HICKAM OFFICERS’ SPOUSES’ CLUB
BYLAWS

These Bylaws govern operation of the Hickam Officers’ Spouses’ Club (HOSC). The provisions of this document are subordinate to the Constitution but supersede other operating guidelines. In cases not governed by Constitution, Bylaws, and other operating guidelines, the current edition of Robert’s Rules of Order Newly Revised shall govern.

ARTICLE I - MEMBERSHIP

Section 1. POLICY
A. Membership Term: Annual membership term shall begin on 1 June and expire 31 May.
B. Member Standing: Members in good standing shall be those who have dues paid in full and who have complied with applicable legally required documents (e.g. Hold Harmless Agreements).
C. Denial: The Governing Board, with the Advisors’ or Honorary Officers’ consent, may with just cause deny or revoke membership.

Section 2. CATEGORIES
HOSC Membership shall consist of three categories: Active, Associate, and Honorary. All members must reside in Hawaii. Eligibility and privileges shall be as follows:

A. Active Members
1) Eligibility: Spouse of any Active Duty, Guard, Reserve, or Foreign Military Officer.
2) Privileges: Shall be permitted to vote, serve on the Executive Team and Governing Board, and participate in all HOSC sponsored events.

B. Associate Members
1) Eligibility: Any of the following:
   a. Spouse of any Retired Military Officer
   b. Widows or widowers of deceased Military Officer, as long as marital status remains unchanged
   c. Spouses of DOD Civilians in the grade levels GS-7 or above
   d. Dependent adult relatives residing in Hawaii with a US Military Officer
   e. Others, as approved by the Governing Board and subject to annual renewal
2) Privileges: Shall be permitted to vote, serve as a Coordinator on the Governing Board, and participate in all HOSC sponsored events.
3) Widows or widowers (Section 2. B. 1. c.) shall not pay dues.

C. Honorary Members
1) Eligibility: As approved by the Governing Board and subject to annual renewal.
2) Privileges: May participate, at your own expense, in all HOSC sponsored events. Shall not pay dues, vote, or serve on the Governing Board.
ARTICLE II – GOVERNANCE

Section 1. GOVERNING BOARD

A. Structure: The HOSC Governing Board shall be structured as follows.

1) Executive Team
   a. Honorary Officers & Advisors
      1. Honorary President – Spouse of HQ PACAF/CC
      2. Honorary Vice President – Spouse of HQ PACAF/ CV
      3. Advisor – Spouse of 15th Wing Commander
      4. Additional Air Force senior advisors, as invited at the discretion of
         Honorary Officers and Advisors
   b. Executive Officers
      1. The President
      2. Vice President of Events
      3. Vice President of Welfare
      4. Vice President of Communications
      5. Executive Secretary
      6. Administrative Treasurer
      7. Welfare Treasurer
      8. Community Relations Representative
      9. Parliamentarian

2) Coordinators
   a. Events Team
      1. Activities Group Coordinator
      2. Socials Coordinator
      3. Snacks with Santa Coordinator
   b. Welfare Team
      1. Thrift Shop Operations Coordinator
      2. Thrift Shop Volunteer Coordinator
      3. Grants Coordinator
      4. Scholarships Coordinator
   c. Communications Team
      1. Reservations/Membership Coordinator
      2. Ways & Means Coordinator
      3. Historian

B. Duties of Executive Officers: Executive Officers shall undertake duties as defined in job
descriptions. Summary follows.

1) The President – Cultivates organizational vision, ensures executive function, oversees
   financials (including CPA and/or tax attorney), and exemplifies the spirit of HOSC’s social
   and philanthropic objectives; sets agendas and presides over meetings
2) Vice President of Events – Supervises Event Team endeavors
3) Vice President of Welfare – Supervises Welfare Team endeavors
4) Vice President of Communications – Webmaster and oversees all social media.
   Supervises Communications Team endeavors.
5) Executive Secretary – Records and posts minutes, compiles board reports, manages
   office operations (e.g., mail pick-up); archives board records

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6) Administrative Treasurer – Manages operational finances (Administrative Account), including bank records, income/expenditures, and CPA services; co-chairs Budget Review Committee

7) Welfare Treasurer – Manages charitable finances (Welfare Account), including bank records, income/expenditures, and CPA services; co-chairs Budget Review Committee

8) Community Relations Representative -- responsible for attending key Joint Base meetings and events

9) Parliamentarian – Advises Executive Team in matters of parliamentary procedure and regulatory policy; oversees voting processes; chairs Documents Review and Nominating Committees

C. Succession, Term, & Dismissal

1) Executive Succession: In the event the President vacates office or cannot perform duties, succession shall follow as sequenced above.

2) Term: The board year shall run twelve months, 1 June – 31 May.

3) Dismissal: All Governing Board members shall undertake duties as defined in job descriptions. The Governing Board, with the Advisors’ and Honorary Officers’ consent, may with just cause dismiss a Governing Board member.

Section 2. SELECTION OF GOVERNING BOARD

A. Elected & Appointed Offices

1) Elected Offices: All Executive Officers, with the exception of Parliamentarian, shall be elected by the General Membership. All executive offices, including Parliamentarian, shall be filled by Active Members. If an elected office (other than president) is vacant, the President may, with Governing Board approval, appoint an officer. If the Presidency is vacant, the position can be filled with approval of the advisors, acting president, and Governing Board.

2) Appointed Offices: All Coordinators and the Parliamentarian shall, with Executive Team approval, be appointed by the President.

B. Nomination & Election of Executive Officers

1) Nominations
   a. The Nominating Committee will, in consultation with Advisors and Honorary Officers, nominate a slate of Executive Officers for the upcoming election. The Nominating Committee will be chaired by the Parliamentarian and will include members of the General Membership. Committee procedures will be as defined in Policies and Procedures
   b. In March, the Nominating Committee may announce its slate of accepted nominations and permit Executive Officer nominations from the floor.

2) Election
   a. The Parliamentarian, assisted by the Nominating Committee, will oversee Executive Officer elections in April.
   b. Elections shall be by secret ballot or electronic voting. Results shall be announced within 24 hours of polls closing.
   a. Installation of new executive officers will take place at the May General Membership meeting, and the new board will assume duties on June 1st.
Section 3. COMMITTEES

A. Purpose: HOSC committees serve the needs of the Governing Board – generally, for two purposes, (1) to make recommendations to the Governing Board and (2) to plan special events. The Governing Board retains approval authority over committee recommendations. Committee procedures will be as defined in Policies and Procedures.

B. Types

1) Standing Committees: Permanent committees that convene throughout the year. Standing Committee membership is outlined in the HOSC Policies and Procedures.

2) Special Committees: Temporary committees formed by the President for a specified purpose. Special Committees membership shall be defined by the President or delegated to committee chairperson.

ARTICLE III – ADMINISTRATION

Section 1. BUSINESS MEETINGS

A. Meetings

1) GENERAL MEMBERSHIP – The Hickam Officers’ Spouses’ Club (HOSC) General Membership Meetings shall be held monthly on a regular schedule, unless rescheduled or cancelled by the President with approval of the Executive Team.

2) GOVERNING BOARD – The Governing Board shall meet monthly at a regularly scheduled time, unless rescheduled or cancelled by the President with the approval of the Executive Team. Any HOSC member in good standing may attend the Governing Board Meetings as an observer. The President may invite special guests to attend.

3) EXECUTIVE TEAM – The Executive Team shall meet at the discretion of the President.

4) SPECIAL – The President may call Special Meetings of any governing body. All members shall be given 48 hours advance notice of Special Meetings by publication on the website, email, or telephone.

A. Quorums & Voting

1) Quorums: A quorum is the minimum number of members that must be present to take a valid vote. A quorum shall consist of 20% of eligible voting members at General Membership Meetings or electronic voting by the General Membership and two thirds of eligible voting members at all board and committee meetings.

2) Voting

   a. Conditions of Vote: Convening bodies may make motions and undertake discussion at any meeting, but a quorum must be established prior to bringing motion to vote.

   b. Notice of Pending Business: Any business requiring a General Membership vote must be prominently posted for members’ review at least 7 days prior.

   c. Minimum Vote to Pass: The number of votes required to carry a motion shall be as follows:

   General membership meetings must have a minimum of 20% of the entire membership present in order to present a motion. In order to pass a motion, 2/3 of the membership must vote in favor electronically.

   Board and Committee meetings must have a minimum of 50% of the voting members present to present a motion. In order to pass a motion, 2/3 of the board or committee members present must vote in favor.

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d. **Non-Voting Members**: The President shall not vote on the Executive Team, Governing Board, and General Membership items, except in case of tie. The Parliamentarian, Honorary Officers, and Advisors shall never vote.

3) **Electronic Voting**: Electronic voting is the preferred method for general membership votes. When extenuating circumstances make assembly impractical, the President may call for an electronic vote of the Executive or Governing Board. The Parliamentarian will conduct the vote, report results to the President, notify the voting body of the outcome, and ensure the Secretary records the vote in minutes.

   a. Quorum of the whole is required – i.e., all of the body's voting members must be contacted as per roster.
   b. Discussion and Voting
      1) The window for discussion shall be no less than 12 hours.
      2) Nominations shall be open for at least one week.
      3) The voting window shall be no more than 48 hours or until majority vote is reached.
   c. Required response
      1) Votes of the Governing Board require response from a majority of voting members.
      2) Votes of the General Membership require no minimum response. Members who choose not to respond defer to the original recommendation and are considered “yes” votes.

Section 2. **SOCIAL EVENTS/ACTIVITIES**

A. **Events**

1) Social Programs: HOSC social programs will provide an update of the scheduled General Membership Meetings. Further information will be made available on the website.
2) Special Events: The HOSC may on occasion sponsor special events, including tours and charity event participation.
3) Activity Groups: The HOSC advocates networking among members with shared interests through promotion of independent, member-led activity groups. The HOSC will not directly fund group activities but, at the discretion of the Governing Board and Activities Coordinator, may provide support through purchase and loan of durable goods.

B. **Reservations**: The Reservations/Membership Coordinator shall facilitate all event reservations, both for monthly programs and special events. Reservations policy shall be as defined in Policies and Procedures. HOSC members are held responsible for all payments including special activity groups.

C. **Children & Guests**

1) Children: Unless otherwise specified, only babes in arms are welcome at HOSC events.
2) Guests
   a. The HOSC reserves the right to offer members priority reservations or limit any event to members only.
   b. Members shall be financially responsible for their guests and shall make reservations on their behalf.

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c. Individuals who are eligible for HOSC membership may attend only one social or special activity prior to becoming a member.
d. Off-island houseguests of any member may attend HOSC socials or activity groups with members.
e. Members may sponsor two guests per social.
f. Guests are not eligible to win any prizes or centerpieces provided by HOSC.

Section 3. CHARITABLE ENDEAVORs

A. HOSC Thrift Shop
   1) The purpose of the HOSC Thrift Shop is to earn funds for charitable disbursement by the Governing Board. The disbursement will be 70% to HOSC Welfare distribution, and 30% to operating costs and overhead payroll in order to align with non-profit industry standards. Disbursement in any given fiscal year is to never exceed a 60/40 percentage split between Welfare and cost respectively. Profits fund the HOSC’s Grants and Scholarships programs.

   2) Thrift Shop Governance
   a. The HOSC Governing Board retains governance of its Thrift Shop.
   b. The Thrift Shop Advisory Committee shall oversee business operations on behalf of the Governing Board. The Advisory Committee shall be chaired by the Thrift Shop Operations Coordinator and supervised by the Vice President of Welfare. Committee procedures will be as defined in the HOSC Policies and Procedures.

   3) Thrift Shop Administration
   a. The Thrift Shop Manager will oversee daily operations according to Thrift Shop established Policies & Procedures. The Thrift Shop Policies & Procedures document and operating budget shall be reviewed and approved annually by the HOSC Governing Board.
   b. The HOSC Thrift Shop operates within COMNAVREGHIINST 5760.1N, NAVSTAPEARLINST 5370.3A, and IRS 501(c) (4). The United States Air Force, U.S. Navy, and DOD do not endorse this enterprise.

B. HOSC Grants
   1) The purpose of the HOSC Grants program is to distribute HOSC monies in the form of grants.
   2) The Grants Committee shall review written requests and make recommendations to the Governing Board. The Grants Committee shall be chaired by the Grants Coordinator and supervised by the Vice President of Welfare. Committee procedures will be as defined in HOSC Policies and Procedures.
   3) Any unbudgeted grant over $5,000.00 must be approved by the General Membership.

C. HOSC Scholarships
   1) The purpose of the HOSC Scholarships program is to distribute the HOSC monies in the form of educational scholarships. Scholarships shall be disbursed in the approximate amount of a minimum of 30% of the overall welfare budget.
   2) The Scholarships Committee shall review scholarship applications and make recommendations to the Governing Board. Scholarship applications are due no later than March 1st of the current HOSC board year. The Scholarships Committee shall be

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chaired by the Scholarships Coordinator and supervised by the Vice President of Welfare. Committee procedures will be as defined in HOSC Policies and Procedures.

3) Scholarship applications shall be reviewed and judged by an outside source other than the HOCC governing board, advisors, and any Active Duty military members and dependents that are related to an applicant.

**ARTICLE IV – FINANCES**

Section 1. ACCOUNTS
A. The HOSC will maintain Administrative, Welfare, and Thrift Shop accounts as defined in the Constitution.
B. Signatories: Four members of the Governing Board will have signatory authority on each account. Any check over $500 must be authorized by two signatories.
C. Dissolution Fund: The HOSC shall maintain a dissolution fund, holding in reserve no less than $1,500 in Administrative monies and $1,000 in Welfare monies.
D. The thrift shop shall maintain a separate dissolution fund not to exceed $2,000.

Section 2. BUDGETS
A. The HOSC shall maintain separate budgets for the Administrative and Welfare funds.
B. Budget Review Committee: The purpose of the Budget Review Committee is to make recommendations to the Governing Board regarding budget proposals and revisions. The Committee shall be held mid-year and co-chaired by the Administrative and Welfare Treasurers. Committee procedures will be as defined in HOSC Policies and Procedures.
C. Annual Budget: The Budget Review Committee will propose annual budgets for the upcoming board year. Proposed annual Administrative, Welfare, and Thrift Shop budgets shall come to vote at the Governing Board and General Membership meetings no later than May.

Section 3. DUES
A. Dues shall fund the operational expenses of the HOSC. All dues shall be deposited to the Administrative account.
B. Amount: Amount of dues shall be approved each spring as included in the proposed annual budget.
C. Discounts: Members joining after 1 January shall pay one-half the amount of annual dues. The Governing Board reserves the right to offer other promotional discounts.
D. Paid in Full: Annual dues must be paid in full with membership application, upon which a member will be considered in good standing. Dues cover the remainder of membership term, ending 31 May.

Section 4. FISCAL POLICY
A. Fiscal Year: The fiscal year of the HOSC shall run concurrent with the Governing Board term, 1 June – 31 May.
B. Private Benefit: The HOSC shall not sponsor any activity on a continuing basis where profit accrues to the private benefit of individual members.
C. Policy
   1) General Expenditures
      a. Expenditures accepted as budget line items need no further approval, up to the amount budgeted. Line items over budget amount and all non-line items must go to the Governing Board for a vote.
b. Unbudgeted Administrative expenditures of up to $1,000 per item may be approved by the Governing Board. Unbudgeted Administrative expenditures exceeding this limit must be approved by the General Membership.

c. Unbudgeted Welfare account monies exceeding $5,000 will be distributed through HOSC charitable endeavors, as approved by the General Membership.

2) Gifts
   a. Unless otherwise budgeted, HOSC gifts shall not exceed $50.
   b. Within the constraints of the Programs budget, the Social Events Coordinator may in addition purchase meals for and/or pay fee or honorarium to guest speakers.
   c. In the case of death of a member or death in a member’s immediate family, a condolence gift of up to $50 is permitted.

D. Board Transition
   1) An outgoing Governing Board may not financially obligate the incoming Governing Board. Because pending scholarship awards are paid in the fall or in the following spring, Welfare funds so committed must be carried forward in full.
   2) Reserves
      a. A reserve of no less than $1,000 shall be carried forward in the Administrative account.
      b. A reserve of no less than $1,000 shall be carried forward in the Welfare account.
   3) Remaining funds shall be carried forward in the same account. (Administrative funds shall not move to Welfare, nor vice versa.)

ARTICLE V – AMENDMENT

Section 1. REVIEW
The Documents Review Committee will conduct an annual review of governing documents and make recommendations to the Governing Board. The Documents Review Committee shall be chaired by the Parliamentarian. Committee procedures will be as defined in HOSC Policies and Procedures.

Section 2. AMENDMENT
HOSC Bylaws may be amended by the Governing Board and approved by the General Membership. Documents are subject to annual review by the JBPHH Commander or Judge Advocate.

YEAR 2019-2020

Executive Team Signatories:

President                Tara King
1st V.P. Events          Courtney Covert
2nd V.P. Welfare         Wendy Smith
3rd V.P Communications   Carolyn McElhaney
Executive Secretary      Melissa Clementz

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<tr>
<th>Position</th>
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<td>Administrative Treasurer</td>
<td>Nikki Cobb</td>
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<td>Meghan Carl</td>
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<td>Parliamentarian</td>
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