

# OFFUTT ENLISTED SPOUSES CLUB

## BYLAWS

### Article I Name and Purpose

#### Section I Name

The name of this organization shall be the Offutt Enlisted Spouses Club, hereafter referred to as the "OESC".

#### Section II Purpose

Per the Internal Revenue Service (IRS), for the OESC to be exempt under the Internal Revenue Code Section 501 (c) (3), the OESC will be organized for charitable, educational, recreational and other nonprofit able purposes. Substantially, all the activities of which ae for such purposes and no part of the net earning will inure to the benefit of any private stake holder and will not provide pleasure or recreation on a commercial basis. In general, the OESC should be supported by membership fees, due, and assessments. The Offutt Enlisted Spouses Club will be operated exclusively as a charitable corporation.

### Article II General Provisions

#### Section I Authority

Upon approval of this Bylaws by the Installation Commander or delegated representative, the OESC shall operate as a private organization as defined in AFI 34-223 with no official status with or in the United States Air Force, and is not entitled to any sovereign immunities, privileges, insurance benefits, or other exemptions and advantages to which Non-Appropriated Funds Instrumentalities (NAFI) are entitled. Operation is contingent upon compliance with the requirements and conditions of all applicable Air Force Instructions

#### Section II Liability

The individual members of the OESC are jointly and severally liable for the obligations of this organization. Each member of the organization shall be given a copy of the Bylaws. Upon agreement to join, they will sign an acknowledgement that they have read the Bylaws and understand its contents.

## Article III Membership

Membership in the OESC is voluntary. Those who meet the eligibility requirements as defined in the Bylaws shall constitute membership. OESC will not discriminate on basis of race, color, sex, gender identity, sexual orientation, national origin, disability, religion, or ethnic group. Members have no financial benefit accrued from OESC membership and are liable under state laws for organizational debts in the event the OESC assets are insufficient to discharge liabilities.

Membership shall be in four (4) categories: Active, Associate, Courtesy, and Honorary

### Active:

- (1) Spouses of Active Duty, Reserves or National Guard personnel in the US Armed Forces, as well as spouses of retired military personnel.
- (2) Shall pay dues and have privileges of voting, holding elective and appointed offices, and participate in all OESC affairs.

### Associate:

- (1) Adult dependents of active or retired military personnel of the US Armed Forces.
- (2) Widow/widowers of military personnel of the US Armed Forces.
- (3) Unmarried former spouses of active or retired military personnel of the US Armed Forces who are still eligible for military-related privileges under the Former Spouses Protection Act.
- (4) Spouses of civilian personnel (GS8 and below).
- (5) Spouses of retired civilian personnel (GS8 and below).
- (6) Shall pay dues and have privilege of voting, holding appointive offices but cannot hold elective offices.

### Courtesy and Advisory:

- (1) May be extended to spouses of Installation Commander, Vice Commander, and Command Chief, who may serve as an advisor appointed by the President with the approval of the Executive Board.
- (2) May participate in OESC activities but shall not pay dues, vote, hold elective or appointed office or chair a committee.

### Honorary:

- (1) May be extended to spouses of active OESC members.
- (2) May participate in OESC activities, but not pay dues, vote, hold elective and appointive offices or chair a committee.

### Liaisons

- (1) Organizations with complimentary objectives may request and upon Executive Board approval have a designated Liaison.
- (2) Liaisons attend general membership meetings as a guest, do not pay dues, vote, hold elective and appointive offices or chair a committee.

Termination:

- (1) Members may voluntarily withdraw from membership at any time by submitting a resignation in writing to the Assistant Treasurer.
- (2) Membership shall be terminated when the member permanently departs from the vicinity.
- (3) Membership shall be terminated after investigation by the Executive Board, with a quorum approval vote, for activities involving discreditable conduct.

## Article IV Officers

The officers of the OESC shall include a President, a Vice President, a Secretary, a Treasurer, an Assistant Treasurer, and Parliamentarian.

### Section I Powers and Duties

#### **Elected Officers**

President:

- (1) Have usual powers of supervision and management as may pertain to the office and perform such other duties as designated by the Bylaws.
- (2) Preside at all meetings of the OESC General Membership, Executive Board, and Board of Governors.
- (3) Be ex-officio (non-voting) member of all committees and may not serve on the Nomination Committee.
- (4) Appoint the Parliamentarian, Advisor, and all Chairmen of the committees with the approval of the Executive Board, unless otherwise designated in the Bylaws.
- (5) Delegate, when necessary, additional duties to the Vice President.
- (6) Inform the Advisor of matters of concern to the OESC.
- (7) Make no motion, amendment and cast a vote only in the case of a tie within the General Membership Meeting.
- (8) The President can vote in elections by secret ballot.
- (9) Monitor and maintain correspondence through OESC email account.
- (10) Sign legally binding documents with the approval of the Executive Board.
- (11) Be signatory on OESC bank account.
- (12) Compile reports and prepare agenda for each meeting. Email meeting notice, agenda, and reports three (3) days prior to meeting of the Board of Governors, Executive Board, and the Membership.
- (13) Attend all board meetings.

Vice President:

- (1) Perform such OESC duties as assigned by the President and maintain a working knowledge of all club activities.
- (2) Assume the duties of the President in her/his absence.
- (3) Assume the office of President, if vacant until next election.



- (4) Assume the duties of Secretary in her/his absence at General Membership, Executive Board, and Board of Governors meetings.
- (5) Attend all board meetings.
- (6) Maintain an up-to-date inventory of all OESC property.
- (7) Be signatory on OESC bank account.
- (8) Shall be point of contact for childcare at General Membership Meetings.
- (9) Coordinate set up and refreshments for General Membership Meeting and plan occasional social functions (i.e., Chris Year Party and Ollie the Trolley).
- (10) Purchase tokens of recognition for outgoing board members.

Secretary:

- (1) Record and distribute the minutes of all regular and special meetings of the OESC to appropriate members.
- (2) Maintain separate record of all motions which have been adopted.
- (3) Maintain a current list of all officers, chairmen of all committees, and job descriptions; and distribute board rosters to the Executive Board and Board of Governors.
- (4) Prepare minutes for the for Annual Offutt Private Organization Review/Revalidation.
- (5) Maintain and have custody of official OESC records and documents.
- (6) Attend all board meetings.
- (7) Pick up mail from post office weekly and just prior to board meetings.
- (8) Distribute mail to appropriate person within two (2) days.

Treasurer:

- (1) Receive all funds belonging to the OESC.
- (2) Be responsible for payment of bills.
- (3) Receive written vouchers from each Chairman when expenditures occur.
- (4) Maintain record of all dues, funds, receipts, and expenditures.
- (5) Balance accounts monthly and provide an itemized report of expenditures, collections, and cash balances to the Executive Board at least three (3) days prior to monthly board meeting.
- (6) Provide copy of the approved budget and financial statements to Offutt Private Organization Monitor.
- (7) Be primary signatory on OESC bank account and dispense and sign checks for all authorized expenditures.
- (8) Attend all board meetings.
- (9) Chair the budget committee.
- (10) Maintain a separate account for all 501(c) (3) donations.
- (11) File all appropriate tax forms in accordance with state and federal laws.
- (12) Provide financial information to any OESC member upon request.

Assistant Treasurer:

- (1) Assume duties of Treasurer in his/her absence
- (2) Assume the duties of the Treasurer if vacant, until next election.
- (3) Register new members, issue welcome packets and collect dues.
- (4) Be signatory on OESC bank account.
- (5) Attend all board meetings,
- (6) Maintain membership roster, supportive spouses' roster, and nametags for all members.



(7) Accomplished duties as assigned per Bylaws.

**Appointed Officer:**

**Parliamentarian:**

- (1) Appointed by President with the approval of Executive Board to assist and advise on matters pertaining to parliamentary procedures.
- (2) Chair the Nomination, Bylaws, and Installation Program Committee.
- (3) Be custodian and interpreter of the OESC Bylaws and Governing Policies and AFI 34-223. Ensure the Bylaws are reviewed every two (2) years per AFI 34-223. Review and amend Governing Policies, as necessary.
- (4) Serve on Executive Board and Board of Governors as non-voting and makes no motions.
- (5) Is the OESC liaison with the 55<sup>th</sup> Wing, the legal office and FSS.
- (6) Receive all absentee ballots after election and hold all ballots until the next business meeting. If the election is not disputed, destroy all ballots.
- (7) Shall advise the Executive Board, the Board of Governors and the General Membership on all points of order and proper procedures in accordance with the OESC Bylaws, as well as the latest revised edition of Robert's Rules of Order.
- (8) Attend all board meetings.
- (9) Provide copies of Bylaws, and job descriptions.

Section II

Nominations, Elections, Term of Office, Succession

**Nominations:**

The Parliamentarian shall be the Chairman of the Nomination Committee. The Parliamentarian, at the February Meeting will request members to serve on the nominating committee. The committee shall consist of two (2) member from the membership and two (2) members from the Board of Governors. The committee will consist of no less than five (5) active members.

The Committee shall:

- (1) Nominate at least two (2) candidates, with the candidates' approval, for elective office, whenever possible. Only dues paying members in good standing can be nominated.
- (2) Will meet in February and as needed each year to prepare a slate of nominees for presentation to the General Membership at regular meeting in March.
- (3) Accept nominations from the floor at the March meeting, with prior consent of nominee.

A Nomination Committee member must resign upon becoming a candidate for office. The Nomination Committee shall replace such member.

**Elections:**

The Nominating Committee shall conduct the election, count the ballot and immediately report the outcome to the general membership.

Elections shall be held at the April General Membership Meeting.

Nominations from the floor will be accepted prior to the vote.

Voting will be by secret ballot, and the person receiving the greatest number of votes shall be the one elected. If there is a tie, then a second ballot will be done to break the tie. The numerical count of the ballot shall remain a secret. All ballots will be held until the next business meeting, and if the election is not disputed, they will be destroyed.

Absentee ballots shall only be submitted by current dues paying members who are in good standing and unable to attend Election Day. They must be received by the Nomination Committee Chair the day preceding the election to be counted.

In the event the nominee for each office runs uncontested, the Nominations Committee, at its discretion, may present the slate to the General Membership and call for election by acclamation.

**Terms of Office:**

The term of office is one (1) year. An elected officer may hold the same position for two (2) consecutive terms. If elected to a vacant position during an out-of-cycle election, and the elected position is held for under nine (9) months, it will not count as a full term. The member may be re-nominated to the same position during the next normal election cycle.

**Resignation:**

Resignation of the President shall be submitted in writing to the Vice President. The resignation of all other elected and appointed officers shall be submitted in writing to the President.

**Succession:**

Vacancy in the office of:

- (1) President shall be filled on interim basis by the Vice President.
- (2) Vice President shall be filled on interim basis by Secretary.
- (3) Treasurer shall be filled on interim basis by Assistant Treasurer.
- (4) Assistant Treasurer shall be filled on interim basis by Treasurer.
- (5) Secretary shall be filled on interim basis by Vice President.

Section III  
Committees

The OESC shall create as many standing and/or ad hoc committees as necessary to carry out the business of the organization. Each standing committee shall consist of a Chair, Vice Chairman and as many other members as deemed necessary by the Chair. President will appoint the Chair with Executive Board approval, and the Chair can name the Vice Chair. Chair shall attend all board meetings or send the Vice Chair.

**Standing Committees:**

- (1) Bazaar Committee shall oversee planning and implementation of Bazaar; and maintain the [oescbazaar@gmail.com](mailto:oescbazaar@gmail.com) account.
- (2) Budget Committee shall be composed of outgoing President and Treasurer, and incoming President and Treasurer, Fundraising Chair and one member from the general membership. It will be formed at the April General Membership Meeting. Committee shall prepare and present the budget at May Board of Governors Meeting and June General Membership Meeting.



- (3) Community Outreach Committee shall oversee volunteer opportunities that benefit and support the local community
- (4) Financial Review Committee shall consist of at least three (3) members appointed by Executive Board at May General Membership Meeting. Committee shall review financial records and present report at July General Membership Meeting.
- (5) Fundraising Committee shall plan and execute fundraising projects and coordinate with already established fundraising events which fall under other committees.
- (6) Nomination Committee See Article IV, Section II.
- (7) Publicity Committee shall coordinate with all other committees to cover all marketing of planned activities, as well as monitoring and updating OESC social media sites, literature, and marketing opportunities. The committee is responsible for acquiring photographs of OESC events and services for publicity purpose.
- (8) Scholarship Committee shall facilitate annual scholarship awards and ceremony. The committee is also responsible for rules, procedures and scoring applications.
- (9) Membership Committee shall promote the OESC to prospective members and be the point of contact for Membership Recognition per OESC Governing Policies. The committee is responsible for welcoming members and guests to meetings and socials, as well as organizing an annual membership drive.
- (10) Winter Wonderland Committee shall plan and implement the Winter Wonderland event held annually in December; and maintain the [oescwinterwonderland@gmail.com](mailto:oescwinterwonderland@gmail.com) account.

#### Appointment and Terms:

- (1) The President with Executive Board approval shall appoint all Standing and Ad Hoc Committee Chairs. Standing Committee chair appointments are for one (1) year. Ad hoc Committee chairs are appointments are until the task is completed, or the chair resigns.
- (2) An appointed chair may be reappointed to the same chairmanship.
- (3) No member may be appointed to chair more than one standing committee at a time; exceptions are Budget and Nominations.

#### Resignation:

Resignation of Standing or Ad Hoc Committee chair shall be submitted in writing to the President.

#### Succession:

Vacancy in the position of:

- (1) Standing Committee chair shall be filled by the Vice Chair.
- (2) Ad Hoc Committee chair shall be filled by the Vice Chair.



## Article V Finances

Finances shall be determined according to the fiscal year. The OESC defines their fiscal year as June 1 through May 31.

- (1) Dues for active and associate members shall be paid to the OESC on an annual basis. Dues are used for OESC expenses, programs, and special activities.
- (2) Checks drawn against the OESC bank account must be signed by two approved signatories.
- (3) The Executive Board may approve expenditures not exceeding \$300.00.
- (4) The Board of Governors may approve expenditures not exceeding \$500.00 and shall review the proposed budget during May meeting before proposed to the June General membership Meeting.
- (5) Fundraising will be used for expenses, programs and special activities. On-base fundraising shall be coordinated and approved in writing by the Installation Commander or designee as required by Air Force Instructions.

## Article VI Meetings and Quorums

### Section I General Meeting

General Membership Meetings shall be held a minimum of nine (9) times per year.

### Section II Special Meetings

Special Meeting of the OESC, Executive Board or Board of Governors may be called by the President.

### Section III Administrative Meetings

#### Executive Board:

- (1) Shall meet prior to each General Membership Meeting at a time and location designated by the President. The Executive Board consist of the elected and appointed officers.

#### Board of Governors:

- (1) Shall meet at least three (3) times a year. The Board of Governor consists of Executive Board and Chairs of Standing Committees.

Section IV  
Quorum

General Membership:

(1) A quorum for General Membership Meetings shall be at least one-fourth (1/4) of dues paying members in good standing.

Executive Board and Board of Governors:

(1) A quorum for Executive Board and Board of Governors shall be fifty percent (50%) of the members.

Article VII  
Amendment and Adoption

Section 1  
Amendment

The Bylaws may be amended by two-third (2/3) vote at any General Membership Meeting if announcement of the written and proposed amendment has been made to the general membership and posted for review for at least thirty (30) days. Any member in good standing may propose an amendment to the Bylaws. All amendments are subject to final approval by the Installation Commander or designee.

Section I  
Adoption

The Bylaws become effective upon adoption by an affirmative two-thirds (2/3) vote of dues paying members in good standing, review by Installation Judge Advocate, and final approval of Installation Commander or designee. The Bylaws shall be updated every two (2) years or when there is a significant change in the purpose. Any revision is subject to review by the Installation Judge Advocate, and final approval of Installation Commander or designee.

Article VIII  
Dissolution

Upon dissolution of the OESC all funds and property, real and personal, in excess of liabilities shall be given to charitable organizations in accordance with Air Force Instructions, IRS Regulations, and Nebraska State Nonprofit Corporation Act. If liabilities outweigh assets, all members can be held financially responsible.

In case of dissolution of the OESC, funds in the treasury, at the time, will be used to satisfy any outstanding debts, liabilities, or obligations. The balance of the assets will be disposed of as

determined by the membership. Dissolution of the OESC shall be made by majority vote of dues paying members in good standing.

The President shall notify 55 FSS/CC/CL of the intent to dissolve and provide a copy of a dissolution plan to 55 FSS/CC/CL within two (2) calendar days of the decision to dissolve.


## Article IX Insurance

The OESC shall secure adequate insurance and protection against physical injury and property damage claims commensurate with the risk involved.

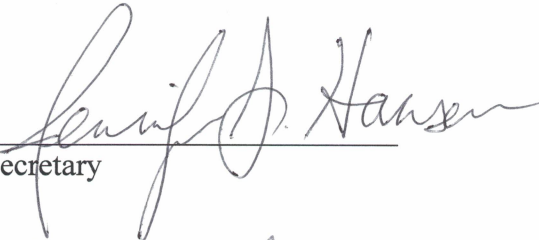
Approved by General Membership on March 7, 2019

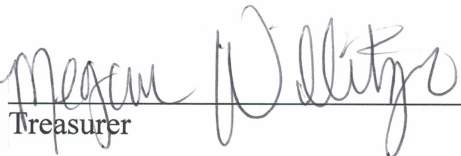
Amended on October 7, 2021

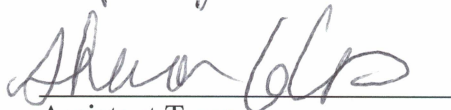
Signed:

  
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President

  
\_\_\_\_\_  
Vice President

  
\_\_\_\_\_  
Secretary

  
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Treasurer

  
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Assistant Treasurer

  
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Parliamentarian