

**CONSTITUTION  
OF THE  
FORT KNOX SPOUSES AND COMMUNITY CLUB, INC.**

**ARTICLE I – ORGANIZATION NAME AND PURPOSE**

**Section A.** The name of this Private Organization (PO) will be the Fort Knox Spouses and Community Club, Inc., hereafter called the FKSCC. The FKSCC is located in the Fort Knox Community, Kentucky, with an address of P.O. Box 177, Fort Knox, Kentucky 40121.

**Section B.** The FKSCC is organized as a private, financially and operationally self-sustaining, non-profit service organization that supports a variety of activities of a social, cultural or educational benefit for its membership and financially supports a variety of organizations within the United States Military and the Civilian Community.

**ARTICLE II - GENERAL PROVISIONS**

**Section A.** The FKSCC shall operate with the approval of the Fort Knox Garrison Commander, hereinafter referred to as the Approving Authority. This approval is contingent on compliance with the requirements and conditions of all Army regulations, specifically *DoDI 1000.15 (Private Organization Operating on DoD Installations)*, *AR 600-20 (Army Command Policy)*, *AR 600-29 (Fund-Raising within the Department of the Army)*, *AR 210-22 (Private Organizations on Department of the Army Installations)* and the *Fort Knox Private Organization and Fundraising Policy*.

**Section B.** The Membership or the Approving Authority may discontinue the organization. The Approving Authority may withdraw permission to operate on the Army installation at any time. Notification by either party will be in writing and in a timely manner. It should be clearly understood that the Approving Authority has the absolute discretion to determine whether the PO's continued operation is compatible with the Army's interest.

**Section C.** The FKSCC is not an instrumentality of the United States, shall be self-sustaining, and may not receive financial assistance from the Department of the Army (DA) or any Non-Appropriated Funds (NAF) activity. The FKSCC will not duplicate or compete with a NAF or Appropriated Funds (AF) activity. Neither the Government nor Fort Knox will assume any liability for this organization's debts. The FKSCC will reimburse the Army for utility expenses, unless such use is incidental.

**Section D.** The FKSCC will neither propagate extremist activities nor advocate violence against others or the violent overthrow of the government. The FKSCC will not seek to deprive individuals of their civil rights.

**Section E.** All FKSCC Members, upon joining the organization or renewing membership with the organization, are advised to read the Constitution and Bylaws. All elected and appointed members of the Governing Board and any Committee member, to include the Honoraria, are required to read and maintain a copy of the aforementioned documents and the Policy and Precedents File relevant to their position.

### ARTICLE III - FUNCTIONS/ACTIVITIES AND OPERATING PROCEDURES

**Section A.** The FKSCC will sponsor and/or support activities for Members which may include but are not limited to: General Membership meetings; monthly luncheons; special activities; and internal fundraising activities.

**Section B.** All external fund raising activities must have the written approval of the Approving Authority.

**Section C.** Constitutional Amendments

1. Proposed amendments to the Constitution shall be submitted in writing to the Governing Board for approval.
2. If the Governing Board does not approve the proposed amendment, upon the petition of at least twenty five percent (25%) of the membership, it must be submitted to a General Meeting of the FKSCC for approval or rejection.
3. Upon approval by the Governing Board or successful petition, the Articles of the Constitution shall be amended by a two-thirds (2/3) majority of members at a General Membership meeting providing that proposed changes be announced to the Membership at a previous General Membership meeting or by club sponsored printed media.
4. Amendments to the Constitution shall be submitted to the Approving Authority.

**Section D.** Bylaws may be adopted, amended or repealed by a simple majority of members at a Governing Board meeting provided that a quorum is present. Amendments to Bylaws shall then be submitted to the Approving Authority. Approved revisions of Bylaws must be made known to the Membership.

**Section E.** Amendments to the Constitution and Bylaws shall not conflict with Army regulations and/or Fort Knox policy letters and/or directives.

**Section F.** The Constitution shall be reviewed every two years or upon request of the President, the Honoraria, the Parliamentarian, or at the direction of the Approving Authority. A Special Committee, chaired by the Parliamentarian, shall review the Constitution and the accompanying Bylaws. The committee's report shall first be presented to the Governing Board, followed by presentation to the General Membership for final approval.

**Section G.** The Executive Committee shall provide copies of all required documents as defined in *AR 210-22, paragraph 2-1(c)* to include minutes, financial statements, and audits, to the Approving Authority upon request.

### ARTICLE IV - MEMBERSHIP

**Section A.** Membership in the FKSCC shall be voluntary: all members of the FKSCC shall be VOLUNTEERS and may never be paid employees of the FKSCC. Discrimination based on race, color, sex, or national origin will not be permitted. All members shall be required to have all dues paid within thirty (30) days of receipt of their membership application. A copy of the Constitution and Bylaws will be available for all prospective members to read prior to registering for membership. Active Duty and Civilian Employee member's club activities must be in conformance with the Joint Ethics Regulation. Membership shall consist exclusively of the following:

1. Active Members shall pay dues, have the privilege to vote, may hold elected or appointed office, and participate in all FKSCC activities, including committees. Active Members shall be defined as:
  - a. All US Military ID Card holders and all US-sponsored foreign liaison personnel, their Spouses and Family Members age 18 and above, and Civilian ID Card holders, their Spouses and Family Members age 18 and above.
2. Associate Members shall pay dues and enjoy all the rights and privileges of Active Members with the exception that they may not serve in an elected position but may serve on committees. Associate Members shall be defined as:
  - a. International Forces and US Citizen, non-US Military ID Card holders and their Spouses and Family Members above 18 years of age.
  - b. Associate membership may also be extended to others at the review and discretion of the Board of Governors.
3. Honorary membership may be extended at the pleasure of the Governing Board to distinguished individuals not covered in the above categories who have been supportive and involved in the coordination of military and civilian life and to other distinguished persons. Honorary Membership shall reside with the honoree until such time that they withdraw. Acceptance is at the review and discretion of the Executive Board. Honorary Membership does not refer to the Honorary President, Honorary Vice-President(s) or Honorary Advisors.
  - a. Honorary Members shall have no vote or hold office, nor shall be required to pay dues.
  - b. Honorary membership may be declined in favor of active membership should the honoree wish to serve on the Board of Governors and the honoree is otherwise eligible to do so.
  - c. A roster of all Honorary Members shall be maintained by the Membership Chair and will be updated and reviewed annually by the Executive Committee.

**Section B.** Any eligible person shall be considered a member of the FKSCC after completion of an application for membership and payment of dues, if required.

**Section C.** Membership is voluntary and may be terminated for the duration of the club year by (1) written request of the member, (2) written request of the Board of Governors, or (3) non-payment of required dues.

**Section D.** Eligible Guests

1. Persons ineligible for membership may attend one General Membership meeting per association year.
2. Eligible non-member vendors who are selling at an FKSCC General Membership meeting or officially sponsored FKSCC event shall be invited to stay the duration of the meeting each time that they attend.
3. Persons eligible for membership in the FKSCC may attend only one (1) activity as defined in Article III, Section A as a guest, with the exclusion of "members only" events. Thereafter, persons must be members of FKSCC to continue attendance.

**Section E.** The membership and fiscal year shall run from 1 June through 31 May. The association year shall run from the date of installation of Officers in May to the next installation of Officers the following May.

**Section F.** Any current members affected by changes to membership eligibility during the club year shall be offered continued membership for the duration of the club year. Members of the Board of Governors, as defined

in *Article V, Section A*, whose status changes during the year to Associate Membership eligibility may remain Active Members until the end of the fiscal year, 31 May.

## ARTICLE V – GOVERNING BODY OF THE FKSCC

**Section A.** The governing body of the FKSCC shall be the Board of Governors. The responsibilities of the Board of Governors shall be outlined in the Bylaws. The FKSCC Board of Governors shall:

1. Formulate plans and establish internal operating procedures for the FKSCC in accordance with the Constitution and Bylaws at the beginning of the board year.
2. Establish the scope of activities, services, and facilities of the FKSCC.
3. Ensure that the FKSCC is properly administered and its funds safeguarded.
4. Establish board policies at the beginning of each association year, to include a mission statement defining the goals and objectives of the year.

**Section B.** The Board of Governors shall include:

5. The Executive Committee
  - a. The Elected Officers, as defined in the *Bylaws*.
  - b. The Appointed Officer, Parliamentarian.
  - c. The Honoraria, as defined *Article V, Section D*.
6. Standing Committee Chairs, as defined in the *Bylaws*.
7. Selected Committee Chairs, as defined in the *Bylaws*.
8. Special Committee Chairs, as defined in the *Bylaws*.
9. Community Representatives, as appointed by the President and defined in the *Bylaws*.

**Section C.** Each member of the Board of Governors shall have one vote with the exception of the Honoraria, Parliamentarian, Selected and Special Committee Chairs, and Community Representatives, who will be non-voting members. Selected Committee Chairs will have a representative voice through Standing Committee Chairs who will vote on their behalf as a Committee Vote. The President will vote only in case of a tie.

**Section D.** **HONORARIA** strengthen the position of the President, providing counsel and mentorship. Members of the Honoraria shall serve in an advisory capacity, as an *ex officio* member of both the Executive Board and the Board of Governors, and may serve on certain committees as invited. Honoraria provide counsel, mentorship, coaching, appropriate policy guidelines, and liaison between the FKSCC and the Installation, while allowing the FKSCC Board of Governors to make their own decisions. Members of the Honoraria shall not be voting members of the Board of Governors; however he/she shall retain voting privileges as an Active Member of the organization. The Honoraria shall be defined as:

1. Honorary President: The spouse of the Fort Knox Senior Mission Commander, or his/her designee, shall be invited to serve as the FKSCC Honorary President.
2. Honorary Vice President: The spouse of the Fort Knox Senior Mission Command Sergeant Major, or his/her designee, shall be invited to serve as the FKSCC Honorary Vice President. Should he/she not be interested in or unable to serve in this position, the Honorary President will designate an alternate in his/her stead.
3. The Honorary President, with the assistance of the President, may appoint additional Honorary Advisors as deemed necessary.

**Section E.** No member of the Governing Board, as defined in *Article V* may be paid for services rendered to the FKSCC.

**Section F.** Term limits and Termination

1. Elected Officers may only hold a particular board position for two consecutive years, after which they must have at least a one-year break before returning to that position. Honoraria are excluded from this provision.
2. Any member of the Board of Governors can be terminated from their position by written request from the Executive Committee and approved by the Governing Board, or by written resignation.

## ARTICLE VI - DUTIES OF OFFICERS

**Section A.** The job descriptions of the Elected and Appointed Officers, Honoraria, Standing Committee Chairs, Selected Committee Chairs, and Special Committee Chairs are contained in the Bylaws.

**Section B.** The Executive Committee and Governing Board shall have supervision of and direction over all activities, operations, and disbursements of the FKSCC. The only exception is that the President, without Governing Board approval, may commit funds in the amount of \$100.00 or less. This authorization must be disclosed at the next Governing Board meeting.

**Section C.** The FKSCC shall, by action of the Executive Committee, indemnify any member who incurs a personal liability to a third party as a result of acting in good faith on behalf of the FKSCC as an Officer, Chair, or otherwise, provided the actions were previously approved, and the member acted within the scope of that approval. Only the President or Treasurer may sign contracts entered into on behalf of the FKSCC, unless the President has signed an official delegation of authority to a member of the Board of Governors who may have limited ability to sign short term contracts for special events.

**Section D.** Vacancies within the Board of Governors will be addressed thus:

1. In the event of a vacancy of an elected or appointed office, except in the office of the President, the office shall be filled by appointment made by the President and approved by the Board of Governors.
2. If the presidency is vacated at any time, this position shall be filled by the 1st Vice President. In the event the 1st Vice President is unable, declines, or is unavailable to serve, the position will be filled by a nominee selected by the Executive Committee, approved by the Governing Board and elected by the General Membership.
3. Appointed Officers filling vacancies of Elected Officers shall adhere to the same guidelines as Elected Officers.

## ARTICLE VII – STANDING AND SELECTED COMMITTEES

**Section A.** Standing Committee Chairs shall be appointed by the President on the advice of the Honoraria and approval of the Executive Committee. Standing Committee Chairs will have one vote on the Board of Governors; in the event the committee is “co-chaired” there will be one vote representing the committee. Standing Committee Chairs are defined in the *Bylaws, Article X*.

**Section B.** Selected Committee Chairs shall be appointed by the President on the advice of the Honoraria and approval of the Executive Committee. Selected Committee Chairs are defined in the *Bylaws, Article XI*.

## ARTICLE VIII - FINANCES

**Section A.** The revenue necessary to pursue the purpose of the FKSCC (*Article I, Section B*) shall be derived from the following sources:

1. The Membership shall be required to pay dues (except Honorary Members - *Article IV, Section A,3*).
  - a. No dues shall be refunded upon departure or reassignment of any member.
  - b. Dues shall not be increased or decreased by more than 20% without General Membership approval.
  - c. Half-yearly memberships shall be instituted at fifty percent (50%) of the annual membership rate beginning 1 January.
2. External fundraising activities shall be conducted with the approval of the Approving Authority. Internal fundraising activities shall be for FKSCC members only and conducted in accordance with the *Fort Knox Private Organizations and Fundraising Policy* and the approval of the Board of Governors.
3. The Ways and Means Committee shall conduct internal sales of small items and memorabilia with the approval of the Governing Board, and approval of the Approving Authority for external sales.

**Section B.** Funds shall be maintained in approved accounts in accordance with current PO regulations and in accordance with normally accepted accounting principles. The approved accounts include:

1. Operating Fund
2. Community Outreach Fund

**Section C.** The FKSCC Board of Governors shall ensure that all disbursements comply with the purpose for which the FKSCC was established. The Board of Governors will not initiate or vote on any financial considerations that will allow the organization to become indebted in any way that is in excess of its existing assets.

**Section D.** The fiscal year for the FKSCC shall be 1 June through 31 May.

## ARTICLE IX – TAXES AND AUDITS

**Section A.** The FKSCC adheres to the *Internal Revenue Code, Section 501 (c) (3) of the Internal Revenue Code of 1986 (Federal Tax Exempt Status of a Private Organization)* or corresponding provisions of any future United States Internal Revenue Law.

**Section B.** The FKSCC shall utilize a double entry accounting system and will have audits performed by a qualified auditor – *Bylaws, Article II, Section A*.

## ARTICLE X - INSURANCE AND BONDING

**Section A.** Fidelity bonding will be purchased by the Treasurer from a qualified firm by the FKSCC for members handling any cash flow over five hundred dollars (\$500.00) and will be equal to the normal maximum amount of cash flow handled or in an amount sufficient to provide full protection of assets.

1. The President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Treasurer, and any other member of the Board of Governors deemed necessary by the Executive Committee shall be bonded.
2. Costs of fidelity bonding shall be budgeted and paid for by the FKSCC.

**Section B.** Insurance shall be obtained from a qualified firm by the Treasurer.

1. Insurance coverage must be adequate for protection against public liability claims, property damage claims, or other legal action arising from FKSCC activities or one or more of its members acting on behalf of itself, or the operation of any equipment, apparatus, or device under the control and responsibility of the FKSCC.
2. Insurance coverage must be adequate for protection for claims against one or more FKSCC members acting on behalf of the FKSCC, or the operation of any equipment, apparatus, or device under the control and responsibility of the FKSCC.
3. The above requirements and restrictions are in accordance with *AR 210-22, Section 3-2* and the *Fort Knox Private Organization and Fundraising Policy*.

**Section C.** The FKSCC is not eligible for the Risk Management Program (NAF Insurance Program, AR 215-1).

## ARTICLE XI - ELECTIONS AND VOTING

**Section A.** Elections shall be held annually at a General Membership meeting. Term of office shall be one club year (1 June – 31 May).

**Section B.** A quorum must be present prior to the call for any vote at meetings of the FKSCC. Quorums are defined in *Article XII, Section B*.

**Section C.** Voting

1. The President is authorized to call for an electronic vote of the Executive Committee and/or Board of Governors following the procedure as defined in the *Bylaws, Article XI, Section A(5)*.
2. There shall be no absentee or proxy votes accepted.

## ARTICLE XII - MEETINGS AND QUORUMS

**Section A.** The FKSCC may hold the following Meetings:

1. The Executive Committee shall meet on a monthly basis. Additional meetings of the Executive Committee may be called by the President or the Honorary President.
2. The Board of Governors shall meet on a monthly basis. Additional meetings may be called by the President or the Honorary President.
  - a. Any Active Member may be invited to attend Board of Governors meetings by the President. Said member will have no vote and will comply with Robert's Rules of Order while in attendance.

3. The General Membership shall meet on a monthly basis, or as called by the President or the Honorary President, with provisions for a summer recess. General Membership shall be notified of said meetings in a timely manner and notification should include business to be transacted, date, time, and location.
4. The President may call emergency meetings of any of the above after consultation with the Honoraria.

**Section B.** Quorums shall be as defined as follows:

1. General Membership meeting: A quorum shall consist of those members present and voting.
2. Board of Governors meeting: A quorum shall be established when at least one-half (½) of voting members are present. Three (3) voting members of the Executive Committee must be present to have a quorum. A simple majority of voting members constitutes a valid vote.
3. Executive Committee meeting: A quorum shall be established when three (3) voting members are present. A simple majority of voting members constitutes a valid vote.
4. Standing, Selected or Special Committee meetings: A quorum shall be established when one-half (½) the voting members are present. A simple majority constitutes a valid vote.

**Section C.** All business meetings of the FKSCC shall be governed by the procedures set forth in Robert's Rules of Order unless otherwise provided for in the FKSCC Constitution or Bylaws.

### **ARTICLE XIII - DISSOLUTION**

**Section A.** Dissolution of the FKSCC requires an affirmative vote of a majority of the General Membership present at a General Membership meeting called for this purpose, or when required by order of the Approving Authority.

**Section B.** Upon dissolution of the FKSCC, all funds in the treasury at the time will be used to meet any outstanding debts, liabilities, or obligations. The balance of these assets will be disposed of as determined by the active membership or approving authority and must be used exclusively for exempt purposes.

**Section C.** If liabilities exceed assets, the General Membership of the FKSCC shall be jointly and equally liable for all outstanding debts, liabilities, or obligations as directed by the Approving Authority or his /her designee.

### **ARTICLE XIV – ADOPTION**

**SECTION A.** This Constitution shall become effective upon adoption in a duly constituted regular or special meeting of the General Membership and a majority vote of the voting members present, and upon approval of the Installation Commander or his representative.

**SECTION B.** Once approved, this Constitution supersedes all previous Constitutions and amendments except that it shall not affect officers elected or specific agreements and contracts entered into under the terms of the previous Constitution until such terms of agreements or contracts have reached their expiration date.

**SECTION C.** This Constitution was approved by the Board of Governors on 11 May 2010 and by the General Membership on 13 May 2010. In witness thereof, the following officers affix their signature.

\_\_\_\_\_  
(signed copy on file)  
Leah Brown, FKSCC President

\_\_\_\_\_  
Date

\_\_\_\_\_  
(signed copy on file)  
Lynnette Burge, FKSCC Parliamentarian

\_\_\_\_\_  
Date