop, and welfare fundraising projects and interest from any savings account. This fund includes a \$500 contingency balance.

3) Under IRS Code 501 (c) (4) the ROSC is tax exempt. Donations to the ROSC are not tax deductible.

#### **Article VI. FISCAL POLICIES**

1) Annual Dues.

- a) Membership in ROSC is \$60.00 annually.

- b) The ROSC membership year is from August to May.

- c) Members are responsible for renewing membership annually.

- d) Dues for members joining after the December social will be \$ 30.00

2) A request for approval of each fundraising activity to be held on base will be forwarded to the Base Private Organization (PO) Monitor (78 FSS/FSR) at least 15 working days in advance of the activity.

4) The Board is authorized to receive and disburse funds and dispose of excess property belonging to the ROSC.

a) The Administrative Treasurer will be responsible for collection, disbursement, and custody of all ROSC administrative fund monies. The President, First Vice President, and Administrative Treasurer are authorized to sign checks and bonded at the expense of the ROSC for this purpose. Every check from this fund requires two authorized signatures. The Administrative Treasurer is responsible for the timely filing of the IRS Form 990 and all other required filings. She/He retains a tax advisor for this purpose. A copy of all filings will be maintained in the Thrift Store Safe.

b) The Welfare Treasurer will be responsible for collection, disbursement, and custody of all ROSC welfare fund monies. The President, Second Vice President, and Welfare Treasurer are authorized to sign checks and will be bonded at the expense of the ROSC for this purpose. Every check from this fund requires two authorized signatures.

c) The President may authorize expenditures not to exceed a total of \$400 annually. After authorizing expenditures, the President must submit pertinent receipts and ensure reconciliation at the following month's board meeting.

d) The Board may authorize expenditures not to exceed \$500 per item. Any expenditure exceeding \$500 per item must first be approved by the Board and then by the general membership at its next regularly scheduled meeting.

e) All donations made from the ROSC to the Air Force Village will be designated for the Air Force Village Fellowship Trust for Surviving Spouses in Need unless otherwise specified.

f) Operating expenses for special fund raising activities may come from the welfare fund, following approval by the Board. Gross profits from these events will be deposited into the welfare fund. Following the event the Welfare Treasurer presents a financial statement, report, and inventory to the Board.

5) The Reservation Chair is responsible for collecting any fees for monthly functions.

a) Members must pay for activities and functions at the time of the activity or function.

b) Members must have reservations to the activities and functions prior to the event submitted by reservation deadline. If an absence is incurred the member must pay the balance for the meal to the ROSC prior to attending another activity or function. If the

balance is not paid the member may have their membership to the ROSC revoked and will only be able to rejoin the ROSC once the balance is paid in full.

#### **Article VII. THRIFT SHOP**

1) The ROSC is the sole operator of the Base Thrift Shop and operates it with the permission of the 78 ABW Commander. The purpose of the ROSC Thrift Shop is to operate exclusively as a charitable welfare organization for the benefit of military, DoD communities, and for the support of the ROSC Welfare Fund.

2) The Thrift Shop will maintain a bank balance sufficient to cover accounts payable, outstanding checks, one (1) month's expenses and a \$500 contingency fund. The Thrift Shop Bookkeeper shall deposit all additional monies into the welfare fund.

3) The Thrift Shop Bookkeeper, the Second Vice President, and the President are authorized to sign checks from the Thrift Shop account. They will be bonded at the expense of the ROSC. The President/Second Vice President signs the check for the bookkeeper's monthly contract.

4) The Thrift Shop Manager, after being properly trained, may have access to the account to make deposits. The Thrift Shop Manager is not authorized to make withdrawals from the account.

5) The Thrift Shop Chair submits a monthly financial statement and an annual statement to the Board. They are prepared by the Thrift Shop bookkeeper.

a) The Thrift Shop Chair should be trained as back up bookkeeper in the event that the Thrift Shop does not have an acting/contracted bookkeeper.

b) The Thrift Shop Chair will have access to the account to make deposits. The Thrift Shop Chair is not authorized to make withdrawals from the account unless acting as active, contracted bookkeeper.

c) The bookkeeper and new hire will both be paid \$45.00 as a one-time training compensation.

6) The Thrift Shop Committee as outlined in bylaws Article XII meets once a quarter to review financial reports, bank statements, and consignment records of the Thrift Shop. The Thrift Shop Chair arranges this meeting.

7) The Thrift Shop Committee may contract for a Thrift Shop Manager, bookkeeper, and custodian who will serve for 1 year under a written contract.

8) Liability insurance is maintained in compliance with Air Force instructions.

## **Article VIII. SPECIAL ACTIVITIES**

1) The ROSC will be the custodian of all funds for the various Special Activities under its sponsorship. The ROSC Administrative Treasurer maintains financial records for all ROSC sponsored Special Activities and draws on these funds as sanctioned expenses occur. These funds may not be spent for personal gifts, flowers, or for individual benefit but will only be used to support the activity as a whole.

2) Only ROSC members and permanent guests may participate in ROSC Special Activities. Sub-chairs are responsible for verifying membership. Participation by members of other associations, clubs or groups in joint activities must be approved of in advance by the Board.

3) The Special Activities Chair may establish new ROSC Special Activities as needed, with the approval of the Board.

4) The Special Activities Sub-Chairs are directly responsible to the Special Activities Chair and ensure the proper collection of registration fees and remuneration for instructors. They maintain all records pertaining to their activity including an itemized financial report and an inventory of their ROSC properties.

## **Article IX. SUCCESSION OF OFFICERS**

1) Should the office of President become vacant, the First Vice President automatically becomes President.

2) Should the office of First Vice President become vacant, the Second Vice President automatically becomes First Vice President.

3) Should vacancies occur in the offices of Second Vice President, Secretary, Parliamentarian, or either Treasurer, the President, with the approval of the Board will appoint an ROSC member to fill the vacancy.

4) Should the position of Honorary President become vacant then the President should appoint from designated advisors.

## **Article X. STANDING COMMITTEES**

1) Standing Committee Chairs are directly responsible to their respective Executive Board Officers. Each Committee and Chair will operate within the framework of a job description that has been approved by the Board.

2) Standing Committees Chairs responsible to the President include but not limited to Robins Wings, Publicity, Parliamentarian, Historian, and Correspondence.

3) Standing Committees Chairs responsible to the First Vice President include Programs, Socials, Hospitality, Membership, Reservations, Special Activities, and Ways and Means.

4) Standing Committee Chairs responsible to the Second Vice President include Thrift Shop, Scholarships, Welfare, and Properties.

#### **Article XI. SPECIAL COMMITTEES**

1) Special Committees are appointed by the President as deemed necessary. The President and Honorary President are ex officio members of all committees, however the Honorary President may appoint another Advisor to sit in her/his stead. At the conclusion of the committee's work a final written report is prepared and presented to the Board.

2) Annual Special Committees:

a) The Scholarship Committee consists of the Scholarship Chair as Chair, Honorary President, an Advisor, President, Second Vice President, Welfare Treasurer, and Parliamentarian. Scholarships will be given each year. The specific criteria will be determined by the Scholarship Committee and presented to the Board for approval.

b) The Constitution Committee consists of the Parliamentarian as Chair, Honorary President, an Advisor, President, Vice Presidents, Secretary, Welfare Treasurer, and Administrative Treasurer. The committee reviews the current ROSC constitution and bylaws for compliance with the current Air Force instructions and or other directives and conformity with the objectives as set forth in the constitution/bylaws and suggests necessary changes. These changes are presented to the Board and general membership.

c) The Nominating Committee consists of the Parliamentarian as Chair, Honorary President, an Advisor, and five ROSC members.

d) The Budget Committee consists of the Administrative Treasurer as Chair, Honorary President, an Advisor, President, Vice Presidents, Secretary, Welfare Treasurer, and Parliamentarian.

e) The Job Description Review Committee consists of the Parliamentarian as Chair, Honorary President, an Advisor, President, Vice Presidents, Secretary, Administrative Treasurer, and Welfare Treasurer.

f) The Thrift Shop Committee consists of the Thrift Shop Chair as Chair, Honorary President, an Advisor, President, Second Vice President, Parliamentarian, and day managers.

g) The Welfare Committee consists of the Welfare Chair as Chair, Honorary President, Advisor, Welfare Treasurer, Parliamentarian, President, Second Vice President, and three non-Board ROSC members.

**Article XII. ROSC PROPERTY**

- 1) All ROSC property is used only at ROSC social functions unless approved by the Properties Chair or President.
- 2) The Properties Chair or President may also approve requests from ROSC members and or base organizations for use of ROSC properties.
- 3) Payment for loss, damage, or cleaning required of any ROSC property will be determined by the Properties Chair and payment for such replacement/repair, or cleaning is collected in full from the borrower.
- 4) The President, in conjunction with the Properties Chair, Honorary President or Advisor(s), at her/his discretion, may disseminate ROSC property valued at no more than \$50 through appropriate means.
- 5) The Board may disseminate ROSC property valued over \$50 by majority vote.
- 6) An updated inventory will be given to the Properties Chair at the March board meeting for compilation with final copy presented at the May Board meeting.

**Article XIII. AMENDMENTS**

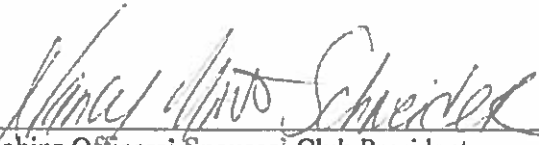
Any proposed amendments will be addressed as stated in the Constitution Article VIII.

**Article XIV. APPROVAL CLAUSE**

Constitution and Bylaws of the ROSC are approved.

  
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THOMAD D. AUSERMAN, Lt Col, USAF  
Deputy Commander, 78th Mission Support Group

18 May 17  
Date Signed

  
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Robins Officers' Spouses' Club President  
Nancy Mink Schneider

8 May 2017  
Date Signed

