

# **Luke Spouses' Club**

**Luke AFB, Arizona**

## **Constitution**

### **ARTICLE I – NAME, AUTHORITY, & PURPOSE**

#### **Section 1. Name.**

The name of the organization is the Luke Spouses' Club (LSC), Luke Air Force Base (Luke AFB), Arizona (AZ). This organization has previously been known as the Luke Officers' Wives' Club (LOWC) and the Luke Officers' Spouses' Club (LOSC). The LSC is a combined club open to both officer and enlisted spouses, including Active Duty, Retired, Deceased, Reserve, Guard, International Armed Forces and DOD employees.

#### **Section 2. Authority.**

- a. The LSC is a private, self-sustaining, nonprofit, independent organization as defined by Air Force Instruction 34223 (AFI 34223) and in accordance with all applicable civil and military laws and regulations.
- b. This Constitution is the LSC's request to operate as a private organization on Luke AFB, AZ subject to the consent of the 56th Mission Support Group Commander (or designee). The LSC is not part of the Department of Defense or any of its components and has no governmental status.
- c. The LSC shall conduct activities within the guidelines of the Internal Revenue Code Section 501(c)(3), guidelines for a nonprofit organization. Said organization is organized exclusively for social and welfare purposes within the meaning of section 501(c)(3) of the code, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

#### **Section 3. Mission.**

The Luke Spouses' Club (LSC) is a group of committed military spouses dedicated to making a difference serving our community and supporting military families while building lifelong friendships with one another.

### **ARTICLE II – MEMBERSHIP**

Membership in the LSC is voluntary. Classification, responsibilities, rights and privileges shall be defined in the ByLaws; provided, however, that membership shall not be denied to anyone because of age, race, religion, color, national origin, disability, ethnic group, gender, or sexual orientation; nor shall the LSC knowingly support or participate in any activity with any organization which engages in such practices; and provided further that membership classifications shall be consistent with the concept of Total Force, and shall not discriminate based on the branch of service or component in which the member's spouse is serving or that spouse's status is active, retired, or deceased. All members must remain in good standing; a member in good standing shall be defined as one whose dues are paid in full or current on their payment plan. A membership in the LSC does not carry with it the privileges of Club 56 membership.

## **ARTICLE III – ADMINISTRATION**

### **Section 1.**

The LSC shall be governed by the Board of Governors which shall be composed of the Executive Board and the appointed Chairpersons of all standing and/or special committees.

### **Section 2.**

The Executive Board of the LSC shall be responsible for the day-to-day operations of the LSC and shall report to the Board of Governors. The Executive Board of the LSC shall be composed of the Honorary President, Honorary Vice President, Advisor(s), President, First Vice President, Second Vice President, Secretary, Treasurer, and Parliamentarian. The responsibilities and duties of the Executive Board positions shall be defined in the ByLaws. The responsibilities and duties of all Board of Governors positions are defined in detail in the LSC Handbook.

## **ARTICLE IV – MEETINGS AND QUORUMS**

### **Section 1.**

The business of the LSC shall be conducted at regularly scheduled meetings of the Board of Governors, and/or general or special meetings, as described in the ByLaws. The President may call special meetings. All members shall be given reasonable notice of special meetings as set forth in the ByLaws.

### **Section 2.**

At general or special meetings of the membership, quorum to conduct business and vote on matters will be one third (1/3) of the active members, of which the majority of the valid votes cast by those present in person will pass an issue or matter. All reasonable attempts shall be made to inform the membership of an upcoming vote and the need for their attendance or voting information and instructions by electronic mail (email).

At any meeting of the Board of Governors, fifty-one percent (51%) of the total number of members of the Board of Governors entitled to vote shall constitute a quorum of which the majority of the valid votes cast by those present in person will pass an issue or matter. Members serving as cochairs will count as one member in determining matters of quota. Unfilled positions shall not be counted when determining quota. Members serving on more than one chair will only be entitled to have one vote. In this case, the different chairs shall only count as one member when determining quota.

## **ARTICLE V – PARLIAMENTARY PROCEDURE**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the LSC in all cases to which they are applicable and in which they are not inconsistent with this Constitution and/or LSC ByLaws and any special rules of order the LSC may adopt.

## **ARTICLE VI – FINANCIAL RESPONSIBILITY**

All members of the LSC shall be notified of their personal financial responsibility, if any, if there are insufficient assets to cover all liabilities. The membership is liable, jointly and severally, under the laws of Arizona for organizational debts in the event the organization's assets are insufficient to discharge liabilities.

## **ARTICLE VII – FUNDING**

### **Section 1.**

Funding for LSC activities will come from monthly dues and various other fundraising activities, as outlined in the LSC ByLaws, and in compliance with AFI 34223, all applicable Private Organization Air Force Instructions and Regulations, the Internal Revenue Service (IRS) regulations and with the approval of the 56th Mission Support Group Commander (or designee).

### **Section 2.**

No part of any monies in the custody of the LSC shall be used to the benefit of, or be distributed to, its members or other person or entity in a manner inconsistent with its purpose stated herein.

## **ARTICLE VIII – INSURANCE**

Business liability insurance commensurate with the risk involved shall be obtained by this organization for its sponsored activities and persons, unless waived by the appropriate base authority.

## **ARTICLE IX – LIABILITY**

### **Section 1. Indebtedness.**

If an individual member obligates the organization, the obligation may only be for the sole use and the benefit of the organization. Should any member obligate the organization without proper authority to do so, the member will be liable to the organization.

### **Section 2. Solvency.**

- a. Should assets be insufficient to discharge all liabilities, it shall be the responsibility of the LSC members to make payment for all liabilities of the organization.
- b. Members do not have proprietary rights in the club's assets and income will not accrue to individuals except through wages or salaries of employees of the LSC.

## **ARTICLE X – DISSOLUTION**

### **Section 1. Procedure.**

- a. Dissolution of this organization shall be by a majority vote of the membership or by order of the 56th Mission Support Group Commander (or designee).
- b. Upon determination to dissolve, this organization will notify the 56th Mission Support Group Commander of its intent to dissolve and prepare a time phased action plan to do so.

## **Section 2. Disposition of Assets.**

Upon dissolution of this organization, the assets in excess of liabilities shall be disposed of in accordance with pertinent Air Force and Luke Air Force Base Instructions. Remaining Welfare assets shall be donated to a charity or nonprofit 501(c)(3) organization, in accordance with the Internal Revenue Code 501(c)(3) and as detailed in the ByLaws, and approved by a majority of the members.

## **Section 3. Liabilities.**

This article may not be amended or deleted without the approval of the 56th Mission Support Group Commander (or designee). In the event that liabilities or obligation of the LSC shall exceed its assets, the LSC current members shall be obligated and shall ensure that such liabilities are discharged. In accordance with AFI 34223, para 10.11, LSC members will *“be made aware that they are jointly and severally liable for the obligations of the Private Organization and their understanding of the liability must be documented”*.

# **ARTICLE XI – AMENDMENTS**

## **Section 1.**

The Constitution shall be reviewed biennially by the Constitution and ByLaws Committee or as deemed necessary by the 56th Mission Support Group Commander (or designee).

## **Section 2.**

Any proposed amendment to this Constitution shall be submitted in written form to the LSC Board of Governors for approval. Upon approval by the Board of Governors the proposed amendment(s) shall be posted publicly on the LSC website for ten (10) days, and the general membership will be notified via email. Afterward, it shall be presented to the general membership for approval at the next meeting of the general membership.

## **Section 3.**

The Constitution may be amended per Article IV, Section 2 at a meeting of the general membership. The Constitution and Amendments may be voted on electronically as stated in the ByLaws. No amendment to the Constitution shall be effective until reviewed and approved by the 56th Mission Support Group Commander (or designee).

## **Section 4.**

The ByLaws may be changed, revised, or adopted at a Board of Governors’ meeting by a majority (51%) affirmative vote of the Board of Governors. Upon approval by the Board of Governors the proposed amendment(s) shall be posted publicly on the LSC website for ten (10) days, and the general membership will be notified via email. Afterward, it shall be presented to the general membership for approval at the next meeting of the general membership. The ByLaws and Amendments to the ByLaws must be reviewed and approved by the 56th Mission Support Group Commander (or designee). The ByLaws will be reviewed in accordance with AFI 34223 and DODI 1000.15.

## ARTICLE XII – ADOPTION

- a. This Constitution and any subsequent amendments shall become effective upon adoption by the affirmative vote of members as provided in Article XI Section 3, and approval by 56th Mission Support Group Commander (or designee).
- b. The LSC operates on Luke AFB, Arizona pursuant to the DoD Instruction 1000.15, *Procedures and Support for Non-Federal Entities Authorized to Operate on DoD Installations* and AFI 34223. Once approved and signed by the 56th Mission Support Group Commander or their designee, the adoption nullifies any previous Constitution and ByLaws of the LSC, formerly known as the Luke Officers' Spouses' Club.

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Amanda Schwamburger, President, LSC, Luke AFB, AZ

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Date

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Adam Evans, 1<sup>st</sup> Vice President, LSC, Luke AFB, AZ

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Date