

**Misawa Officers' Spouses' Club  
Constitution and By-Laws  
2019-2020**

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# Misawa Officers' Spouses' Club Constitution and By-Laws

## Article I-Name and Authority

### A. Name

1. The name of this organization shall be the Misawa Officers' Spouses' Club, hereafter referred to as "MOSC", and is established pursuant to the provisions of Air Force Instruction 34-223 and in accordance with all applicable civil and military laws and conditions of all applicable Air Force regulations.
2. MOSC is a private organization operating on Misawa Air Base under the written consent of the Commander, 35<sup>th</sup> Mission Support Group.

### B. Authority

1. The MOSC shall operate as a non-profit organization. In accordance with the Pacific Air Force Spouses' Club Handbook and the Directorate of the Staff Judge Advocate, Spouses' Clubs that are outside of the United States are not subject to taxation by U.S. Authorities (AFI 34-223). This means MOSC does not file for exemption or file annual information with the Internal Revenue Service (IRS) according to Pacific Air Forces Directorate of the Staff Judge Advocate.
2. The MOSC Constitution and By-laws shall dictate procedures and rules for all members; "Robert's Rules of Order" shall govern all parliamentary procedures not covered in the MOSC Constitution and By-laws.

## Article II-Purpose

The MOSC is a social organization with the purpose of fostering friendship and camaraderie among and between members, through meetings, projects, and programs; and to sponsor charitable, educational, international activities furthering relations between both military and civilian organizations beneficial to members of the Armed Services and community. After all expenses of the MOSC are met, any and all monies derived from the activities of the MOSC will be used solely for charitable purposes, to include scholarships.

## Article III-Membership

- A. This organization will conduct itself in a manner that is free of racial discrimination and provide equal opportunity and treatment for all members and prospective members regardless of their race, color, age, religion, sex, national origin, ethnic group, gender, or handicap according to AFI-34-223.
- B. MOSC Membership is required for all MOSC activities unless otherwise determined by the Board of Governors.
  1. Membership is open to members of the DOD Community and military families from all of the US Armed Forces stationed, assigned, or residing in Misawa, Japan as specified in section C below.
  2. Membership is voluntary.
- C. Membership consists of Active, Associate, Advisors, and Honorary Members as described herein.
  1. **Active Members** are entitled to vote and hold office. Spouses of active duty military officers who are assigned to Misawa AB are eligible for active membership. Active Members in Good Standing is defined as:
    - a. Dues paid in full
    - b. Verified by Membership Chair

2. **Associate members** are entitled to vote, may chair any Standing Committee and may be elected to the Executive Board in case of a vacancy. The following are eligible for Associate Membership:
  - a. Active duty military officers who are assigned to Misawa AB.
  - b. Spouses of active duty military officers residing in Misawa AB area.
  - c. Spouses of any “officer equivalent” GS-9 (or above) who are assigned to Misawa AB.
  - d. DOD employees, Contractors, or GS-9 (or above) who are assigned to Misawa AB.
  - e. Spouses of DOD employees, Contractors, or GS-9 (or above) who are assigned to Misawa AB.
  - f. Retired officers, or spouses of retired or deceased active duty military officers residing in the Misawa area.
  - g. Spouses of foreign officers serving in Misawa.
3. **Advisors and Honorary Members** are exempt from payment of dues, and are not entitled to vote or hold office.
  - a. Advisors shall be the Spouses of the 35th FW Commander, Vice Commander, the Spouse of the Commander of Naval Air Facility or CTF-72 Deputy Commander. If the spouse cannot fill this position, the MOSC President with BOG approval can designate another spouse who is eligible for membership to fulfill the role of Advisor until the next Commander’s Spouse is installed.
  - b. Honorary Membership or Advisor status may be offered by the President as appropriate with the Advisor’s approval.

**D. Dues and Requirements**

1. Annual dues will be collected from each member.
  - a. Annual dues are \$60.00 if paid by cash or check, and a convenience fee may be charged if paid by any other means, for the full year (June 1st to May 31st). For MOSC members who were not previous year members, dues can be prorated and calculated at \$5 per month based on month joined (inclusive) through the end of the MOSC fiscal year (May 31).
  - b. Dues may be prorated or refunded as deemed appropriate by the Membership Chair and The Board of Governors.
  - c. All current members wishing to renew their membership will renew at the end of the MOSC fiscal year ending May 31st for the next year.
2. Anyone eligible to join MOSC may attend one MOSC official function prior to joining the MOSC. This includes all BOG meetings, General membership meetings, socials, or special events.

**E. Membership Benefits: Each MOSC member is entitled to:**

1. Welcome gift.
2. Copy of the MOSC Constitution and By-laws, Roster, and Thrift Shop By-laws.
3. Vote during elections and on all issues put to the membership.
4. Attend all MOSC meeting, socials, and events.
5. Serve on MOSC committees and the Board of Governors.
6. Farewell gift.

**F. Termination of Membership: Termination of membership occurs if a member has a permanent change of station, member resignation, as a result of disciplinary action or when annual membership expires.**

**Article IV- Finances**

- A. Income shall be obtained from dues, fundraising events, the Thrift Shop profits, and other activities as approved by the general membership and the Commander, 35<sup>th</sup> Mission Support Group.
- B. MOSC shall operate on a budget comprised of an Administrative Fund and a Welfare Fund. Each separate fund shall have a budget proposed by the Budget committee, approved by the Executive Board, and the Board of Governors and then be presented for approval to the General Membership no later than May 31<sup>st</sup>.
- C. Net profits received from fundraisers outside of the general membership shall be apportioned with at least 70-percent going to the Welfare Fund and the remaining monies going to the Administrative fund. Funds will be divided as appropriate to fulfill the budgetary obligations.

**D. Administrative Fund**

- 1. Income derived from dues shall be deposited to the Administrative Fund.
- 2. Any funds derived from Ways and Means activities and administrative fundraising avenues will be deposited into the Administrative Fund.
- 3. The actual cash balance of the Administrative Fund shall never be less than \$500.00. On May 31st, the actual cash balance of the account shall not be less than \$1,000.00. The Board of Governors is authorized to make any Administrative disbursements approved in the annual Budget or any amount up to \$500.00 outside of the Budget. Other monies disbursed outside of the annual Budget must be approved by a majority vote of the Board of Governors and the General Membership.
- 4. Insurance, general business expenses, and gifts shall be purchased from the Administrative fund.
- 5. All receipts must be received no later than 30 days of the completion of the event.

**E. Welfare Fund**

- 1. The Thrift Shop will have an Operating Budget and profits from the Thrift Shop will be deposited to the Welfare Account.
- 2. The actual cash balance of the Welfare Fund shall never be less than \$1,000.00. The Board of Governors is authorized to make any Welfare Fund disbursements, which do not exceed \$2000.00.
- 3. The General Membership must approve any disbursements in excess of \$2000.00.F. Income will not accrue to individual members except through wages and salaries for private organization employees, or as payment for services rendered.

F. Separate annual reviews will be compiled by an independent qualified accountant on both the Administrative Fund and the Welfare Fund and completed prior to July 31st.

- 1. If an annual audit is required, then the annual review will be forfeited for the specified year, and must be completed prior to July 31st.
- 2. All Administrative and Welfare Funds information must be completed and turnover complete prior to July 31st.
- 3. Copies of the Reviews will be submitted to the 35th Force Support Squadron Private Organization Monitor no later than July 31st of each year.
- 4. After the completion of the Annual Review, a Treasurer’s Acceptance Letter will be given to 35th Force Support Squadron Private Organization Monitor with an additional copy kept on file with the MOSC.

G. Both the Welfare and Administrative Treasurer will compile MOSC Internal Quarterly Reports and an Annual Report, and copies will be given to the 35<sup>th</sup> Force Support Squadron Private Organization Monitor by the 20<sup>th</sup> day of the following month.

**Article V- Elections of Executive Board Officers**

**A. Eligibility**

1. Only Active members in good standing are eligible to be elected as an officer on the Executive Board.
2. Elected officers cannot hold the same office for more than 2 consecutive years without approval of the Executive Board and the Board of Governors.

#### **B. Nominations**

1. The Parliamentarian, with the approval of the President, will appoint a Nominating Committee to prepare a ballot of suitable candidates in February.
  - a. The Parliamentarian will chair the Committee.
  - b. The rest of the committee will be made up of: 1 Advisor, 1 Executive Board Member, 1 Board of Governors Member, and 1 MOSC Member.
  - c. The current MOSC President cannot sit on the Nominating Committee.
2. The Nominating Committee will begin taking nominations no later than March 1st.
  - a. Nominee can be nominated by any MOSC member in good standing.
  - b. MOSC members in good standing may nominate themselves.
3. The committee will compile at least one candidate for each position on the ballot. The ballot will be verified by the Membership Chair to ensure all nominees are Active Members in Good Standing.
4. A Nominating Committee Member will open the floor for nominations at the March General Membership Meeting, and add any nominees to the ballot.
5. At the conclusion of the March General Membership Meeting, no further nominees will be added to the ballot. If any nominations remain vacant, then nominations will be accepted until April vote.
6. All nominees will then be verified by the Membership Chair to ensure they are all Active Members in Good Standing before distribution by the Secretary.
7. The Nominating Committee will compile the list of all nominees for the ballot and distribute to the General Membership with the minutes of the March General Membership Meeting by the Secretary.

#### **C. Elections**

1. Elections shall be held at the General Membership Meeting in April.
2. All candidates must receive a majority vote for each office.
3. Each voting member is eligible to vote during the election.
4. Voting members may write-in a candidate when placing their vote.
5. Election results will be announced by a Nominating Committee Member at the end of the April General Membership meeting.
  - a. The Nominating Committee Chair will appoint 3 tellers to distribute, collect and count the ballots.
  - b. The tellers must be MOSC Members in Good Standing and cannot be a nominee on the ballot.
6. Newly elected officers will be installed prior to May 31st during a Board of Governor's Installation Ceremony and/or Board Turnover.

#### **D. Vacancies**

1. Any vacancies occurring during the term of office, with the exception of the President, will be appointed by the President with Executive Board approval and a Board of Governors majority vote for final approval.
2. The 1st Vice President will fill the remainder of the President's term of office when a vacancy occurs. If the 1st Vice President is unable to fill the vacancy, it will be filled by the 2nd Vice President.
  - a. The President will then appoint the vacant Vice President position with Board approval.
  - b. If neither Vice President is able to fill the vacancy, the President must be elected by the membership in a special election at the next General Membership Meeting.

### **Article VI-Organization of the Board of Governors**

**A. Purpose**

1. The Board of Governors is the governing body within the MOSC.
2. It will act in the best interest of the general membership in all MOSC matters.
  - a. Such actions may include, but are not limited to planning and executing MOSC functions, obligating MOSC funds, collecting money in support of Club functions, providing for efficient MOSC operations, and monitoring the Thrift Shop through the Thrift Shop Board.
  - b. Terms of office will be one Board year, commencing June 1 and ending May 31st.

**B. Composition**

1. Executive Board Officers
  - a. President
  - b. 1st Vice President
  - c. 2nd Vice President
  - d. Secretary
  - e. Administrative Treasurer
  - f. Welfare Treasurer
  - g. Parliamentarian
2. Committee Chairpersons
  - a. Thrift Shop Chairperson
  - b. Welfare Chairperson
  - c. Bazaar Chairperson
  - d. Scholarships Chairperson
  - e. Membership Chairperson
  - f. Socials Chairperson
  - g. Special Activities Chairperson
  - h. Publicity/Communications Chairperson
  - i. O'Misawa Chairperson
  - j. Historian
3. Non-voting members
  - a. Honorary Members
  - b. Advisors

**Article VII-Duties of Board of Governors**

- A. Board members should attend all Board of Governors meetings and General membership meetings when required. Board members need to be present to adhere to quorum and majority voting requirements and fulfill Board obligations.
- B. Uphold and have a working knowledge of the MOSC Constitution and By-Laws and the Thrift Shop By-Laws.
- C. Operate within the Administrative and Welfare Budget guidelines.
- D. Submit receipts for reimbursement to Treasurer no later than 30 days of the completion of the event.
- E. Board members will keep a notebook containing a record of all pertinent information to their Board position including minutes, which will be transferred to the succeeding Board member during the annual Board turnover meeting.
  1. Information to be included: Constitution and By-Laws, Board of Governors Roster, Monthly Meeting Minutes, Administrative and Welfare Budgets, and all documentation pertaining to the position.

2. Make written notes concerning efficient operation, including a record of names and phone numbers of helpful points of contact.
- F. Board members will present any pertinent information in a brief written or oral report at each monthly Board meeting.
- G. Board members will submit agenda items to the Secretary by monthly deadline (prior to the meeting).
- H. Board members will be responsible for dispensing monthly information to the Publicity Chair, or any other Board member (when needed) meeting designated deadlines.
- I. Assists with Annual Membership Drive
- J. Volunteer at the Thrift Shop when possible.
- K. Board members will prepare an annual comprehensive final report highlighting their positions duties and responsibilities, including recommendations for the upcoming year.
1. Copies should be submitted to the President, appropriate Vice President, Secretary, and one for his/her notebook.
  2. Out-of-date information will be filed with the MOSC annually for continuity purposes.
- L. Be present for annual Board turnover in May and/or annual Board of Governors Installation Ceremony. If the Board member cannot attend, they will be responsible for conducting turnover meeting with the incoming Board replacement prior to May 31<sup>st</sup>.

## **Article VIII-Duties of Executive Board Officers**

### **A. President**

1. Has general supervision of all affairs of the MOSC and presides at all meetings of the MOSC, committees, and the Board.
2. With the assistance and advice of the Board of Governors, executes policies and principles, which are deemed necessary to carry out the objectives of the MOSC.
3. Appoints Parliamentarian, Committee Chairperson(s), and Special Committee Chairperson(s) as needed, including ad hoc committees.
4. Appoints officers in case of an early resignation prior to annual election of officers.
5. Extends Honorary Membership as appropriate with approval of the Advisors.
6. Is a non-voting member, except in the case of a tie during all Board of Governor votes.
7. Is a voting committee member of the Welfare Committee, Thrift Shop Board, Scholarship Committee, Budget Committee, and Constitution and By-Laws Revision committee.
8. Schedules MOSC General Membership functions and meetings with the Officers' Club Staff at the beginning of the Board year to avoid scheduling conflicts, and to ensure space is reserved.
9. Acts as a liaison between the MOSC and the military and civilian communities.
10. Has final approval of the website, Evite, and Social Media content.
11. Maintains current documents on file with Private Organizations Monitor, 35th Force Support Squadron, as required for private organizations status.
12. Maintains a set of keys to the Thrift Shop, the MOSC Office and Properties Storage.
13. Designates a MOSC member to attend meetings of other Misawa AB organizations, as necessary.
14. Coordinates with Advisors for the Annual Installation Ceremony and/or Board Turnover Meeting with the outgoing and incoming Boards prior to May 31st.

15. Oversees, with the Advisors, the purchasing of Board appreciation gifts and gifts for dignitaries, as needed.

16. Agenda items shall be sent by the monthly deadline to the Secretary.

**B. 1<sup>st</sup> Vice President**

1. Reports to the President.
2. Can assume the duties of the President during the President's absence.
3. Serves as the point of contact for the following Committee Chairpersons:
  - a. Thrift Shop Chairperson
  - b. Welfare Chairperson
  - c. Scholarship Chairperson
  - d. Bazaar Chairperson
4. Serves on the Thrift Shop Board as a voting member and assists in job interviews.
5. Serves on the Welfare Committee as a voting member.
6. Serves on the Constitution and By Law Committee.
7. Ensures annual information is compiled and filed from appropriate Chairpersons.
8. Performs the duties of the Welfare Treasurer during any absences, at required meetings.
9. Reports Thrift Store monthly financial information at the Board of Governors Meetings in the Thrift Shop Chairperson's absence.
10. Agenda items shall be sent by the monthly deadline to the Secretary.

**C. 2<sup>nd</sup> Vice President**

1. Reports to the President.
2. Can assume the duties of the President during the President's absence.
3. Serves as the point of contact for the following Committee Chairpersons:
  - a. Special Groups Chairperson
  - b. Publicity/ Communications Chairperson
  - c. Membership Chairperson
  - d. Socials Chairperson
  - e. O'Misawa Chairperson
  - f. Historian
4. Serves on the Constitution and By Law Committee.
5. Maintains all MOSC property, including Properties Storage, MOSC Office, and Properties Shed at the Thrift Shop.
  - a. Assists with maintaining list of inventory (including value of property) in Properties Storage, when required.
  - b. Purchases, throws away, or donates items from the Properties Storage, as deemed necessary with Board of Governors approval
  - c. Makes MOSC property available for use by MOSC members, as requested.
6. Supervise monthly events with the Socials Chairperson and the Administrative Treasurer to compile the annual social schedule. Yearly events should include Fall Expo, Friendship Luncheon and MOSC/MESC Game Night.
7. Ensures continuity binders are compiled and updated from appropriate Chairperson(s).
8. Performs the duties of the Administrative Treasurer during any absences, at required meetings.
9. Agenda items shall be sent by the monthly deadline to the Secretary.

**D. Secretary**

1. Reports to the President.
2. Records and maintains detailed minutes of the following meetings:
  - a. Board of Governors meetings
  - b. Executive Board Meetings
  - c. MOSC General meetings
3. Maintains data and current copies of the Constitution and By-Laws, Administrative Budget, Welfare Budget, Thrift Shop By-Laws, Thrift Shop Policies and Procedures, Thrift Shop Budget, AFIs, and other MOSC governing documents.
4. Establishes deadline for agenda submissions.
5. Prepares and distributes agendas for monthly meetings, including Board of Governors meetings and special meetings.
6. Compiles minutes from aforementioned meetings, and sends them to the Board of Governors for corrections and approval prior to sending them to general membership.
7. Sends out electronic copies of meeting minutes within 1 week of meeting.
  - a. Will provide hard copies of meeting minutes when requested by members.
  - b. Coordinates the distribution of "Thank You" notes.
  - c. Provides letterhead, when requested.
8. Conducts the MOSC correspondence except as specifically assigned to others.
9. Maintains a file and copy of all correspondence received by, and sent from, the MOSC.
10. Picks up and distributes mail from the MOSC PO box (located in the Private Organizations office, Building 656)
 

35<sup>th</sup>FSS/MOSC, Unit 5019  
APO, AP 96319-5019.
11. Prepares and distributes a Board of Governors roster to:
  - a. All board members.
  - c. Private Organizations Monitor, 35th Force Support Squadron.
12. Provide the President and Private Organizations Monitor, 35th Force Support Squadron, a quarterly copy of all minutes.
13. Serves on the Constitution and Bylaws Committee.
14. Performs duties of the Parliamentarian during any absence, at required meetings.

#### **E. Administrative Treasurer**

1. Reports to the President.
2. Monitors Administrative budgeted accounts and alerts the appropriate Chairpersons and the Board of Governors of potential discrepancies, in a timely manner.
3. Coordinates the handling of monies appropriated from fundraising events with the Welfare Treasurer.
4. Co-chairs the Budget Committee with the Welfare Treasurer in March.
5. \*See additional Administrative Treasurer duties under **Article XI-Special Committees, Section C. Budget Committee**
6. Compiles and maintains Annual Administrative Budget.
  - a. The Annual budget must be approved during the Board of Governor meeting in April, and then sent to the general membership and posted for 30-days.
  - b. General Membership votes on the Proposed Annual Budget at the May General Membership Meeting, and takes effect June 1st.
  - c. Monies can be approved outside of the Annual Budget with a quorum vote by the Board of Governors.
7. Receives, disperses, and accounts for all Administrative Funds activity.

8. Coordinates with a Board Member to receive monies at MOSC General Meetings and events, in case of absence.
9. Provides the Board of Governors a monthly administration account status update.
10. Coordinates with an accountant (CPA not required) to perform an Annual Financial Review of all-financial records to begin June 1st. and will be completed prior to July 31st. .
  - a. The Annual Financial Review may be forfeited, if an Annual Financial Audit by a CPA is required.
  - b. An Annual Financial Statement must be completed prior to June 20th and given to Private Organizations Monitor, 35th Force Support Squadron.
  - c. An Annual Financial Review must be completed prior to Treasurer turnover if resignation occurs before the annual MOSC elections.
11. Turns over checkbook and access to accounts prior to June Board of Governors Meeting to the incoming Treasurer for the upcoming year.
  - a. Retains financial records for a minimum 7-year period.
  - b. Reports Year-end financial statement to Board of Governors and the Private Organizations Monitor, 35th Force Support Squadron, no later than June 20th of each year.
12. Serves on the Constitution and By Law Committee.
13. Performs duties of the 2nd Vice President during any absence at required meetings.
14. Agenda items shall be sent by the monthly deadline to the Secretary.

#### **F. Welfare Treasurer**

1. Reports to the President.
2. Monitors Welfare budgeted accounts and alerts the appropriate Chairpersons and the Board of Governors of potential discrepancies in a timely manner.
3. Coordinates the handling of monies appropriated from fundraising events with the Administrative Treasurer.
4. Serves on the Welfare Committee as a voting member. .
5. Serves on the Constitution and By Law Committee..
6. Co-chairs the Budget Committee with the Administrative Treasurer in March.
7. \*See additional Welfare Treasurer duties under **Article XI-Special Committees, Section C. Budget Committee**
8. . Compiles and maintains Annual Welfare Budget.
  - a. The Annual budget must be approved during the Board of Governor meeting in April, and then posted to the General Membership for 30-days.
  - b. General Membership votes on the Proposed Annual Budget at the May General Membership Meeting and takes effect June 1st.
  - c. Monies can be approved outside of the Annual Budget with a quorum vote by the Board of Governors.
9. Distributes monies for all approved Welfare and Scholarship requests.
10. Provides the Board of Governors a monthly welfare account status update.
11. Coordinates with an accountant (CPA not required) to perform Annual Financial Review of all financial records to begin 30-days before the annual elections to be completed prior to July 31st.
  - a. The Annual Financial Review may be forfeited, if an Annual Financial Audit by a CPA is required.
  - b. An Annual Financial Statement must be completed prior to June 20th and given to Private Organizations Monitor, 35th Force Support Squadron.

- c. An Annual Financial Review must be completed prior to Treasurer turnover if resignation occurs before the annual MOSC elections.
- 12. Turns over checkbook and access to accounts prior to June Board of Governors Meeting to the incoming Treasurer for the upcoming year.
  - a. Retains financial records for a 7-year period.
  - b. Reports Year-end financial statement to Board of Governors and the Private Organizations Monitor, 35th Force Support Squadron, no later than June 20th of each year.
- 13. Performs duties of the 1st Vice President during any absence at required meetings.
- 14. Agenda items shall be sent by the monthly deadline to the Secretary.

**G. Parliamentarian**

- 1. Appointed by the President and is a non-voting member in all circumstances.
- 2. Reports to the President.
- 3. Upholds MOSC Constitution and By-Laws and references “Robert’s Rules of Order” on any parliamentary issues not covered by the Constitution and By-Laws.
- 4. Determines if a quorum is present at all meetings requiring voting.
- 5. Oversees all voting matters pertaining to the MOSC in accordance with “Robert’s Rules of Order”, as directed by the President.
- 6. Responsible for counting and recording votes.
- 7. Facilitates the annual review and serves on the MOSC Constitution and By-Laws Committee.
  - a. All proposed changes must be approved by the Executive Board and the Board of Governors by the April Board of Governors monthly meeting.
  - b. The changes must be posted for 30-days before May General Membership Meeting in order to approve with a majority vote.
  - c. Submits a copy of the Constitution and By-Laws to the Secretary for distribution to the membership after changes are made.
- 8. \*See additional Parliamentarian duties under **Article XI-Special Committees section E.**
- 9. Chairs the Nominating Committee to prepare the ballot of nominees for the Annual MOSC Elections.
  - a. Abdicates position on Nominating Committee if running for elected office in upcoming elections.
  - b. If on the ballot, the President shall appoint a MOSC member to replace the Parliamentarian.
- 10. \*See additional Parliamentarian duties under **Article XI-Special Committees section F.**
- 11. Performs duties of the Secretary during any absences at required meetings.
- 12. Agenda items shall be sent by the monthly deadline to the Secretary.

**Articles IX-Duties of Chairpersons and Advisors**

**A. Thrift Shop Chairperson**

- 1. Reports to the 1st Vice President.
- 2. Shall be appointed with the approval of the Thrift Shop Board.
- 3. Presides over and is a voting member of the Thrift Shop Board.

4. Coordinates with the Thrift Shop Manager to schedule and set the agenda for Thrift Shop Board meetings.
5. Purchases Liability Insurance for the Thrift Shop annually in January.
6. Receives monthly allocated profits and makes deposit into the MOSC Welfare account by the 15th of each month.
7. Responsible for opening and the daily running of the Thrift Shop in the absence of the manager or assistant manager.
8. Is an authorized custodian of the Thrift Shop operating fund and is authorized to sign checks.
9. Reviews monthly Thrift Shop Financial report to ensure accuracy.
11. Acts as a liaison between MOSC and the Thrift Shop through the 1st Vice President.
12. Fosters a working relationship with Thrift Shop employees.
13. Upholds Thrift Shop By-Laws and Thrift Shop Policies and Procedures.
14. Oversees annual review of Thrift Shop By-Laws and Thrift Shop Policies and Procedures.
15. Works with Manager and Bookkeeper to compile the annual Thrift Shop Budget.
16. Recruits volunteers and helps promote the Thrift Shop.
17. Appoints a member of the Thrift Shop Board to serve as the Secretary for the Thrift Shop Board Meetings.
18. When the Thrift Shop Bookkeeper position is vacant, performs the duties of the bookkeeper.
19. Sends out letters of appreciation and/or thank you notes to all base agencies and volunteers who assist with the Thrift Shop.
20. Coordinates with an accountant (CPA not required) to perform an Annual Financial Review to begin June 1st and completed by July 31st.
21. Reports Thrift Shop Board meeting minutes, monthly financial reports, program reports and all other information pertaining to the thrift shop by the monthly agenda deadline to the MOSC Secretary.
22. \*See additional Thrift Shop Chairperson duties under **Article XIV-Thrift Shop**

**B. Welfare Chairperson**

1. Reports to the 1st Vice President.
2. Receives and researches incoming Welfare Requests.
3. Chairs the Welfare Committee monthly meetings.
  - a. Committee Meets monthly and should consist of: Welfare Chairperson, Advisor, President, 1st Vice President, Welfare Treasurer, and 2-4 MOSC members. If any of these positions are unable to attend, the Welfare Chairperson may appoint another Board Member to attend.
  - b. Makes recommendations to the Executive Board, with final approval from the Board of Governors, if over \$2000.00.
  - c. Receives approved funds from the Welfare Treasurer and forwards to recipients.
4. Notifies person or organization in writing if funds requested are not granted.
5. Maintains receipts provided by welfare recipients.
6. Writes a letter to accompany all donations made by the MOSC to the respective organizations or persons detailing amount of funding and how funds shall be used.
7. Letter and donation form is sent via mail or delivered in person to the POC before the projected date funds are needed.
8. Maintains applications and information on all organizations or persons requesting funds.
9. Performs duties of the Scholarship Chairperson during any absences, at required meetings.
10. Agenda items shall be sent by the monthly deadline to the Secretary.

11. \*See additional Welfare Chairperson duties under **Article XI-Special Committees, Section D. Welfare Committee**

12. \*See additional Welfare Chairperson duties under **Article XIII-Welfare**

### **C. Bazaar Chairperson**

1. Reports to 1st Vice President.
2. Convenes Bazaar committee no later than the June Board of Governors Meeting.
3. Appointed by the President and approved by the Board of Governors
4. Bazaar Chairperson recruits and appoints the following chairs as part of a special committee with the President's approval:
  - a. Business Chair
  - b. Security/Parking Chair
  - c. Facilities Chair
  - d. Signs Chair
  - e. Volunteer Chair
  - f. Hospitality Chair
  - g. Vendor Support Chair
  - h. Publicity Chair
  - i. Set up/Take down Chair
  - j. Transportation Chair
5. Obtains Liability Insurance for the Far East Bazaar.
6. Coordinate and operate the MOSC Far East Bazaar.
7. Writes and oversees all Far East Bazaar private organization contracts.
8. Works with 35th FW to secure space to hold Far East Bazaar.
9. Coordinates with 35th FW and vendors to schedule dates for Far East Bazaar.
10. Maintains key and oversees the contents of the Bazaar shed located at the Thrift Shop.
11. Agenda items shall be sent by the monthly deadline to the Secretary

### **D. Scholarship Chairperson**

1. Reports to the 1st Vice President.
2. Coordinates the annual scholarship process.
  - a. Forms a Scholarship Committee to review and revise the scholarship applications, if needed, prior to the January Board of Governors meeting.
  - b. The applications will be approved at, or before, the January Board of Governors Meeting.
  - c. Distributes Scholarship applications and procedures by January 15th.
  - d. Publicises the MOSC scholarship program.
3. Chairs the Scholarship Committee.
4. Consults with Welfare Treasurer to determine amount of Scholarship monies available.
5. Reports available scholarship monies at the April Board of Governors Meeting for approval.
6. Coordinates the recruiting of the Scholarship Judging Panel.
7. Coordinates with the Scholarship Committee to determine the amount and disbursement of funds.
8. Announces the scholarship winners in May at an approved venue.
9. Publicizes recipients and amounts to General Membership.
10. Performs duties of the Welfare Chairperson during any absences, at required meetings.
11. Agenda items shall be sent by the monthly deadline to the Secretary.
12. \*See additional Scholarship Chairperson duties under **Article XI-Special Committees, Section B. Scholarship Committee.**
13. \*See additional Scholarship Chairperson duties under **Article XII-Scholarships.**

## **E. Membership Chairperson**

1. Reports to the 2nd Vice President.
2. Maintains membership file, to include the evite “current MOSC members”.
3. Collects membership dues and turns in collected monies to the Administrative Treasurer.
4. Distributes current membership roster monthly, and reports changes to the Board of Governors and appropriate Chairpersons.
5. Sends out monthly updates (indicating new and departing members) to the Secretary for distribution to membership with the monthly minutes.
6. Distributes a “Welcome Letter” and the MOSC Constitution and By-laws to each member, after collecting appropriate dues.
7. Coordinates with a Board Member to handle all membership requirements at MOSC General Meetings and events, in case of absence.
8. Welcomes and Farewells members at each General Membership Monthly Meeting, present each member with an appropriate gift, and keeps documentation.
9. Performs duties of the Socials Chairperson during any absences, at required meetings.
10. Serves as a Reservations Representative with the President’s approval. The duties include:
  - a. Monitors Evite.com account.
  - b. Updates Evite.com address book monthly with all current MOSC members.
  - c. Keeps a record of “no shows”, and tells the Administrative Treasurer to invoice members who failed to attend after making a reservation.
11. Coordinates nametags for all MOSC members and guests for meetings and functions.
12. Agenda items shall be sent by the monthly deadline to the Secretary.

## **F. Socials Chairperson**

1. Reports to the 2nd Vice President.
2. Coordinates all MOSC Special Activities, including (but not limited to):
  - a. The Annual Membership Drive
  - b. Friendship Luncheon
  - c. MOSC/MESC joint function
  - d. “Farewell” event at the end of the year.
  - e. Chairperson for the Friendship Luncheon.
3. Coordinates annual social events with President.
  - a. Sends out evites for MOSC functions in a timely manner.
    1. Evites must be approved by the President before distribution.
    2. Sends out reminders prior to reservation deadline.
  - b. Compiles a reservation list for each monthly event by the designated deadline.
    1. Notifies Point of Contact with number of reservations.
4. Compiles a list of groups or individuals willing to host monthly events. Groups include:
  - a. Wing Staff Agency
  - b. Medical Group
  - c. Maintenance Group
  - d. Mission Support Group
  - e. Operations Group
  - f. Navy Spouses
5. Distributes an annual list of monthly hosts.
  - a. Delivers checklist and Programs Host Booklet in advance.

- b. Responsible for helping with special requests or needs of the Host Group.
- 6. Maintains a list of past programs, suggestions, and recommendations for new events.
- 7. Agenda items shall be sent by the monthly deadline to the Secretary.

#### **G. Special Activities Chairperson**

- 1. Oversees the specialty group leaders and presents upcoming events at the Board of Governors' meetings.
- 2. Specialty groups may include but not limited to: out and abouts, trips, book clubs
- 3. Coordinates with the Publicity Chairperson to promote monthly events.
- 4. Agenda items shall be sent by the monthly deadline to the Secretary.

#### **H. Publicity Chairperson**

- 1. Reports to the 2nd Vice President
- 2. Coordinates and distributes publicity as required by the MOSC Board of Governors.
- 3. Arranges for all Fundraising publicity to include (but not limited to) flyers, radio, TV ads, and informational posters.
- 4. Maintains MOSC website with approved information at [www.misawaosc.org](http://www.misawaosc.org).
  - a. Updates as needed in a timely manner.
  - b. Coordinates renewal fees to be paid by the Administrative Treasurer.
  - c. President has final approval for website content.
- 5. Maintains the MOSC Social Media page.
  - a. Post approved information and update as needed.
  - b. President has final approval for Social Media content.
- 6. Manages Board of Governors and MOSC emails and passwords.
- 7. Agenda items shall be sent by the monthly deadline to the Secretary.

#### **I. O'Misawa Chairperson**

- 1. Serves as a liaison between the O'Misawa Wives and the MOSC.
  - a. Coordinates an interpreter as necessary.
  - b. Recruits volunteers to serve as interpreters.
  - c. Submits interpreter wages to MOSC Board of Governors if a volunteer is not available.
  - d. In lieu of a paid interpreter, a Japanese speaking person can be asked to attend the function at no cost.
  - e. MOSC President has the authority to extend Honorary Membership to interpreter.
- 2. Attends all O'Misawa Wives functions.
- 3. Fosters goodwill and friendship between the MOSC and O'Misawa Wives groups.
- 4. Coordinates or Organizes events throughout the year, to include the venue. Sends information to Membership Chairperson, and Publicity Chairperson to distribute.
- 5. Performs duties of Membership Chairperson during any absences, at required meetings.
- 6. Agenda items shall be sent by the monthly deadline to the Secretary.

#### **J. Historian**

- 1. Reports to 2nd Vice President.
- 2. Maintains the official scrapbooks, and keeps past scrapbooks and albums in good repair.
- 3. Coordinates compilation of an annual, digital scrapbook throughout the year.
- 4. Coordinates pictures to be taken at all MOSC General Meetings, events, and special activities, and designates a member to take pictures, if unavailable.
- 5. Agenda items shall be sent by the monthly deadline to the Secretary.

#### **K. Advisors**

- 1. Serve as non-voting members.

2. Advise MOSC in the operations and any military regulations that pertain to private organizations
3. At least 1 Advisor must attend the Board of Governors Meetings.
4. At least 1 Advisor must attend committee meetings as required by the MOSC By-Laws.
5. Helps promote and facilitate MOSC events and functions.

## **Article X-Meetings**

### **A. Executive Board Meetings**

1. The Executive Board shall meet once each month, unless specified in advance.
2. Extra meetings may be scheduled to conduct business before or after monthly meetings when needed.  
Public notice of special meetings must be given at least 48-hours in advance.
3. Executive Board Meetings are closed-door meetings, unless otherwise stated per “Robert’s Rules.”

### **B. Board of Governors Meetings**

1. The Board of Governors will meet once per month on a day and time decided upon by the Executive Board prior to the first meeting.
2. All Executive Officers, Advisors, and Chairpersons shall attend each meeting.
3. All voting members will hold a quorum vote when needed.
4. All meetings are open to members to attend at any time.

### **C. General Membership Meetings**

1. The General Membership Meetings will be held monthly, unless designated by the Board of Governors.
2. Dates of Meetings will be determined by the Board of Governors and publicized to the membership.
3. Unless the President has designated a closed meeting, members may bring guests to socials and General Membership Meetings.
4. A guest eligible to join MOSC shall not attend more than 1 MOSC function as a guest.
5. No children over the age of 6-months will be allowed at MOSC functions, unless otherwise stated.
6. RSVPs must be made for all MOSC functions
  - a. Reservations must be made by the RSVP deadline.
  - b. Reservations not cancelled by the deadline shall be charged to the member.
  - c. Members who are “no shows” for an event shall be sent a payment request.
  - d. All payments will be submitted to the Administrative Treasurer.
  - e. Members will not be able to attend subsequent functions until all payments have been received.

### **D. Committee Meetings**

1. Committee meetings will be held at the discretion of the Committee Chairperson.
2. Committee Chairperson(s) will be appointed by the President.

## **Article XI-Special Committees**

### **A. Special Committee**

1. Perform duties delegated by the President.
2. Coordinate activities with appropriate Board of Governors members.
3. Contact Administrative Treasurer for the budget for the event.
4. Make necessary facility and menu arrangements.

5. Coordinate publicity, correspondence, nametags, MOSC properties, door prizes and reservations for the event.

#### **B. Scholarship Committee**

1. Convened prior to January Board of Governors Meeting to review and revise the scholarship applications.
2. The Scholarship Chairperson is a non-voting member of the committee.
3. The Committee is comprised of: Scholarship Chairperson, President, 1 Advisor, 2 Executive Board Members, 2 Board of Governors members, and 4 MOSC Members in Good Standing.
  - a. Scholarship Committee members shall have no family members applying for scholarships.
  - b. Scholarship process must be confidential and fair to all recipients.
  - c. Consults with Welfare Treasurer to determine amount of Scholarship monies available.
  - d. The Scholarship Chairperson and Advisor do not have a vote.
4. Scholarship funds are disbursed by the Welfare Treasurer at the discretion of the Scholarship Committee with the approval of the Executive Board and a Board of Governors quorum vote.

#### **C. Budget Committee**

1. Conducts a mid-year budget review of the fiscal budgets in March.
2. The Administrative and Welfare Treasurers shall co-chair this committee.
3. The Budget Committee consists of: Administrative and Welfare Treasurers, 1 Advisor, President, Thrift Shop Chairperson, Welfare Chairperson, Scholarships Chairperson, Bazaar Chairperson and Social Chairperson
4. Proposes budget amendments to the Board of Governors when necessary.
5. Compile proposed budgets for the Administrative and Welfare Funds for the upcoming MOSC fiscal year to be approved by the Board of Governors at the April Meeting.
  - a. The Budgets will be posted for 30-days.
  - b. General Membership will vote on the proposed budgets prior to May 31st.
  - c. Budgets are effective June 1st.
6. Budget review can be done at any time during the year in order to adjust the current budgets to reflect current financial situations affecting the finances of the MOSC.
  - a. The Budget will be posted for 30-days.
  - b. General Membership will vote on the proposed Budget.
  - c. Budget becomes effective upon membership approval.

#### **D. Welfare Committee**

1. Meets monthly and should consist of: Welfare Chairperson, Advisor, President, 1st Vice President, Welfare Treasurer, and 2-4 MOSC members. If any of these positions are unable to attend, the Welfare Chairperson may appoint another Board Member to attend
2. The Welfare Chairperson is a non-voting member, except in case of a tie.
3. Discuss and research Welfare requests.
4. Disburse monies to benefit the community at large.
  - a. Recommends welfare disbursements up to \$2,000.00 outside of the annual Administrative or Welfare Budgets.
  - b. Any welfare disbursements in excess of \$2000.00 shall be approved by the Board of Governors and a majority vote of the General Membership.

#### **E. Constitution and By-Laws Committee**

1. Convenes no later than March to review and make revisions when/if necessary to the MOSC Constitution and By-Laws.

- a. The Parliamentarian chairs the committee.
- b. Committee consists of the Executive Board.
2. Present revisions to Board of Governors for approval in April.
  - a. Post revisions for 30-days prior to May General Membership Meeting.
  - b. Membership must approve prior to May 31st.

#### **F. Nominating Committee**

1. Convenes prior to the March General Membership Meeting.
2. Chaired by the Parliamentarian.
3. Consists of at least five members: Parliamentarian, 1 Advisor, 1 Executive Board member, 1 Board of Governors Members, and 1 MOSC Members.
4. A nominating committee member will open the floor for nominations at the March General Membership Meeting. At the conclusion of the meeting no further nominees will be added to the ballot.
  - a. If all nominations remain vacant, then nominations will be accepted until April vote.
  - b. As long as there is a nominee for any of the following positions; President, 1st Vice President, 2nd Vice President, then nominations will close after March General Membership Meeting (see Article V Section B.5.) the remaining vacancies will be filled in accordance with Article V Section D Vacancies.
5. All nominees will then be verified by the Membership Chair to ensure they are all Active Members in Good Standing before distribution by the Secretary.
6. The Nominating Committee will compile the list of all nominees for the ballot and distribute to the General Membership with the minutes of the March General Membership Meeting by the Secretary.
7. A nominee must be a MOSC member in good standing.
8. The Parliamentarian or Nominating Committee Chair will prepare and conduct the election at the General Membership meeting in April..
  - a. Prepares ballot with appropriate candidates
  - b. Appoint 3 tellers to distribute, collect and count the ballots.
  - c. The tellers must be MOSC members in good standing and cannot be a nominee on the ballot.
9. A Nominating Committee member will announce the election results at the end of the April General Membership Meeting.

### **Article XII-Scholarships**

#### **A. Eligibility**

1. An applicant must be a spouse or child of an active duty or active duty reserve military member assigned to or residing in Misawa AB; of a retired or deceased military member whose final duty station was Misawa AB; of a civilian personnel residing in Misawa AB; or of a DOD employee residing in Misawa AB. Scholarship applicants must have SOFA status.
2. The applicant must have been accepted by, or be enrolled in, an accredited college, university, or technical/vocational school.
3. Applications for graduate degrees will be considered at a lower priority to undergraduate studies, when funds are available.
4. An applicant who accepts an appointment to one of the Service academies is not eligible.

#### **B. Application Procedure**

1. A completed MOSC High School Academic Scholarship application includes:
  - a. Personal Data Sheet
  - b. Educational Data Sheet
  - c. Community Service and High School Activities Sheet
  - d. Awards Data Sheet
  - e. Maximum 2 page essay written by the applicant
  - f. Official transcripts
  - g. Certification Letter
  - h. Two letters of recommendation forms
2. A completed MOSC Continuing Education Scholarship application includes:
  - a. Personal Data Sheet
  - b. Educational and Employment Data Sheet
  - c. Community Service and Awards Data Sheet
  - d. Certification Letter
  - e. Transcripts supporting all educational data and documenting GPA, if applicable.  
Electronic copies will be accepted but must be from Registrar's Office.
  - f. Maximum 2 page essay written by the applicant
  - g. Letter of recommendation
3. Closing date for applications will be March 15th to allow sufficient time for the selection process.  
Application deadline may be extended if necessary with BOG approval.
4. Applicants will be notified in writing upon receipt that applications have been received on time and in good order from the MOSC Scholarship Chair.
  - a. Any incomplete application can resubmit all documents by March 15th.
  - b. Incomplete applications received or postmarked after March 15th will not be considered.
5. All applications must be mailed or placed in a designated locked box.
6. Requests will be considered confidential and will be kept on file for one school calendar year, after which time they will be destroyed.

### **C. Selection Process**

1. A Scholarship Scoring Panel will be formed and comprised of people from the Misawa Community.
  - a. MOSC members cannot be on the Scoring Panel.
  - b. The Scoring Panel is comprised of a minimum of 5 people and no more than 7.
  - c. The Scholarship Committee must approve the Scoring Panel members such that they meet the demographic requirements for an impartial committee not affiliated with the MOSC.
  - d. The Scoring Panel will score all of the scholarship applications.
2. Selection of scholarship recipients are made on the following criteria:
  - a. Academic performance (GPA, standardized test scores)
  - b. Essay content.
  - c. Extracurricular activities.
  - d. Awards and Honors
  - e. Community involvement.
  - f. Recommendations.
3. The Scholarship Selection Process will be conducted without the Scholarship Committee or Scoring Panel members knowing the identity of the applicants.
4. The number of scholarships awarded may vary according to the availability of funds, and may be awarded in any combination of High School or Continuing Education applicants.
5. The list of proposed scholarships must be submitted to the Board of Governors in May for approval.

**D. Publicity**

1. Information concerning the MOSC scholarship program may be disseminated through various media channels, including CAC, AFN, MOSC website, and social media outlets.
2. Applications will be made available through the email, website, Thrift Shop, and High School Office.
3. Scholarship Chairperson will be the sole point of contact for all applicants.

**E. Notification of Scholarship Recipients**

1. Recipients, and applicants not selected, will be notified in writing.
2. The MOSC may present the scholarships to the recipients in a public forum, such as Edgren Awards Night and/or Scholarship reception.

**F. Disbursing of Funds**

1. Each recipient's letter instructs them to notify the Scholarship Chair of their intent to accept the scholarship.
2. Upon proof of enrollment, the Welfare Treasurer will send a check directly to the academic institution.
3. Any scholarship not paid out by the end of the following academic year will be returned to the MOSC Scholarship Fund.
4. The Welfare Treasurer will report to the Board on the disbursing of the Scholarship Funds.
5. Monies not used must be returned to MOSC.

**Article XIII-Welfare**

**A. Eligibility**

1. Non-profit organizations that directly benefit the Misawa community, military members, and/or their family members will be eligible for consideration for the MOSC Welfare Funds.
2. All other groups will be reviewed for eligibility.

**B. Application Procedures**

1. Applications are available throughout the year, via hard copy, website and email
2. Requests must be submitted in writing to the Welfare Committee.
3. Applicants will be notified that applications have been received.
4. Requests will be considered confidential and for MOSC use only.
5. Requests must be presented on the official Application Form.

**C. Selection Process**

1. The Welfare Committee shall meet monthly to discuss and vote on the requests.
2. The Committee will use a priority system of consideration with making recommendations.
  - a. First priority is given to those groups directly benefiting members of the Misawa Community.
  - b. Second priority is given to those groups directly benefiting military members and/or their family members regardless of location.
3. The number of requests approved may vary according to the availability of Welfare Funds.
4. The list of proposed contributions must be submitted in writing to the Executive Board, and then to the Board of Governors for final approval prior to disbursement from the Welfare Fund if the request is \$2000,00 or above.
5. The list of approved charitable contributions will be kept on file for a period of seven years.

**D. Publicity**

1. Information concerning the MOSC charitable program may be disseminated through various media channels.

2. The MOSC Social Media page and website will also contain information concerning the charitable programs.

**E. Notification Process**

1. Recipients, and applicants not selected, will be notified in writing by the Welfare Chairperson.
2. If further information is needed, applicant will be notified in writing.

**F. Disbursing of Funds**

1. The Welfare Treasurer will distribute a check for each approved request to the Welfare Chairperson.
2. The Chairperson shall distribute the check and letter of acceptance via mail to the Organization, or hand deliver it to the Point of Contact.
3. Recipients must submit receipts to Welfare Chairperson, to be filed with original request paperwork. .
  - a. Multiple receipts can be submitted.
  - b. All receipts must be received by May 1st of the following year.
4. Any remaining funds not distributed will be returned to the Welfare Fund and redistributed.

**G. MOSC Membership Notification**

1. The list of recipients will be published in monthly minutes.
2. The Welfare Chairperson will keep documentation of all disbursements .

**XIV-Thrift Shop**

- A. The Thrift Shop is established as a charitable organization of the Misawa Officers' Spouses' Club (MOSC) and is governed by its own Thrift Shop By-Laws, and the Thrift Shop Policies and Procedures.
- B. The Thrift Shop is monitored by the MOSC through the Thrift Shop Chairperson and the Thrift Shop Board.
- C. Changes made to the Thrift Shop By-Laws and/or the Thrift Shop Policies and Procedures manual will be approved by the Thrift Shop Board and the MOSC Board of Governors as outlined in the Thrift Shop By-Laws.
- D. The Thrift Shop By-Laws and Budget must be approved in the following way:
  1. The Thrift Shop Board must approve.
  2. The MOSC Board of Governors must approve.
  3. The Thrift Shop By-Laws and Budget must be posted for 30 days prior to the General Membership Vote.
  4. General Membership must approve by May 31st.
- E. The Thrift Shop Policies and Procedures must be approved by the Thrift Shop Board and approved by the MOSC Board of Governors.
- F. Thrift Shop Board Members will act in the best interest of the Thrift Shop and shall be comprised of representation from the Thrift Shop, MOSC and MESC.
  1. MOSC and MESC Thrift Shop Chairpersons
  2. Thrift Shop Manager or appointed employee representative,
  3. MOSC: MOSC advisor, MOSC President, and MOSC 1st Vice President
  4. MESC: MESC advisor, MESC President and the MESC Vice President.
  5. Bookkeeper when requested by the manager or the board.
  6. If any Advisor cannot fulfill the obligations of the Thrift Shop Board, a replacement will be designated by the MOSC President
  7. Only designated Thrift Shop Board members will attend meetings.
  8. The Thrift Shop board will determine a board member to serve as the Thrift Shop Board Secretary.

- G. Voting members of the Thrift Shop Board are the Thrift Shop Manager or appointed employee representative, MOSC Thrift Shop Chairperson, MOSC President, MOSC 1st Vice President, MESC Thrift Shop Chairperson, MESC President, MESC Vice President. Advisors and Bookkeeper do not vote.
  - 1. There will be a minimum of 5 voting board members present for the board to vote on an item.
  - 2. In the event of a tie vote, the MOSC Executive Board will break the tie.
- H. The Thrift Shop shall be a self-sustaining organization and have its own operating budget.
  - 1. If the Thrift Shop cannot sustain itself, the MOSC assumes financial responsibility.
  - 2. The Thrift Shop shall carry liability insurance to cover reasonable liabilities.
- I. Thrift Shop profits will be dispersed monthly. The MOSC will share profits with the MESC as follows, 50% MOSC and 50% MESC.
- J. Monies received from the Thrift Shop will be deposited into the Welfare Fund.

## **XV-Articles of Agreement**

### **A. Insurance**

#### 1. MOSC Liability

- a. MOSC shall obtain a waiver of liability through a written request for any and all waivers of the insurance requirement to the Private Organization Monitor, 35<sup>th</sup> Force Support Squadron for approval by the Commander, 35<sup>th</sup> Mission Support Group. A hard copy must be maintained by the Executive Board for renewal on a yearly basis.
- b. MOSC may obtain liability and property damage insurance coverage commensurate with risk to protect against all claims or lawsuits, which may arise from the commission or omission of act by its members when acting in any capacity for or in participating in any activity of the MOSC according to AFI34-223. Such coverage, when required, must expressly provide that neither the U.S. Government nor any non-appropriated fund instrumentality will be liable for any claims or judgments against the MOSC or its members. A copy of the insurance policy and all renewal policies will be forwarded to the Private Organizations Monitor, 35<sup>th</sup> Force Support Squadron.

#### 2. Members Individual Liability

- a. Under the provisions of AFI 34-223, all members of the organization are jointly and severally liable for the obligations of the organization. This means if the private organization incurs financial obligation it cannot meet, each member could be personally liable in the member's individual capacity for the entire amount due.
- b. Each member will be given a copy of the Constitution and By-Laws upon joining. AFI 34-223 requires notice to and acknowledgement of understanding from each member.

### **B. Taxes:**

Spouses' Clubs operating outside of the United States are not subject to taxation by U.S. Authorities. This means you do not file for exemption or file annual information returns with the Internal Revenue Service (IRS). You will have no working relationship with the IRS according to Pacific Air Forces Directorate of the Staff Judge Advocate.

### **C. Audits:**

Spouses' Clubs with annual gross revenues of \$250,000 or more must be audited by a certified public accountant. AF34-223, para 10.7.1. Clubs with annual gross revenue of more than \$100,000, but less than \$250,000 must have an annual financial review performed by an accountant (CPA not required). AFI

32-223, para 10.7.2. Finally, all Clubs with annual gross revenues of at least \$5,000 but less than \$100,000 must submit annual financial statements to FSS. AFI 34-223, para 10.9.7.

#### **D. Quorum**

1. A quorum is determined as consisting of:
  - a. General Membership Meetings: presence of a 2/3 majority vote of the voting members present.
  - b. Board of Governors Meetings: presence of one more than one-half of the voting members of the Board of Governors, or their designated representatives.
  - c. Executive Board Meetings: presence of a majority of the voting members of the Executive Board.
  - d. Committee Meetings: presence of a majority of the voting members of the committee.
2. Voting may take place by email in special circumstances at the discretion of the President and Executive Board approval in time-critical situations.

#### **E. Organizational Documents**

1. Documents will be archived in the MOSC files.
2. According to the Pacific Air Force Spouses' Club Handbook, a Club's Constitution and By-Laws must be updated every year, or when there is a change in the purpose of the Private Organization, whichever comes first.

#### **F. MOSC Website**

1. The MOSC owns the website [www.misawaosc.org](http://www.misawaosc.org) and all contents therein.
2. Any work on the website is considered property of the MOSC and is considered "work for hire", even if done on a volunteer basis.

#### **G. Commander, 35<sup>th</sup> Mission Support Group Review Authority**

1. The Commander, 35th Mission Support Groups, will direct changes of any provisions of the Constitution and By-Laws to conform to existing military directives.
2. All amendment(s) are subject to final review and approval by the 35th Mission Support Group Commander.
3. The Commander, 35th Mission Support Group has the authority to dissolve this organization in the event there are no members present or in the best interest of the US Air Force.

#### **H. Dissolution**

1. Discontinuance of the MOSC will be determined by the MOSC membership or upon determination by the 35th Mission Support Group Command and/or the Wing Commander, Misawa AB to withdraw authorization to operate on the installation.
  - a. Notify 35th Force Support Squadron Private Organization Monitor of its intent to dissolve and prepare a time-phased action plan.
  - b. Written notice shall be given to the Commander, 35th Mission Support Group and such dissolution shall be carried out only with the approval of the Commander.
2. Neither appropriated fund activities nor non-appropriated fund instrumentalities may assert any claim to the assets, or incur or assume any obligation on the MOSC except as may arise out of contractual relationships.
3. Upon dissolution, after all bills and valid debts are paid, any residual funds, assets, or property will be contributed to charitable purposes, including 60-percent to the Misawa Air Force Aid Society and 40-percent to the Misawa Navy-Marine Corps Relief Society, as determined by a majority vote of a quorum of the Board. If liabilities exceed assets, then the excess of liabilities shall be paid by the Active and Associate members on a pro rata basis.

4. Property abandoned by the MOSC on its dissolution may be acquired by Misawa AB under terms of applicable agreements, statutes, and installation policies.

#### **I. Inactivation**

1. The Board may vote to put MOSC on inactive status with an approval of a majority vote.
2. During inactive status, the MOSC must still comply with any pertinent Base Orders.
3. MOSC must have prior approval of the Commander, 35th Mission Support Group, to return to active status.

### **Article XVI-Disciplinary Action**

#### **Charges Against Members**

1. Charges against members, including Board of Governors members, working contrary to the principles, purposes, and Constitution and By-laws may be filed in a written statement signed by three MOSC members and presented to the Parliamentarian. The Parliamentarian will present statements to Executive Board.
2. The accused member shall be notified in writing of the action and shall have the privilege of being present at all meetings of the Board of Governors when these charges are presented.
3. The Parliamentarian shall appoint a committee to investigate the charges, meet with the accused to hear any rebuttal of charges and hear any testimony relating to the charges.
  - a. A report shall be presented to the Executive Board for further consideration, action and recommendations for final resolution.
  - b. If an Executive Board member is the accused an Advisor shall step in as the voting member.
4. The President follows the recommendations of the committee and acts accordingly in the resolution of all disciplinary matters.
5. If an Advisor is not fulfilling required obligations to the MOSC, the President will choose a new Advisor for representation with Board of Governors approval.

### **Article XVII-Amendments**

#### **A. Purpose**

1. Review of the MOSC Constitution and By-Laws will be mandatory to implement changes.
2. The Constitution and By-Laws Committee will conduct this review annually in March.
  - a. All changes must be approved by a quorum vote by the Board of Governors in April and then the General Membership must approve changes in May.
  - b. All revisions effective June 1st after Board turnover.

#### **B. Amendment(s) Procedure**

1. Any amendment(s) may be proposed by any voting member and submitted in writing to the Parliamentarian. The proposed amendment must include written justification for considering the amendment. Proposed changes must be submitted by March 1st to the Parliamentarian. Parliamentarian notifies the President of proposed changes.
2. The Parliamentarian will oversee the Constitution Review Committee to review the proposed amendment(s) during the Review with the assistance of the President and approval of the Board. Committee needs to meet prior to April 1st to discuss changes.
3. No less than 48-hours will be allocated prior to a vote allowing for research and preparing pertinent information.

4. The proposed amendment(s) and Review must be approved by a majority vote of a quorum of the Executive Board before being approved by a majority vote of a quorum of the Board in April.
5. The General Membership will be notified by appropriate means when a vote on the proposed amendment(s) and Review will occur. The General Membership must approve the amendment(s) by 2/3 of present members with a majority vote.
6. The approved amendment(s) will be submitted to the Commander, 35th Mission Support Group or a designated representative for final review.

**C. Isolated Amendments**

1. Isolated Amendment(s) can be made by a motion and approved by the Board of Governors.
2. The General Membership will be given a 2-weeks notice of the amendment(s).
3. The amendment(s) must be approved by 2/3 of present members with a majority vote, and become effective after the vote is completed.

**Article XVIII-Adoption**

The MOSC Constitution and By-Laws shall become effective upon adoption by the MOSC Board of Governors, majority vote of a quorum of the General Membership, and submitted for approval by the Commander, 35<sup>th</sup> Mission Support Group, Misawa AB. This Constitution and By-Laws supersedes all previous Constitution and By-Laws, except that they will not affect Executive Board Officers, nor specific agreements and contracts entered into under the terms of previous Constitution and By-Laws until such terms of agreements or contracts have reached their expiration dates.

\_\_\_\_\_

President

\_\_\_\_\_

Date

\_\_\_\_\_

1<sup>st</sup> Vice President

\_\_\_\_\_

Date

\_\_\_\_\_

2<sup>nd</sup> Vice President

\_\_\_\_\_

Date

\_\_\_\_\_

Secretary

\_\_\_\_\_

Date

\_\_\_\_\_

Administrative Treasurer

\_\_\_\_\_

Date

\_\_\_\_\_  
Welfare Treasurer

\_\_\_\_\_  
Date

\_\_\_\_\_  
Parliamentarian

\_\_\_\_\_  
Date

Final Approval Date \_\_\_\_\_