

**CONSTITUTION
of
FORT WOOD COMMUNITY SPOUSES' CLUB
FORT LEONARD WOOD, MISSOURI**

**ARTICLE I
NAME**

The name of this organization will be the Fort Wood Community Spouses' Club hereafter referred to as, "FWCSC".

**ARTICLE II
PURPOSE**

The purpose of the FWCSC shall be to promote opportunities for its members to join in social, cultural, educational, and creative pursuits within the community. Members shall have the opportunity to volunteer support for fundraising activities in order to disperse donations to community welfare, projects, and scholarships.

This organization will neither propagate extremist activities nor advocate violence against others or the violent overthrow of the government.

This organization's activities will not seek to deprive individuals of their civil rights.

**ARTICLE III
PROVISIONS AND POLICIES**

SECTION 1. FWCSC does not contemplate financial gain or profit to the members thereof and is organized for nonprofit purposes.

SECTION 2. FWCSC shall be a private organization authorized to operate in accordance with Department of Defense Instruction 1000.15 dated December 20, 2005, with the written permission of the Senior Mission commander, Fort Leonard Wood, Missouri, or his representative.

SECTION 3. Members are personally liable if FWCSC assets are insufficient to discharge all liabilities.

SECTION 4. In case of any omission or conflict between this Constitution and the Department of Defense or other pertinent directives, the latter shall govern.

SECTION 5. This Constitution shall supersede all previous written Constitutions and ByLaws of FWCSC. A copy of this Constitution, any amendments, and Bylaws shall be provided to the approving authority of this private organization.

SECTION 6. Parliamentary and operating procedures not covered in this Constitution shall be governed by Bylaws, hereafter referred to as Bylaws, approved by the Governing Board of the FWCSA. All other questionable procedures shall be governed by "Roberts Rules of Order," The Modern Edition.

SECTION 7. A quorum at a regular or special meeting of FWCSA shall be one fourth of the voting members.

SECTION 8. This Constitution shall be adopted at a regular or special meeting of FWCSA's members, by some two thirds affirmative vote of a quorum of FWCSA's voting members present at said meeting, providing notice of the proposed adoption is given one month in advance to the voting members of FWCSA. The same provisions apply for amendments to the Constitution. Constitution and amendments become effective upon receipt of signed and dated approval documents from FWCSA's approving authority as stated in Section 2 of this Article.

SECTION 9. Bylaws

- a. Bylaws shall be adopted by and implemented by FWCSA's Governing Board.
- b. Bylaws include but are not limited to the following:
 - (1) Duties and responsibilities of the Executive Board, Governing Board, elected officers, advisory officers, and appointed officers.
 - (2) Nominations, membership, elections, meetings, quorums and voting, Constitution, adoption and amendment, financial management and insurance, volunteer reporting, and after action reports.
- c. Bylaws shall be reviewed at the June Governing Board meeting to determine necessary revisions; however revisions may be made any time of the membership year.
- d. A majority vote of Governing Board members present at any Governing Board meeting constitutes authority for revisions of Bylaws.
- e. Reviewed and revised Bylaws shall be provided in July to officers and chairpersons of the Governing Board.

**ARTICLE IV
MEMBERSHIP**

SECTION 1. The membership in FWCSA shall be voluntary and shall consist of honorary, active, and associate memberships. Descriptions, dues, terms, and privileges for each type of membership are in the Bylaws.

SECTION 2. Individuals eligible for active membership shall be spouses and surviving spouses of Armed Forces personnel: active duty, Reserves, National Guard, retired military, and active or retired DA civilians; and DA civilians.

SECTION 3. Individuals eligible for associate membership shall be members of the FLW community not eligible for active membership.

**ARTICLE V
OFFICERS**

SECTION 1. Elected officers of FWCSA shall be the president, a first vice-president, a second vice-president, a secretary, a treasurer, and an assistant treasurer.

SECTION 2. Advisory officers of FWCSO shall be:

- a. Honorary President. The spouse of the Commanding General, Maneuver Support Center and Fort Leonard Wood or his/her designated representative shall serve in this position.
- b. Honorary Vice President. The spouse of the Post Command Sergeant Major, Maneuver Support Center and Fort Leonard Wood or his/her designated representative shall serve in this position.
- c. Additional advisory officers of FWCSO shall be appointed at the discretion of the honorary president.

SECTION 3. Appointed officers of FWCSO shall be the parliamentarian and chairpersons of standing committees. Appointments shall be made by the FWCSO President with the approval of the Executive Board.

ARTICLE VI GOVERNING BODY

The governing body of FWCSO shall be an Executive Board and a Governing Board. The Executive Board shall be the elected officers, the advisory officers and the parliamentarian. The Governing Board shall be the elected officers, advisory officers, and appointed officers.

ARTICLE VII MEETINGS

SECTION 1. There shall be a regular meeting held monthly from September through May unless the Governing Board orders otherwise and due notification is made to the members of FWCSO.

SECTION 2. There shall be monthly meetings of the Governing Board.

SECTION 3. There shall be special meetings as designated in the Bylaws.

ARTICLE VIII FINANCES

SECTION 1. The revenue of FWCSO shall consist of income derived from membership dues, profits from Ways and Means sales, bank account interest, donations, and any other fundraising projects subject to the approval of the Directorate of Morale, Welfare, and Recreation, Fort Leonard Wood. Revenues shall come from events during a fiscal year running from June 1 to May 31.

SECTION 2. The Governing Board shall have management responsibilities of the revenue, which are fully outlined in the Financial Management of the Bylaws. The president, treasurer and assistant treasurer shall be bonded.

SECTION 3. FWCSO voting membership shall approve the annual Operating and Expense Budget, the semi-annual or annual disbursements of Welfare, and the annual disbursements of scholarships.

SECTION 4. The treasurer shall be custodian of the financial records. The treasurer shall prepare and submit monthly and fiscal year-end financial reports to the Fort Leonard Wood Garrison Commander and the Governing Board of FWCS. The treasurer shall submit all financial records for an audit to a qualified auditor (a public accountant or certified public accountant licensed by a State or other recognized licensing jurisdiction) or three FWCS members who hold no office. The Executive Board must approve the qualified auditor or the three FWCS members. The audit will be done biannually or when the financial duties are passed from one treasurer to another. It is the treasurer's responsibility to acquire the above mentioned services. A copy of the audit shall be submitted to the President and the Garrison Commander upon completion.

SECTION 5. FWCS acknowledges that, in accordance with Army Regulation, it may be responsible to reimburse the Army for any utilities it consumes in meeting or function space on demand, and agrees to pay any such expenses shown to be due to FWCS's operations. Fort Leonard Wood will normally waive this requirement in the best interest of community relations unless it is proven that FWCS utility consumption is expensive.

ARTICLE IX DISSOLUTION

In case of dissolution by some two thirds vote of the members or by direction of the Senior Mission Commander of Fort Leonard Wood, all residual assets and properties, after payment of outstanding debts, liabilities, and obligations, shall be disbursed as welfare to recipients determined by a majority vote of the Governing Board. If there is no existing Governing Board, a majority decision of any remaining officers may direct the disbursement of residual net assets. If liabilities exceed assets, all active members shall be assessed their pro-rated share of the remaining debt after assets have been liquidated and disbursed toward debts and liabilities.

Neither the Installation nor the Government will have any liability for this organization's actions or debts.

Revisions approved by a majority vote of the membership on this 19th day of April 2007.

Laura DuBois
Fort Wood Community Spouses' Club
2006-2007 President

Seleta Bean
Fort Wood Community Spouses' Club
2006-2007 Parliament

BYLAWS MEMBERSHIP

1. Eligibility is defined in FWCSA's Constitution.
2. Membership runs from June 1 to May 31.
3. Dues are \$20 per membership year or \$10 per half year (January to May).
4. Members may have guests at the monthly members meeting.
 - a. Guests eligible for membership can attend one meeting per membership year.
5. Membership is voluntary and consists of active, honorary and associate members.
 - a. **Active Membership**
 - (1) Will pay dues. Surviving spouses will not pay dues.
 - (2) Should live on Fort Leonard Wood or in the surrounding communities.
 - (3) Will have voting privileges.
 - (4) May hold elected or appointed officer positions on the Governing Board.
 - (5) May use FWCSA silver.
 - (6) May participate in all FWCSA activities.
 - (7) May attend Governing Board meetings if in good standing with FWCSA and giving notification to the president 24 hours prior to said meeting. Visiting members may observe or present an item of business to the board. Visiting members may participate in discussion of issues but may not vote.
 - (8) May request the president to call a special meeting by submitting a petition signed by one-fourth of FWCSA's voting members.
 - b. **Honorary Membership**
 - (1) Are invited to this membership category by the Governing Board, e.g. spouses of community leaders.
 - (2) Do not pay dues.
 - (3) May participate in activities but without voting or office-holding privileges.
 - c. **Associate Membership**
 - (1) Persons not eligible for regular membership may apply to the Governing Board for approval based on percentage of membership numbers.
 - (2) The number of associate members shall not exceed twenty percent (20%) of the active membership.
 - (3) Associate members shall pay dues and have voting privileges, but may not serve on the governing board.
6. Termination of membership with no refund of dues will occur when:
 - a. There is permanent departure from the Fort Leonard Wood area during the club year.
 - b. There are two consecutive months of non-payment on luncheon bills or returned checks.
 - c. There is written resignation.
 - d. There is a change of status affecting membership eligibility.
 - e. There is just cause, upon consideration and majority vote of the Governing Board.
7. The first vice-president has responsibility for all aspects of membership.

BYLAWS EXECUTIVE BOARD

1. Persons representing this board are the elected officers, advisory officers, and the parliamentarian. Elected officers and advisory officers are listed in Article V of the Constitution.
2. This board serves in an advisory capacity to the president and may transact emergency business between Governing Board meetings.
3. Any board member may call a special meeting of the Executive Board providing all members are duly notified.
4. Actions requiring a vote of the Governing Board or the voting FWCS members will not be executed by this board.
5. A phone or electronic mail vote of the Governing Board may be ordered by the president after a special Executive Board meeting if an action is immediately required.

BYLAWS GOVERNING BOARD

1. Persons representing this board are the elected officers, advisory officers, and the appointed officers. Members meet monthly on a specific date, time, and place determined by a majority vote of the Board or at a special request of the President. Appointed officers are (but are not limited to): Parliamentarian, Ways & Means, Scholarships, Welfare, Activities, Historian, Postscripts, Public Relations, Fundraising (Craft, Basket, and Wild West), and Reservations.
2. The duties of the members of the Board are written in these Bylaws for their respective positions, those specified in the FWCS Constitution and these Bylaws. All board positions will have a written Detailed Operating Procedure, hereafter referred to as "DOP", approved by the Executive Board. The President and the Parliamentarian will maintain copies of these DOPs.
3. Duties in these Bylaws include but are not limited to the following:
 - a. Members will be present at each Board meeting or notify the president of their absence. Should a member miss two consecutive monthly meetings without notification, the president should inquire as to the circumstances. At the discretion of the president, an Executive Board meeting will be called to discuss dismissal of said board member. If dismissal is required, the president will appoint a new officer for the position. If the position is an elected officer, the Governing Board must approve the appointment.
 - b. Members will submit a monthly report (preferably typed, but may be handwritten), to include any agenda items, one week before each meeting. If the president does not receive notice of an agenda item, she has the authority to table the item until the next regularly scheduled meeting. There should be three copies, one for the president, one for the secretary, and one for the member's notebook. DOP will be followed for reporting volunteer hours.
 - c. Members should support revenue-producing activities.
 - d. Members should attend regular membership meetings.

- e. Members should appoint their own committee members with notification to the president unless otherwise stated in Constitution or Bylaws.
- f. Members will submit a proposed budget for income and expenditures, if required for their position, at the July meeting.
- g. Members will maintain a notebook including but not limited to the following:
 - (1) One copy of current Constitution and Bylaws
 - (2) A list of current board members
 - (3) A list of FWCSA membership
 - (4) Copies of agendas and minutes from current year board meetings
 - (5) Copies of treasurer's reports for the current year
 - (6) Copy of the tax exempt letter
 - (7) Copy of monthly report of position
 - (8) Contracts necessary for position, explained in position Bylaws and DOPs
 - (9) Copies of after-action reports, budgets, and requests for reimbursement for current year
 - (10) Copies from the previous year including but not limited to:
 - (a) After-action reports
 - (b) Contracts
 - (c) Constitution, Bylaws and DOPs
 - (d) Approved budgets and budget requests
 - (e) Requests for reimbursements
 - (f) Any other documents required in respective position DOPs
 - (11) Board members will turn over notebooks to include an end of year after-action report, to the president upon resignation or termination of membership from FWCSA; to their replacement at the May joint Governing Board meeting; or to the president no later than May 31. DOP for after-action reports will follow.
- h. Requests for revisions to members' respective Bylaws or DOPs will be submitted at the June board meeting, provided the member has at least one week to review the notebook. Any other requests for revisions during the remainder of the FWCSA year must be made directly to the president and subsequently reviewed by the Executive board at the soonest date possible.
- i. Resignations must be submitted in writing to the president and will become effective immediately.
- j. Each officer position only has 1 vote, especially in the case where there are co-chairs for appointed positions. All co-chairs may attend Board meetings, but only 1 vote for that position will be counted.
- k. One vote will be shared by the 'Fundraising Chairs', (Craft, Basket, and Wild West).
- l. Phone or electronic mail votes may be ordered by the president and carried out by the parliamentarian, if special meetings are not possible and a vote of the Governing Board is required immediately. The board member will give a simple yes or no vote when being contacted. A quorum is required in accordance with these Bylaws. A majority vote will be required to pass any measure.
- m. Voting may be by show of hands or secret ballot at the discretion of the president. Absentee ballots are not accepted.
- n. Governing board members will be reimbursed for childcare at the Child Development Center rate for Board meetings and membership meetings when attendance is required for their position or requested by an Executive Board member.

BYLAW MEETINGS

1. A Membership Signup special meeting will be held in August. DOP for this event is the responsibility of the 1st Vice President.
2. Regular FWCSO meetings will be held monthly from September through May. DOP for these meetings is the responsibility of the 2nd Vice President.
3. The Governing Board will meet monthly. DOP for these meetings is the responsibility of the President.
4. Special meetings of the Executive Board, the Governing Board, or FWCSO may be called to conduct business that cannot be conducted at regularly scheduled meetings because of content or timely matters. An attempt must be made to notify participants and inform them of the intent of the meeting. Instructions for these meetings are included in these Bylaws for the Executive Board, the Governing Board, and the Membership.
5. Meetings of standing committees will be held according to these Bylaws and their respective DOPs.

BYLAWS QUORUM AND VOTING

1. Quorums.
 - a. A membership quorum is one-fourth of the voting members of FWCSO, to include proxy votes.
 - b. An Executive Board or Governing Board quorum is two-thirds of its members, to include proxy votes.
 - d. A special meeting called of the Governing Board will require a quorum of two-thirds of its members to include proxy votes in order to conduct business.
2. Voting.
 - a. At a regular or special Governing Board meeting, an affirmative vote, or negative vote, or abstention is obtained by a majority. Other requirements are listed in these Governing Board Bylaws.
 - b. At a regular FWCSO meeting, quorum requirements must be met before voting can take place. The parliamentarian will report voting outcome to the president no later than the next scheduled Governing board meeting for inclusion in the meeting minutes. Voting results will be announced at the next regularly scheduled FWCSO meeting and published in the next issue of FWCSO newsletter. Other requirements are included in these Bylaws for Election of Officers and Constitution Adoption and Amendments.
 - c. Voting at regular or special Governing Board meetings may be by secret ballot or show of hands. The parliamentarian will count the vote and report to the president. The president will then announce the voting results to the Board.
 - d. Absentee ballots are not accepted.
 - e. Proxy votes will be accepted upon written consent of an eligible member and presented by their representative attending the meeting. The parliamentarian will maintain consent forms for proxy votes.

**BYLAWS
CONSTITUTION ADOPTION AND AMENDMENTS**

1. Adoption of Constitution will be obtained by a two-thirds affirmative vote of a quorum of FWCSA voting members. A quorum is one-fourth of the voting members. Notice of motion to adopt or amend the Constitution must be given at least one month prior to the vote. Discussion between Governing Board members and voting members should take place during this time. Proposed Constitution should be published in the FWCSA newsletter for review one month prior to expected vote.
2. Justifications for needing an adoption of the new Constitution would be a major change in membership eligibility, a major change in purpose of FWCSA, etc.
3. Amendments to the Constitution should be for major changes, such as changes required by the approving authority, etc. When possible, issues should be resolved by revising Bylaws rather than amending the Constitution.
4. The parliamentarian will chair a committee to review the Constitution when the Governing Board and/or membership deem necessary. The honorary president may sit on this committee at her discretion. Others on the committee could be any FWCSA members who have expert knowledge of the issues at hand. After the committee reviews the Constitution, proposed revisions should be submitted at the next regularly scheduled Governing Board meeting for discussion and subsequent vote.
5. A proposed amendment from outside the Governing Board must be signed by ten club members and submitted in writing to the Governing Board at a regularly scheduled meeting. Notice to attend meeting must be given in accordance with membership Bylaw privileges. If proposed amendment is approved by the Governing Board, it will be presented to the voting membership at the next regularly scheduled member meeting. A vote on the proposed amendment will take place at the following month's regularly scheduled member meeting.
6. The Governing Board will have the authority for recommending or repealing an amendment in a regular or special meeting of the board in accordance with the quorum and voting Bylaws.
7. Amendments to the Constitution will become effective immediately upon approval of the Club membership, subject to receipt of approval documents from the DMWR of Fort Leonard Wood.
8. Review and Revise Committee procedures are outlined in the Parliamentarian DOP.

**BYLAWS
NOMINATIONS**

1. Nominations for elected officers will be made by a Nominating Committee. Persons being nominated may come from the active membership of the FWCSA. The Nominating Committee will choose a slate from all eligible persons being considered for office. The parliamentarian will chair the Nominating Committee. The committee will include the honorary president, the honorary vice president, advisors, and at least two FWCSA members.

3. Members of the committee will canvass the active FWCS membership to find prospective candidates for elected offices. Permission will be obtained from prospective candidates before their nomination.
4. Prospective candidates should be sought from the active FWCS membership at member meetings several months prior to the actual slating of candidates. All names of prospective candidates will be given to the parliamentarian or the president of the FWCS.
5. The nominating committee should meet once in February to discuss prospective candidates and nominate a slate of officers. In March, nominees should be announced at the member meeting and then the meeting should be opened for additional nominations from the floor. Nominations will be accepted upon a second and with the prior consent of the nominee. A dual slate of candidates should be the goal for the Nominating Committee whenever possible.
6. The slate of candidates should be published in the March and April FWCS newsletters. A short biography on each candidate including volunteer and/or work experience may be included in the newsletter to familiarize the FWCS members with the candidates.
7. Procedures for selecting the Nominating Committee are included in the Parliamentarian DOP.

BYLAWS ELECTION OF OFFICERS

1. Elected officer positions are the president, 1st vice president, 2nd vice president, treasurer, assistant treasurer, and secretary.
2. A quorum for election of officers is one-fourth of the voting membership.
3. Elections for officer positions are by secret ballot prepared by the parliamentarian.
4. Ballots will be distributed and collected at the April members meeting by the parliamentarian.
5. The parliamentarian and the president will count the vote at the April meeting, provided they are not candidates on the ballot. If one or both of these officers is a candidate, the honorary president will appoint one or two other present board members who are not candidates to count the vote. Positions which have only one candidate will be elected by acclamation (i.e., acceptance without secret ballot). The candidate who receives a plurality (the larger number) of votes cast for the position will be elected.
6. Elected officers will be announced before the closing of the April meeting by one of the persons counting the vote.
7. Installation of elected officers will be at the May members meeting. The DOP for Installation of Officers will be followed for this ceremony. Each officer will serve one year commencing June 1 and ending May 31 of the following year. Officers are authorized to assume whatever duties deemed necessary for the coming year immediately upon

election. This is necessary in case an officer departs the area during the time frame between the April elections and June 1.

8. No individual will occupy the same elected position in the FWCSA for a period longer than 2 full and consecutive years.

9. Vacancies of elected officers will be filled as follows:

a. Should the office of president become vacant, the 1st vice president will assume the duties of president.

b. Vacancies occurring in any elected position will be filled at the discretion of the president and approved by a majority vote of the Governing Board members.

BYLAWS FINANCIAL MANAGEMENT

1. The Governing Board has the responsibility of financial management for FWCSA revenues. The FWCSA Constitution will be referred to for liabilities and financial reporting under Article III, Section 3, Provisions and Policies, Article VIII, Finances, and Article IX, Dissolution.

2. The treasurer is the custodian of all financial records.

3. Management will be executed by a yearly budget consisting of income and expenditures of Operating, Welfare, and Scholarship Accounts.

4. A budget meeting should be held in June to discuss expected yearly income and expenditures. The treasurer is responsible for organizing the meeting. The following board members should be present: honorary president, honorary vice president, advisors, president, 1st vice president, 2nd vice president, assistant treasurer, treasurer as chairperson, secretary, parliamentarian, and ways and means. Following the budget meeting the treasurer will prepare a proposed budget for the next scheduled Governing Board meeting in July. In July, the Governing Board will review the proposed budget, make any necessary revisions, and vote to approve. The proposed budget will be presented to the active membership at the regular membership meeting in September for approval. Upon approval, the Governing Board will implement this budget for managing FWCSA revenues and obligations. In January, a budget meeting should be held to review the budget and propose necessary revisions. Any revisions must be presented to the Governing Board for approval in January. DOP for quorum and voting will be followed in approving a proposed budget and any proposed revisions.

5. The Governing Board will approve actual expenditures within the budget guidelines and the purpose for which the FWCSA is established. The Governing Board must authorize any expenditure exceeding \$100.00 not designated in the budget. A single item expenditure of over \$500.00 not covered in the budget must be approved by the regular membership.

6. The Operating Account will be funded by membership dues, donations, 100% of revenue generated by Ways and Means, bank account interest, and up to 30% of revenues generated by fundraising projects. The treasurer will make disbursements from the Operating Account for debts, liabilities, and obligations incurred in operation of

the FWCS. Disbursements will be made in a timely manner and in accordance with the FWCS Constitution.

7. The Welfare and Scholarship Accounts will be funded by a minimum of 70% of revenues generated by fundraising projects, and by any designated donations for welfare or scholarships acquired by the FWCS. The revenue generated by each fundraising project to fund Welfare and Scholarship accounts will be divided as follows:

- a. Welfare will receive a minimum of 40%, and
- b. Scholarships will receive a minimum of 60%.

8. Disbursements from the Welfare and Scholarship Accounts will be made to organizations, agencies, and/or individuals after approval of welfare and scholarship committees, the Governing Board, and the regular members. Welfare and Scholarship DOPs will be followed to distribute applications and select recipients for welfare and scholarships from the FWCS. Welfare disbursements may be semi-annual or annual disbursements.

9. The president, treasurer, and assistant treasurer will be authorized signatories of the FWCS bank checking account and will be bonded by a reputable bonding firm for a sum sufficient to protect the FWCS from loss.

10. At the end of the fiscal year or membership year, the Governing Board will ensure a sufficient cash reserve as a minimum of \$2,500.00 (uncommitted) remaining in the FWCS bank account to meet financial obligations that extend beyond its term of office.

11. During the FWCS year, if the Operating Fund is insufficient to meet the financial obligations of the FWCS, the Governing Board may authorize a transfer of 10% or less of the funds from the Welfare and Scholarship Accounts to the Operating Account. These must be uncommitted funds and the transfer may occur only once during each FWCS year.

12. During the FWCS year, if the Operating Fund exceeds the amount budgeted, the Governing Board may authorize a transfer of funds to the Welfare and Scholarship Accounts.

BYLAWS AFTER ACTION REPORTS

1. After Action Reports (AARs) will be written for the following: all fundraising events, amendments to Constitution or these Bylaws, board positions, meetings held by special committees, and any other important activities needing documentation.

2. AARs should include, but are not limited to:

- a. Detailed day-to-day or month-to-month report of activities, meetings, etc.
- b. Copies of correspondence, forms, etc.
- c. Copies of reimbursement requests and their receipts.
- d. Volunteer hours.
- e. Comments and suggestions accumulated during activities.
- f. Copies of applicable financial reports (income and expense), if available.

3. The signed original will be provided to the president. One copy will be provided to the secretary and a file copy will be maintained in the notebook for that position or activity.