

**ACADEMY SPOUSES' CLUB
CHARITABLE AND SOCIAL CONSTITUTION**

November 2012

ARTICLE I – NAME

The name of this organization shall be the Academy Spouses' Club and shall hereinafter be referred to as the ASC.

This charitable and social association is a Type III private organization as defined in AFI 34-223 Private Organization (PO) Program, in accordance with sections 501(C)-3 and 501(C)-7 of the Internal Revenue Code.

ARTICLE II – OBJECT

Section A

The purpose of this organization is two-fold:

1. To raise, administer and distribute funds for charitable, educational and military purposes. Its function is to provide funding for scholarships, donations to on- and/or off-base organizations at the discretion of and approval by the ASC Board organizations qualifying under Section 501-C-3 of the Internal Revenue Code,
2. To foster a spirit of good fellowship through the provision of social, cultural, and recreational activities among its members.

Section B

The ASC is operated exclusively for non-profit purposes and no monetary benefit accrues to its members. Operation is contingent on the requirement and conditions of all applicable Air Force Instructions and with consent of the 10th Air Base Wing Commander (hereinafter referred to as the 10 ABW/CC).

ARTICLE III – MEMBERSHIP

Membership in the ASC will be voluntary and will be classified as Active, Associate, and Honorary as defined in the By-Laws. No membership will be denied to those eligible because of race, creed, sex, color, religion, or national origin.

ARTICLE IV – ADMINISTRATION

The board members of this organization shall be Honorary, Elected, and Appointed:

Section A: Executive Board

1. Honorary Board Members (Advisors)
 1. The Honorary Presidents will be the spouses of the USAFA Superintendent and the USAFA Command Chief or their designee(s) to be re-selected annually with the newly elected Executive Board. Additionally, Advisors shall be drawn from the USAFA mission partners of the Commandant of Cadets, Dean of Faculty, the 10 ABW/CC, Athletic Director, USAFA Prep. School, 306th FTG or designated alternates. These individuals shall be known as the Advisory Council.
2. An Advisor shall pay dues, have rights and privileges of an Active Member and attend all USAFA ASC Board meetings in an Advisory capacity, without vote. However, as an Active Member, he/she has the right to vote at all meetings on the membership at large and when in Contingency Operations he/she has the right to vote at all Advisory Council meetings.

3. Elected Board Members
 1. President (The President has the right to vote at all meetings on the membership but only votes in case of a tie situation during Board Meetings).
 2. First Vice President
 3. Second Vice President
 4. Secretary
 5. Operational Treasurer
 6. Welfare Treasurer
4. The Parliamentarian shall be a non-voting appointed officer, by the ASC President.
5. The ASC Executive Board consists of the following positions: President, First Vice President, Second Vice President, Parliamentarian, Secretary, Operational Treasurer, Welfare Treasurer

Section B: ASC Board

The ASC Board is a body consisting of the Executive Board, Advisory Council and the Chairs of the Standing Committees. The ASC Board shall meet once a month unless otherwise designated by the President. It shall formulate all ASC policies and procedures and be responsible for the administration of all social and charitable endeavors.

Section C: Thrift Shop Advisory Board

1. All members of the Thrift Shop Advisory Board must be ASC members in good standing. The Thrift Shop Advisory Board will consist of the ASC Honorary Presidents, the ASC President, the Second Vice-President, Parliamentarian, Secretary, Welfare Chair, Welfare Treasurer, Thrift Shop Chair(s)_or ASC 2nd President may invite the Thrift Shop Cashiers, Day Chairs and/or Bookkeeper (as non-voting participants).
2. The Thrift Shop Advisory Board will meet quarterly and/or at the discretion of the members of the Board. Minutes of the meeting must be prepared by the ASC Secretary and provided to each board member.
2. The ASC Thrift Shop Chairperson(s) shall be an ASC member in good standing and is appointed by the President of the ASC each spring.
3. Appointment of the ASC Thrift Shop Advisory Board shall be made annually during the month of June for a one-year term. Members may serve more than one year, if re-appointed. All members are required to obtain and review the ASC Thrift Shop Constitution. The ASC Second Vice-President or his/her designee is the presiding officer over the board and throughout the year.
4. Minimum Board attendance shall consist of ASC President, Honorary President or Advisor, Second Vice President, ASC Thrift Shop Chairperson, Welfare Treasurer and Parliamentarian.
5. All Board members with voting rights shall vote to pass the following such items quarterly or annually at the discretion of the presiding officer: hiring paid contractors, policy issues, etc. The presiding officer only votes to resolve a tie vote. If the presiding officer cannot attend then the President of the ASC will fill in his/her place and vote accordingly. In the absence of the additional voting members, a representative may be appointed to attend and vote, providing he/she is a member in good standings in the ASC. The presiding President, Honorary President, and ASC Advisor are Non-Voting members of the board.
6. The power of administration, management, operation and selection of the beneficiaries of funds generated by ASC Thrift Shop shall be vested in the ASC Thrift Shop Advisory Board. A copy of the minutes will be provided to each Board Member, placed in the Thrift Shop files, and posted.
7. Members of the ASC Thrift Shop Advisory Board shall maintain the confidentiality of the board meeting proceedings. No outside visitors may attend a board meeting without prior approval from the presiding Thrift Shop Advisory Board officer.
8. The Thrift Shop Advisory Board shall submit an annual budget to the ASC Board for review and approval.
9. The Thrift Shop Advisory Board shall submit the budget for a mid-year review by the ASC Board.
10. Any proposed payment out of the ASC Thrift Shop funds in excess of one-hundred dollars, \$100.00 not provided for in the annual budget must receive prior approval by the ASC Thrift Shop Advisory Board.

ARTICLE V – MEETINGS AND QUORUMS

Section A: Meetings

1. The ASC Board year from 1 June 1st to 31 May 31st, meetings and activities shall be held on the first Thursday of each month as provided in the By-Laws.
2. Special meetings of the General Membership may be called at any time by the President with the approval of the ASC Board or upon written request of thirty percent of the Active Membership.
3. Elections by secret ballot shall be held yearly at a General Membership meeting. All Active and Associate members in good standing are eligible to vote. Absentee ballots from eligible members are allowed.
 1. Parliamentarian with the Nominating Committee shall assemble the slate of candidates, to include open nominations from the floor, and supervise the election.
 2. Officers will be elected by simple majority, with the President casting a sealed ballot to be open only in case of a tie.
 3. If there is only one candidate for each office, a simple show of hands vote may be taken to elect the whole slate of board members.
 4. Induction of elected Board Members will occur at the next general membership meeting.
 5. The newly elected ASC Board shall hold their first meeting on the first Thursday of June and then the first week of August, after the summer break.

Section B: Quorums

1. ASC Board
 1. At any General Membership meeting, a quorum shall consist of at least one tenth of the Active and Associate members present.
 2. A quorum for the ASC Board meeting shall consist of two-thirds of the presently filled board voting positions. A proxy, defined here as any ASC member in good standing who is designated by an absent board member, may vote in the absent board member's stead.
2. Absentee voting will be allowed via e-mail to President or Parliamentarian.
3. Thrift Shop Advisory Board

A quorum shall for the Thrift Shop Advisory Board meeting shall consist of at least two-thirds of the filled positions on the board, not to include the Day Managers, Cashiers or Bookkeeper.

ARTICLE VI – FUNDING

Funding of this association shall be provided by members' dues, donations, fund-raising functions, and Thrift Shop earnings.

ARTICLE VII – THRIFT SHOP

Section A: Purpose

The purpose of this organization shall be to provide a service and to promote a profitable operation with the money earned to be donated to scholarships and other charitable activities. No part of the ASC Thrift Shop's gross earnings may be used to benefit, financial or otherwise, any person having a personal or private interest in the activities of the Thrift Shop.

The ASC Thrift Shop operates with the approval of the ASC Board and the 10 ABW CC, or, when in contingency operations, the ASC Advisory Council.

Section B: Patrons

The ASC Thrift Shop provides authorized personnel a convenient venue for the sale or purchase, of previously owned personal or household merchandise. Authorized personnel consist of any active duty, retired guardsmen or Reserve military on active duty, and all customers with DoD I.D. card privileges and civilian personnel of the Armed Forces.

Consigned items shall be entered onto a consignor contract, by persons of the age of 18 or older and those who possess a valid DoD ID card as mentioned in the above paragraph. One (1) account per household/per family, regardless of dual military shall be authorized. Each consignor will be allowed to consign the maximum amount of items allowed daily unless, under the direction of the Manager the amount of items are reduced in number. Several items are regularly posted on the ASC Thrift Shop do not take list due to management concerns.

Section C: Hours of Operations

The ASC Thrift Shop hours will be determined by the Thrift Shop Advisory Board. The operations of the Thrift Shop shall be supervised by the ASC Board and the Thrift Shop Advisory Board, using the approved Thrift Shop Constitution and By-Laws. The ASC Thrift Shop will be closed on Federal Holidays and USAFA designated Family Days throughout the year. The ASC Thrift Shop follows Colorado Springs School District 20 *Inclement Weather Schedule*. Should School District 20 indicate delayed or closed schedule, the ASC Thrift Shop will be closed.

Section D: Financial Responsibility

The ASC Thrift Shop will work on a fiscal year of 1 June through 31 May. An annual review shall be conducted at the end of the fiscal year, upon any changes of the bookkeeper and at the discretion of the ASC Thrift Shop Board. A qualified auditor must be retained to do the review; the auditor must have no connection to the ASC Thrift Shop. A copy of this review will be provided to the ASC Board as well as on file in the ASC Thrift Shop and on file with the 10th ABW CC. The ASC will be responsible for handling all requirements for the federal and state tax purposes; Such as tax forms to be filed for the non-profit reports. All checks issued by the ASC Thrift Shop will be signed by the ASC Thrift Shop Bookkeeper. The volunteers and paid workers shall be covered by workman's compensation insurance at the expense of the Thrift Shop. Insurance for the Thrift Shop will be paid by the ASC Thrift Shop. An itemized monthly financial statement will be provided to the ASC Thrift Shop Chairperson by the Bookkeeper. Access to funds and the checkbook in the safe is limited to the Bookkeeper, and the ASC Thrift Shop Chairperson(s). The amount of funds stored overnight is not to exceed \$300.00. A list of all persons who have safe access and access to the building by key will be available. The Cashiers are required to deposit all monies on a daily basis and request change to ensure that the correct funds are available for the next business day. The deposit slip is to be returned to the Bookkeeper the next business day. All monthly proceeds after expenses will be giving to the ASC in support of their Scholarship and Charitable endowments.

Section E: Contractors

The ASC Thrift Shop may have service contracts for various positions as deemed necessary by the Thrift Shop Advisory Board. Service contracts for these positions operate on fiscal year, 1 June through 31 May. Each contract shall be reviewed at the end of the fiscal year for continuance in the stated position.

In the event of an vacancy in a position (due to removal, resignation or new position creation), application/resumes will be accepted for a 30-day period. At the end of the 30-day period all applicants will be interviewed. All Applicants must be able to obtain a pass to access the military installation. The ASC Thrift Shop Interview Committee shall be comprised of, but not limited to ASC President, ASC Thrift Shop Chairperson, Second Vice President and an Advisor. Upon completion of the interviews, a recommendation will be made to the ASC Thrift Shop Advisory Board for their approval.

ARTICLES VIII – PARLIAMENTARY AUTHORITY

All Parliamentary procedures not covered by this Constitution shall be governed by *Robert's Rules of Order, Newly Revised*.

ARTICLE IX – AMENDMENTS, REVISIONS AND ADOPTIONS

Amendments

1. Any proposed amendments to the Constitution or By-Laws shall be:
 1. Presented to and approved by the ASC Board or, when in contingency operations, the Advisory Council.
 2. Read at the next General Membership Meeting.
 3. Published and made available for examination by the General Membership for at least 30 days.
 4. Revised or revoked at a regular business meeting by at least two-thirds vote of the total membership at the meeting.
2. All adopted amendments will be submitted to the 10 ABW CC for approval.
3. In the event that any provision of the Constitution or By-Laws are deemed illegal or contrary to the Air Force Directive, such portion shall be deemed changed administratively.

ARTICLE X – CONTINGENCY OPERATIONS

In the event that three (3) of the seven (7) Executive Board positions are not, or the position of the President or First Vice President, is not filled by the new board year, the ASC will continue to operate under the supervision of the Advisory Council according to the rules established in the By-Laws.

ARTICLE XI – LIABILITY

Liability and property damage insurance against claims or lawsuits that may arise from commission or omission of members when acting in any capacity for or participating in the activities of the organization has been purchased.

Such insurance coverage will expressly provide that neither the United States nor any non-appropriated fund instrumentality will be liable for any claims or judgments against the organization or its members. All members acknowledge that each is personally, jointly and severally liable for the debts and liabilities incurred by this organization.

ARTICLE XII – FINAL DISPOSITION OF FUNDS

Upon dissolution of the ASC, all funds and properties in excess of liabilities shall be disposed of in the following manner: the Executive Board or, when in contingency operations, the Advisory Council, shall recommend to the membership a course of action, it shall be voted on by a two-thirds vote of the Active Members present and approved by the 10 ABW CC or his/her designee. All members shall be responsible if assets do not cover liabilities.

ASC President

ASC Parliamentarian

10 ASC Legal ABW/ JA

ASC 10th ABW/CC

AMENDMENT I:

Section 1: Name Change

The Air Force Academy Wives' Club shall now be known as the US Air Force Academy Spouses' Club.

The Air Force Academy Officers Wives ASC Thrift Shop, The Air Force Academy Officers Wives Club Thrift Shop shall now be known as the US Air Force Academy Spouses' Club Thrift Shop.

AMENDMENT II:

Section 1: Academy Ladies

Academy Ladies are a group of women who represent the ASC and USAFA families at funerals for all military service members and their dependents who are eligible for burial at the USAFA cemetery. Men who join the group are called Academy Gentlemen. Academy Ladies will fall under the guidance of the Academy Spouses' Club. The Academy Ladies membership is open to any with a connection to USAFA who would like to honor those being laid to rest at USAFA. Funding for the Academy Ladies will be provided under the operational budget. A chairperson will represent the Academy Ladies on the ASC Board.