

**This Constitution dated 25 April 2020 , shall supersede all others.**

## **Fort Riley Spouses Club Constitution**

### **Article I: Name and Authority**

**Section 1-** The name of this organization shall be the Fort Riley Spouses Club. It shall hereafter be referred to as the FRSC.

**Section 2-** The FRSC is 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 Riley military installation, with the requirements and conditions of all Army regulations and at the discretion and written consent of the Garrison Commander. The FRSC is not an instrument of the US Government.

### **Article II: Purpose**

**Section 1-** The purpose of the FRSC shall be to bring together members of like interest in order that they may be afforded greater opportunity for charitable works, sociability, and have the opportunity to volunteer support for fundraising activities and projects. The FRSC may promote or sponsor and donate to other non-profit organizations to further the advancement of the quality of life for military families and the surrounding Fort Riley community. Members shall also be afforded an opportunity to assist in the disbursement of donations through the Community Assistance Fund.

**Section 2-** 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 Internal Revenue Code, or corresponding section of any future federal tax code.

**Section 3-** The FRSC fully supports the United States Army's and Fort Riley'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 knowingly support or associate with persons or organizations which do. No activities conducted by the FRSC will seek to deprive individuals of their civil rights or prejudices or discredit the military service or any other agency or official of the United States Government. The FRSC will neither propagate extremist activities nor advocate violence against others or the violent overthrow of the Government.

### **Article III: Membership**

**Section 1-** General Membership:

- A. Pursuant to Paragraph 3-7 of Army Regulation 210-22, membership will not be discriminatory based on race, color, religion, gender, age, disability, sexual orientation or national origin.
- B. Membership will be voluntary and will become effective upon payment of dues. The yearly dues will be determined by the Governing Board each year. The FRSC operates under a tiered dues system for military spouses with the following categories: spouses of rank E7 & above and spouses of rank E6 & below. Beginning 01 January, all dues will prorate to half of the annual cost. The board year runs 01 June through 31 May.
- C. Membership shall consist of Active and Associate members as defined herein.

- D. Members are encouraged to read the Constitution and Bylaws as a condition of informed consent.
- E. Members are personally liable for all debts of the association in the event of bankruptcy, insolvency or dissolution and will follow all state and jurisdictional laws.
- F. Any FRSC member in good standing may attend a Governing Board meeting.

## **Section 2- Standing:**

A member in good standing is one who has paid the appropriate dues, incurred no outstanding FRSC debts and is in compliance with the current Constitution and Bylaws, policies, and procedures of the FRSC.

## **Section 3- Active Membership:**

Active membership will entitle the individual to the right to vote, the right to hold an elected office, and the right to receive appointments to committees. Active members must renew their membership and pay dues annually. Active Membership will be extended to the following:

- A. Spouses of Active Duty personnel.
- B. Spouses of Retired Military personnel.
- C. Spouses of Reservists and National Guard.
- D. Spouses of deceased military who have not remarried.
- E. Spouses of DoD-employed civilians.
- F. Spouses of International service members residing in the greater Fort Riley community.

## **Section 4-Associate Membership:**

Associate members will pay annual dues, may vote and may hold an appointed position. Associate membership will entitle the individual to all rights and privileges of Active Membership excluding the right to hold an elected office. Associate Membership will be extended to the following:

- A. Local community members not eligible for Active Membership.
- B. Spouses of Retired Military personnel.
- C. Spouses of Reservists and National Guard.
- D. Spouses of deceased military who have not remarried.

## **Section 5- Special Considerations:**

- A. Guests are welcome to attend an FRSC function. However, persons eligible for membership may attend only one function (i.e., meeting, member mingle, sub-club, member welcome, etc.) without joining. Persons not eligible for membership may attend FRSC functions as a guest provided the function is not designated as “members only”. In the interest of community relations, the Honorary President(s), Senior Advisor(s) and/or President may issue invitations for special occasions to members of the local communities.
- B. Membership and participation in the FRSC may be extended to individuals not covered in the category above. These individuals will be considered “Special Members.” Acceptance is subject to the review and discretion of the Executive Board. Special Members are required to pay dues

and are eligible to vote. However, they are not eligible to hold elected or appointed positions. Examples are: Lady Troopers, Manhattan Mavens, and other non-profit organizations.

#### **Article IV: Officers**

The board will consist of the Elected Officers, Honorary President(s), Senior Advisor, Parliamentarian and Appointed Chairs. They shall be the governing body of the organization. The board will carry out the purpose and objectives of the FRSC in accordance with the approved Constitution and Bylaws.

##### **Section 1- Elected Officers:**

- A. Only spouses of active duty Army service members may serve on the Executive Board.
- B. Elected officers of FRSC shall be: President, First Vice President, Second Vice President, Third Vice President (Communications), Secretary, and Treasurer.
- C. Elected officers will serve for one board year upon their installation at the May General Membership meeting, or from the time of election or appointment and through the remainder of the current board year.
  - 1. The board year will run from 01 June to 31 May of each year.
  - 2. Upon payment of dues, spouses of active duty Army service members (whose spouse is stationed at Fort Riley at the time of election, or is currently on orders to Fort Riley, and have paid dues for the upcoming year in which they will serve), have the right to hold an Executive Board position.

##### **Section 2- Governing Board:**

- A. The Governing Board of the FRSC shall consist of the Advisor, Honorary President(s), Elected Officers, Parliamentarian, and the Appointed Chairs.
  - 1. The Appointed Chairs shall be those positions specified in the FRSC Bylaws and any additional committees as deemed necessary by the President.
  - 2. Appointed Chairs will serve for a term of one year or until the end of the current board year.
- B. Upon payment of dues, any member can serve as the Parliamentarian or a member of the Governing Board. They shall be appointed by the President, after conferring with the Advisor and/or the Honorary President(s) and a majority vote of the Executive Board.

##### **Section 3- Honorary President(s):**

The spouse of the Commanding General and the Division Command Sergeant Major shall be asked to be the Honorary Presidents of the FRSC. If spouse is unavailable, the spouse of the senior Deputy Commanding General shall be asked to hold this position.

##### **Section 4- Advisor:**

The Advisor shall be appointed by the Honorary President(s). The appointment is for the term of one board year.

**Section 5-** The Executive Board will consist of 1<sup>st</sup>, 2<sup>nd</sup> and 3<sup>rd</sup> Vice Presidents, Secretary, Treasurer and Parliamentarian. 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.

**Section 6-** Nominations, elections and terms of the office are outlined in Article V of the Constitution. Duties are as outlined in the Bylaws.

**Section 7-** The FRSC Executive and Governing Boards, excluding the Advisor, will abide by the following term limits and conditions:

- A. A board member may only hold the same board position for two (2) consecutive years, after which he/she must have at least a one-year break before returning to that position.
- B. A board member may not serve on the board in any capacity more than three (3) consecutive years, after which he/she must have at least a one-year break before returning to any board position.
- C. No member shall hold more than one (1) Governing Board position at a time unless approved by the Executive Board while the search to fill the position continues.
- D. The Executive Board may vote to make exceptions to these rules on a case-by-case basis.

#### **Article V: Elections**

**Section 1-** In December, announce at the general membership meeting and in the newsletter that nominations will be accepted for elected officers beginning in January.

**Section 2-** All nominees will notify the Parliamentarian of their interest and will be e-mailed a copy of the Constitution and Bylaws (C&BL), with full disclosure of the position desired.

**Section 3-** The nominating committee shall meet no later than four weeks prior to the election to compile the slate of elected officers.

**Section 4-** The nominating committee will be chaired by the Parliamentarian and consist of the Honorary President(s) or Senior Advisor, and three (3) general members in good standing. The committee may wish to include Executive Board Members if they do not have a conflict of interest.

**Section 5-** At the March general membership meeting, the Parliamentarian shall announce the slate of elected officers. After which, nominations from the floor will be accepted. No nominations shall be accepted unless seconded by the nominee, in person or in writing prior to meeting. In lieu of a March meeting, the slate can be emailed to general members or published in the newsletter. Nominations accepted via email until March 31. All nominees shall be current members in good standing as defined in Art. III, section 2 of the Constitution. Bios of all nominees will be posted in the April newsletter and on social media.

**Section 6-** Voting will take place at the April general membership meeting. If there is only one (1) nominee per position, voting shall be by acclamation. If two (2) or more nominees are slated for one position, voting shall be by secret ballot. The candidate with majority votes cast for that office shall be elected. All active FRSC members in good standing and all Governing Board members (Parliamentarian excluded), have the right to vote.

**Section 7-** The elected officers will be installed at the May general membership meeting. Each officer shall serve one year commencing on 1 June. No elected officer shall serve more than two (2) consecutive terms in the same office.

**Section 8-** If an elected position remains unfilled, the incoming President, with majority vote of the incoming Executive Board, will appoint a 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.

**Section 9-** Governing Board members have the right to resign at any time throughout the FRSC year or can be asked to resign upon continued failure of his/her duties as described in Art. II, sec. 2 and 3 of the bylaws.

**Section 10-** In the event an elected office becomes vacant, the President, with majority vote of the Executive Board, will appoint an active member in good standing to fill the position. This appointment will be assumed immediately and will be presented to the General Membership at the next scheduled meeting.

**Section 11-** If the office of the President is vacated at any time, the 1<sup>st</sup> Vice President will fill this position. In the event the 1<sup>st</sup> Vice President is unable to do so, the 2<sup>nd</sup> Vice President will fill the position.

#### **Article VI: Administration**

**Section 1 -** FRSC shall be a private organization authorized to operate in accordance with the Department of Defense regulations and with the written permission of the Garrison Commander, Fort Riley or his/her representative. In case of any omission or conflict between this Constitution and the Department of Defense or other pertinent directives, the latter shall govern.

**Section 2 -** This Constitution shall supersede all previous written Constitutions of FRSC. A copy of this Constitution, and any amendments, shall be provided to the approving authority of this private organization. The Constitution shall govern nominations, membership, elections, meetings, quorums & voting, adoptions & amendments, financial management & insurance, volunteer reporting and After Action Reports.

**Section 3 -** The Board shall consist of the Elected Officers, Honorary President(s), Senior Advisor, Parliamentarian, and all appointed Chairpersons. All these mentioned positions make up the Governing Board. Elected Officers and appointed Chairpersons shall be voting members of the Board with each position having one vote. The President may only vote in the case of a tie. The Parliamentarian is a non-voting member. The Advisor and Honorary President(s) vote only at general membership meetings. If a Chair position is co-chaired, the position shall only have one vote.

**Section 4 -** Bylaws include but are not limited to the duties and responsibilities of the Executive Board, Governing Board, Honorary President(s) and Advisor. A two-thirds majority vote of Governing Board members constitutes authority for revisions of Bylaws.

**Section 5 -** This Constitution shall be adopted at an FRSC General Membership meeting or by electronic means within the guidelines of Article XII of this Constitution.

#### **Article VII: Meetings**

**Section 1 -** The General Membership meetings, to include meetings and/or social events, shall be held once a month from August through May. Any of the meetings and/or events may be changed, cancelled, 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 Governing Board shall meet monthly unless otherwise announced by the President. The Executive Board may meet outside the Governing Board meetings at the discretion of the President, Honorary President(s) and/or Advisor.

**Section 3** - A quorum, whether at regular or special meetings or electronic vote 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 at the General Membership meeting. A quorum of two-thirds of those present is needed to pass proposed business. If voting occurs electronically, two-thirds of those who respond by the deadline provided will be considered a quorum.

**Section 5** - Except as stated otherwise in the FRSC Constitution and Bylaws, all meetings will be conducted according to the current Robert's Rules of Order (Revised Edition). The President will have the final authority to decide points of order.

**Section 6** - Attendance of children:

At any Board and/or General Membership meeting, it is recommended that parents of children 6 months and older utilize child care, unless otherwise specified.

## **Article VIII: Finances**

**Section 1** - The revenue needed to pursue the objective described in Article II and the financial needs of the club shall be derived from:

- A. Dues paid by the membership.
- B. Revenue-producing activities entered into by the FRSC when approved and conducted under the supervision of the Governing Board.
- C. Fees collected by the FRSC.
- D. Donations and sponsorships received by the FRSC.

**Section 2** - All revenue-producing activities not confined to membership or standard fundraisers shall have prior approval of the Directorate of Family, Morale, Welfare and Recreation, hereinafter referred to as DFMWR.

**Section 3** - Neither the Governing Board nor the Executive Board shall incur, on behalf of the club, any financial obligations that extend beyond the FRSC's ability to pay. In no event shall the United States Government be held liable for an indebtedness incurred by the FRSC.

**Section 4** - Neither the Governing Board nor the Executive Board shall incur any financial obligations that extend beyond its term of office without providing adequate funding over and above sufficient operating funds.

**Section 5** - The Governing Board shall approve on a monthly basis all expenditures for the operation of the FRSC. This shall ensure that the disbursements are within the purpose for which the FRSC was established and in accordance with sound business practices and the purpose of the FRSC established in Article II.

**Section 6** - The Treasurer's books shall be submitted for a complete external audit to a Certified Public Accountant, licensed Public Accountant, Public Accountant in accordance with AR 210-22, CH 3 Section 3-3. A copy of the audit shall be submitted to the President and Garrison Commander upon completion.

- A. Every two (2) years on odd-numbered years by 10 June of that year.
- B. Upon removal/resignation of Treasurer.

**Section 7** - The Treasurer's books shall be submitted for an internal review on or before the tenth of June of each year to a committee of no fewer than three people appointed by the President, Advisor, and Honorary President(s). The internal review may include no members of the Executive Board. This internal review is optional when a complete external audit has been done within 90 days.

**Section 8** - The President, Treasurer, Co-Treasurer (if one exists) and First Vice President shall be bonded and be the only signatures for any and all bank accounts.

- A. All persons elected to a bonded position are subject to a background check upon election to their positions. A memo of the bonded background check shall be maintained by the Parliamentarian in accordance with Bylaws Article IV, Section 6.

**Section 9** - The FRSC Board, membership and fiscal year shall run from 01 June through 31 May of the following year.

**Section 10** - The FRSC proposed budget will be presented to the general membership for approval at the May General Membership meeting.

- A. The official FRSC budget will be presented for approval at the first General Membership meeting. The official FRSC budget can be amended by a vote of the Governing Board and general membership during the year provided that the proposed amended budget has been made available at least one week before a vote is taken.
- B. A mid-year budget review shall take place at the January Governing Board meeting. Any revisions must be presented to the general membership for approval at the January General Membership meeting.

**Section 11** - The Governing Board must authorize any expenditure of funds not covered in the annual budget that exceeds \$100. Any single item expenditure of over \$500 not covered in the annual budget must be approved by both the Governing Board and general membership.

**Section 12** - No signor of any FRSC account shall be permitted to write a FRSC check for cash or to himself/herself under any circumstances. All checks written on FRSC accounts require two signatures.

**Section 13** - The FRSC shall maintain one checking account to cover both the Operating Fund and the FRSC Community Assistance Fund. Use of proper record keeping system shall be used to maintain the accounting records of both the operating transactions and FRSC Community Assistance transactions within the same account. The Community Assistance Fund and Scholarship will be funded by a minimum of 80% of profits generated by fundraising projects. Funds raised and maintained for the FRSC Community Assistance Fund cannot be used to cover Operating expenses. A minimum of 10% of The Community Assistance Fund will be donated to The Combined Scholarship Fund.

**Section 14** - Upon the end of the fiscal year a minimum bank balance of \$2000 in addition to any outstanding amounts must be maintained in the FRSC checking account. At no time during the fiscal year should there be less than \$1000 minimum balance in the FRSC checking account.

**Section 15** - Perform collection duties on insufficient funds by FRSC and for all General Membership meetings/event no shows.

- A. A minimum of two written/email notifications needs to be sent to the member before suspension.
- B. These debts may be forgiven by vote of the Executive Board.

#### **Article IX: Property**

**Section 1** - The property of this association shall consist of such articles as may properly come into possession. All FRSC property shall be maintained at the FRSC Hut (Custer's Cottage), Fort Riley, KS. The property shall be accounted for and maintained as follows:

- A. **Decorations** - An annual inventory of FRSC property intended for decorations shall be conducted by 31 May.
- B. **Flocking** - An annual inventory shall be conducted by 31 May.
- C. **General Property** – An annual inventory of all other FRSC property intended for general use shall be conducted by 31 May.
- D. **FRSC Hut (Custer's Cottage)** – FRSC property intended for sale by Custer's Cottage shall be inventoried monthly.
  - 1. A final inventory shall be conducted between the last General Membership meeting of the year and 31 May

**Section 2** - The FRSC will maintain a Special Business Insurance Policy. The President and Treasurer will determine the required insurance coverage.

#### **Article X: Records**

**Section 1** - A historical file consisting of the following records will be maintained by the Parliamentarian and copies with the President and Secretary. These will consist of the most current copy of:

- 1. The Constitution
- 2. The Bylaws
- 3. Approval of the Constitution and the Bylaws
- 4. Request to Operate on Fort Riley
- 5. IRS Tax-Exempt Status
- 6. Current list of members
- 7. Insurance Policies and Bonding Information
- 8. Physical and Financial Assets
- 9. Applicable Army Regulations
- 10. After Action Reports necessary for the proper operation of the organization by successors.
- 11. Executive and Governing Board Meeting Minutes

**Section 2** - All records, other than financial records, of the FRSC will be completed at the end of the FRSC Board Fiscal Year, held for four (4) years, and then be destroyed.

**Section 3** - The Treasurer and Community Assistance Chairperson shall maintain all applicable financial records for their board year. At the end of their board year, all financial records will be completed and stored for seven (7) years and then be destroyed.



**Article XI: Disciplinary Procedures****Section 1-** Member in Good Standing is defined as:

- A. Dues paid in full.
- B. Payment of costs associated with the attendance at monthly General Membership meetings/functions.

**Section 2-** Member(s) Not in Good Standing shall be subject to the following disciplinary measures:

- A. Shall not be able to attend any FRSC activities until returning status to Member in Good Standing.

**Section 3-** Board Members are required to attend all Governing Board meetings and are encouraged to attend all FRSC Monthly Programs.

- A. If a Board Member cannot attend a meeting, he/she must notify the President and Secretary of his/her absence. If the Board Member is a Chairperson, he/she must also provide advance submission of his/her monthly report.
- B. In order for an absence to be excused, the requirements listed in Section 3.A. must be met, and the absence must be due to reasons such as TDY, illness, family matters, etc.
- C. An absence is unexcused when a Board Member fails to comply with Section 3.B.

**Section 4-** Member Removal:

- A. Members are required to be of honorable character and reputation. The FRSC has the ultimate right to require that its members refrain from conduct injurious to the organization or its purposes. No one shall remain a member if his/her retention will harm the organization.
- B. Examples of actions which shall result in removal are, but are not limited to, the following:
  - 1. Failure to adhere to the Constitution and Bylaws of the FRSC
  - 2. Defaming the FRSC in any way, including social media
- C. Membership may be withdrawn or denied any person as prescribed by the Executive Board consistent with the provisions of this Section.
- D. General Members may be removed from General Membership upon vote of the majority of the Executive Board. The following criteria must be met:
  - 1. All charges must be specific.
  - 2. The member must be notified of the charges and have the opportunity to respond via written correspondence or in person before a vote is taken.
- E. In the event of removal by a unanimous vote of the FRSC Executive Board, membership dues will be reimbursed at a prorated amount and membership to the FRSC will be terminated.

**Article XII: Amendments to the Constitution and Bylaws****Section 1-** Any member desiring to propose an amendment to the Constitution and/or Bylaws shall present a written and signed proposal to the Parliamentarian prior to a Governing Board meeting.**Section 2-** Amendments to the Constitution must be approved in the following order:

- A. A two-thirds (2/3) vote of the members of the Governing Board, in a duly constituted regular or special meeting.
- B. Written notice of proposed amendments must be given to the General Membership at least fourteen (14) calendar days prior to the vote on the proposed amendment.

- C. A majority vote of the General members present in a duly-constituted meeting of the General Membership or voting by electronic means.
- D. The Garrison Commander or his/her designated representative.

**Section 3** - Bylaws may be amended by a two-thirds (2/3) vote of the Governing Board in a duly constituted meeting or by electronic means.

**Section 4** - A Constitution Review Committee will meet biennially (for vote during odd-numbered years).

- A. This committee will review the Constitution and Bylaws and report its recommendation(s) to the Governing Board. The Parliamentarian will appoint the committee as outlined in Bylaws, Art.4, sec.6, item F.
- B. If amendment is necessary, copies will be made available to members for consideration at the next General Membership meeting as outlined within this Article, Section 2, Item C.

### **Article XIII: Adoption**

**Section 1** - All activities and functions of this association shall follow all Army and Post Regulations.

**Section 2** - This Constitution shall become effective immediately upon adoption in a duly constituted regular or special meeting of the General Membership with a majority vote of the voting members, or by email, and after approval of the Garrison Commander.

**Section 3** - Upon adoption, this Constitution shall supersede all previous Constitutions of the FRSC.

### **Article XIV: Dissolution**

**Section 1** - The General Membership may vote to dissolve this association at any time by a majority vote of the General members, provided it is without any provision to meet again in the future, or by the Garrison Commander, who may revoke permission to operate at any time.

**Section 2** - In the event of dissolution, all residual assets and properties, after payment of outstanding liabilities, shall be disbursed to the Community Assistance Fund. The Community Assistance Fund will be disbursed by a majority vote of the Governing Board. If there is no existing Governing Board, a majority decision of any remaining Executive Officers may direct the disbursement of residual net assets.

**Section 3** - If liabilities exceed assets, all current members shall be assessed their prorated share of the remaining debt after assets have been liquidated and disbursed toward debts and liabilities.

**Section 4** - Neither the installation nor the US Government will have any liability for this organization's actions or debts.

**Approval Date:**

**This Constitution was approved by the Membership at a General Membership Meeting or by Electronic Means on December 12, 2019. In witness whereof the following Officers affix their signature.**

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Chrissie Angell, President

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Melissa Strobel, Secretary

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Kasey Gilbert, Parliamentarian

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Date