

RANDOLPH SPOUSES' CLUB CONSTITUTION

ARTICLE I – NAME

The name of this organization shall be Randolph Spouses' Club hereafter referred to as RSC. It will operate on Joint Base San Antonio (JBSA) Randolph AFB pursuant to the provisions of AFI 34-223. Private Organizations (POs). POs are self-sustaining special interest groups, set up by people acting exclusively outside the scope of any official capacity as servicemen, employees, or agents of the Federal Government. They operate on Air Force installations with the written consent of the installation commander.

1.1. POs are not Federal entities and are not to be treated as such. Accordingly, they are not NAF instrumentalities (NAFIs) as defined in AFI 34-201, Use of non-appropriated Funds, nor are they entitled to the sovereign immunities and privileges given to NAFIs or the Air Force. 1.2. Personal and professional participation in POs is governed by DoD 5500.7-R, Joint Ethics Regulation.

ARTICLE II- PURPOSE

The RSC is a two-part organization.

a. The social & recreational part is a private, nonprofit organization, which is organized in compliance with Section 501(c)(7) of the Internal Revenue Service (IRS) and operates to promote social, recreational and other similar nonprofit activities for its members. Hereafter referred to as the RSC-S & R

~~b.~~ The scholarship & charitable part of this organization is a private, non-profit organization in compliance with section 501 (c) (3) of the IRS and is organized exclusively for donations to non-profit organizations and scholarships to eligible candidates for the furtherance of charitable or educational purposes. Hereafter referred as the RSC-S & C.

ARTICLE III – GENERAL PROVISIONS

a. The RSC is governed by its Constitution and Bylaws. The RSC may also institute standing rules that implement the Bylaws. Should there be a conflict between the RSC Constitution and any Bylaws or standing rules, the Constitution shall govern.

b. The RSC will not sponsor, support, or participate in any activity or with any organization that engages in discriminatory practices.

c. The RSC and its members will not prejudice or discredit the United States Government or conflict with governmental activities.

d. This private organization will operate on Joint Base San Antonio (JBSA), Texas pursuant to the provisions of AFI 34-223 and in accordance with all applicable civil and military laws and regulations. The organization shall be self-sustaining and operate only with the consent of the 1 installation commander. Operation is also contingent on compliance with the requirements and

conditions of all applicable Air Force regulations.

e. The membership is jointly and severally liable under the laws of the State of Texas for organizational debts or liabilities in the event the organization's assets are insufficient to discharge liabilities

ARTICLE IV – MEMBERSHIP

a. Membership in the RSC is voluntary. All prospective members, regardless of length of time on station are invited to join at any time and pay the appropriate amount of dues. Membership and related action based upon race, age, disability, religion, national origin, ethnic group, or gender is prohibited. Membership is achieved through completion of the RSC membership application along with membership dues paid in full and receipt by the Membership Chair.

b. There are three types of membership: Active, Associate, and Honorary, as defined below.

1. Active – The spouse of any Armed Forces member on active duty status. The spouse of Guard and Reserve members are also eligible.
2. Associate – The spouse or adult dependent of a retired military member, the spouse or adult dependent of a deceased or missing military member of any Armed Forces, the spouse of civil service or key civilian personnel, spouses of deceased civil service or key civilian personnel, a divorced spouse with all rights and privileges, any active duty/retired military member, and any key civilian employee associated with JBSA Randolph AFB.
3. Honorary – Any person deemed appropriate to be honorary by invitation from the Honorary President and the RSC President. The honorary memberships will be reviewed and renewed at the beginning of each new board year by the Honorary President and RSC President.

c. Membership will be terminated as follows:

1. Upon permanent departure due to PCS orders to a different location.
2. Upon written resignation to the Membership Chair.
3. By the Governing Board with a 51% approval vote by the Executive Board for activities involving discreditable conduct.
4. For failure to pay annual dues or two unpaid functions, after proper notification.

d. Reinstatement for membership can be accomplished by applying in writing to the Membership Chair for reinstatement and tender payment of all accrued delinquent dues. The letter will be presented for the Governing Board's approval.

e. Guests shall bebut are not limited to, the following individuals:

1. Military Spouse visiting San Antonio, may attend regular RSC Functions.
2. Individuals eligible for membership in the RSC may attend one function prior to joining RSC (The August Welcome social does not count as first attendance.). If they

would like to attend subsequent RSC functions and attend any Special Activities, they will be required to join and pay dues at that point unless specified otherwise. 3. An individual who is not eligible for membership must be sponsored by an active, associate or honorary member in good standing.

4. Children up to six (6) months of age or at the discretion of the president are welcome at our functions.

f. Privileges and dues will be as defined in the Bylaws.

g. Members' personal contact information will be used for RSC-related correspondence.

ARTICLE V – GOVERNING BODY AND OFFICERS

a. The Governing Board, which is composed of the elected officers, chairpersons of standing committees and advisors, governs the RSC. The advisors consist of the Honorary President: spouse of the Commander of the Air Education and Training Command or designee, Honorary Vice President: spouse of the Command Chief of Air Education and Training Command or designee, and the spouse of the Commander of the 12th Flying Training Wing or designee. Additional advisors may be invited as deemed necessary by the Honorary President and/or RSC President.

b. The Executive Board is composed of the elected officers, the parliamentarian and advisors.

c. The elected officers are President, First Vice-President, Second Vice-President, Recording Secretary, Social & Recreational Treasurer, and Scholarship & Charitable Treasurer.

d. The duties of the elected officers are outlined in the Bylaws and individual job descriptions.

e. All positions in the RSC are strictly unpaid volunteer positions and must be filled by RSC members in good standing.

ARTICLE VI – MEETINGS, QUORUMS, ACTIVITIES AND ELECTIONS

a. General Membership meetings shall be held as provided by the Bylaws, but in no event shall there be less than one meeting in any three-month period. A quorum at a general membership meeting is based on the number of members in attendance. A simple majority, fifty-one percent (51%) of those present is sufficient to pass a motion. Quorum of electronic votes is the number of responses. A simple majority, fifty-one percent (51%), of responses. is sufficient to pass a motion.

b. Board Meetings shall be held as provided by the Bylaws, but in no event shall there be less than one meeting in any three-month period. A quorum at a board meeting is a simple majority, fifty-one percent (51%) of the board members present. Phone votes and e-mail votes may be used as designated by the Bylaws.

c. Elections shall be held annually at a business meeting of the general membership as designated by the Bylaws.

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d. The RSC will not engage in activities which compete with those of any morale, welfare and recreation activity, non-appropriated fund instrumentality (NAFI) or Army and Air Force Exchange System operation on an installation, except as provided in AFI 34-223

e. The RSC will not engage in on-base resale activities (including bake sales, car washes, etc.) unless specific written authorization is obtained from 502 FSS/CL.

f. The RSC will not conduct any organizational fundraising activities in the workplace during the Combined Federal Campaign or service campaigns.

ARTICLE VII – CONSTITUTION AND BYLAWS REVIEW COMMITTEE

The constitution and by-laws review committee will consist of, but not limited to, the executive board and an advisor. The Parliamentarian will serve as chair. This committee will review the Constitution and Bylaws of the RSC every two years. The review will occur during even-numbered years. If changes occur, proper administrative and legal approval must be obtained.

ARTICLE VIII – AMENDMENTS AND REVISION

The amendment process will consist of the following:

a. Any proposed amendment will be submitted in writing by a member, to be considered by the Constitution and Bylaws Review Committee.

b. The Review Committee will review the proposed amendment, if passed by majority vote it will then be presented to the Governing Board for their approval.

c. If the proposed amendment is passed by a majority vote of a quorum of the Governing Board, it will be presented at the next regularly scheduled General Membership meeting. The written amendment will be posted on the RSC website for at least 15 days.

d. A quorum of the General Membership present must approve the proposed amendment.

e. All amendments approved by the General Membership must meet approval of the 502nd Commander or designee to be adopted.

f. Once a proposed amendment has been considered and disapproved, it will not be reintroduced for a period of one year.

g. In the event that any provision of the Constitution will be deemed illegal or contrary to any Air Force directive, such portion will be deemed changed administratively to conform to the same directive. Notification will be made to the general membership by the Parliamentarian.

ARTICLE IX – FINANCES

The RSC will maintain two separate accounts for funds.

a. Social & Recreational Fund.

1. The S & R fund account will contain funds raised and spent in accordance with Section

501(c)(7) of the IRS Code.

2. The funds for the S & R account will come from member activity fees and dues paid by all members. Other methods of financing may be used as appropriate in accordance with the tax status of this fund.

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3. Funds raised may be used to pay for our monthly programs and/or other activities for our RSC members in good standing. Any funds not spent may be transferred to the Scholarship & Charitable Fund (except for the mandatory balance) in May.

b. Scholarship & Charitable Fund.

1. The S & C fund account will contain funds raised and spent in accordance with Section 501(c)(3) of the IRS Code.

2. The funds for the S & C account will come from the net proceeds of activities to include the Thrift Shop and other designated fundraisers in accordance with the tax status of this fund. 3. Funds raised will be used to pay for academic scholarships and donations to both military organizations and local charities. Funds may also be used for fundraising for this account and volunteer appreciation events.

c. S & R and S & C fund-raising activities must be approved by the Governing Board, authorized by the installation commander or a designee, and permitted by Air Force Instruction and state law. The RSC will not engage in fundraising activities unless specific written authorization is obtained from the Installation Commander or designee.

d. The authorized Tax Code numbers shall remain on file with the Executive Board.

e. The administration of the RSC, including its publication, shall be executed at absolutely no cost to the U.S. Government.

f. The RSC will comply with all local, state, and federal laws.

g. In accordance with AFI 34-223, Section 10.7, the RSC will accomplish an audit or financial review. A CPA will conduct an audit when annual gross annual revenues are \$250,000 or more. An Accountant (CPA not required) will perform annual financial reviews when gross annual revenues of \$100,000, but less than \$250,000. The accountant will provide written verification of the accounting data and other relevant information. If gross annual revenues are less than \$100,000, but more than \$5,000, an independent audit or financial review is not required. However, the RSC must provide an annual financial statement to the 502d Force Support Squadron Resource Management (502dFSS/FSR) NLT 20 days following the end of the fiscal year. The RSC is responsible for all costs associated with the audit or financial review.

h. The RSC will not engage in activities that compete with those of any Services Division, NAFI, or Air Force Exchange operation on any installation, except as provided in AFI 34-223.

i. The RSC will comply with Air Force regulations governing giving and receiving gifts.

ARTICLE X – THRIFT SHOP

The Thrift Shop shall be run by a governing body known as the Thrift Shop Board, which will be comprised of members of the RSC. The Thrift Shop Board will establish and maintain the operating procedures and management policy of the Thrift Shop as defined in the Bylaws.

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ARTICLE XI - LIABILITY

- a. The RSC is subject to such restrictions, laws, taxes, licenses, and ordinances that may be imposed on it by local, state, and federal jurisdiction.
- b. RSC members are aware that financial liability incurred by the RSC might result in individual personal financial responsibility if the treasury fails to discharge obligations.

ARTICLE XII – INSURANCE

- a. The organization will maintain liability and property damage insurance coverage commensurate with risk to protect against any claims or lawsuits that might arise from the commission or omission of acts by its members when acting in any capacity for or in participating in any activities of the organization. Such coverage, when required, must expressly provide that neither the U.S. Government of any NAFI will be liable for any claims or judgments against the organization or its members. A copy of the insurance policy and all renewal policies will be forwarded to the 502d Force Support Squadron Resource Management (502 FSS/FSR). If insurance is not deemed necessary, the organization will submit a request for waiver of insurance requirement to the 502 FSS/FSR for approval by the 502 FSG/CC through the 502 FSS/CL
- b. If insurance coverage is waived for the club’s normal activities, the RSC will obtain insurance for special events commensurate with the risk involved.
- c. RSC Members are aware through the signing of the membership application that they are jointly and severally liable for the obligations of the organization.
- d. The organization agrees to hold harmless and indemnify the United States government, NAFI or any of its agents or sub-units for claims arising from any of the organization’s activities.

ARTICLE XIII – PARLIAMENTARY AUTHORITY

Robert’s Rules of Order, Newly Revised Edition, shall govern all parliamentary procedures not covered by the Constitution or Bylaws of the RSC.

ARTICLE XIV – DISSOLUTION

Upon dissolution of the RSC, all club funds and property, real and personal, in excess of liabilities shall be disposed of by recommendation of the Governing Board and approval of the general membership in accordance with the IRS Code and all applicable Air Force Instructions. Any such assets not so disposed shall be donated to a USAF NAFI or to the USAF as determined by the RSC executive board in accordance with AFI 34-201 or AFI 51-601. If assets are not sufficient to satisfy the liabilities, the membership may be held liable for the difference thereof. The RSC will notify the installation commander or a designee of the intent to dissolve.

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Signed 

Natalie Iliff
President, Randolph Spouses' Club
REVISED June 16, 2024

