

# HICKAM OFFICERS' SPOUSES' CLUB CONSTITUTION

This Constitution is the charter document of the Hickam Officers' Spouses' Club (HOSC). The provisions of this Constitution supersede Bylaws and all 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 – CHARTER

The name of this organization shall be the Hickam Officers' Spouses' Club, hereinafter referred to as HOSC. It is established pursuant to the provisions of COMNAVREGHIINST 5760.1N Private Organization Program and according to all applicable civil and military laws and regulations. HOSC operates only with the recognition of the Commander of Joint Base Pearl Harbor Hickam (JBPHH). HOSC is a private, self-sustaining nonprofit organization (EIN#99-6008182) and functions exclusively for the promotion of social welfare by furthering the common good and general welfare of the community and qualifies exempt under 26 United States Section 501(c)(4) of the Internal Revenue Code.

## ARTICLE II – STATEMENT OF PURPOSE

The purpose of HOSC is to support charitable and educational endeavors as well as foster community through social and recreational activities.

## ARTICLE III – MEMBERSHIP

Membership in the HOSC is voluntary. Classification, responsibilities, and privileges shall be defined in the Bylaws. Membership shall not be denied to anyone because of age, race, religion, color, national origin, disability, ethnic groups, gender or sexual orientation; nor shall the HOSC knowingly support or participate in any activity with any organization which engages in such practices. All members must remain in good standing. A member in good standing shall be defined as one whose dues are paid in full. The Governing Board, with the Advisors' or Honorary Officers' consent, may revoke membership with just cause.

## ARTICLE IV – GOVERNANCE

### Section 1. GOVERNING BOARD

The HOSC shall be led by the Governing Board, which shall be composed of the Executive Committee, Honorary Officers, Advisors and appointed Coordinators.

### Section 2. EXECUTIVE COMMITTEE

The Executive Committee shall be responsible for the day-to-day operations of the HOSC. The Executive Committee will be composed of the Executive Officers. Executive Officers include President, Vice President of Events (1<sup>st</sup> Vice), Vice President of Welfare (2<sup>nd</sup> Vice), Vice President of Communications (3<sup>rd</sup> Vice), Executive Secretary, Administrative Treasurer, Welfare Treasurer, and Parliamentarian.

## ARTICLE V – ADMINISTRATION

### Section 1. MEETINGS

The business of the HOSC shall be conducted at regularly scheduled meetings of the Executive Committee, Governing Board, Committees, and General Membership, or at Special Meetings.

### Section 2. ADVISORY PRESENCE

At least one Advisor or Honorary Officer shall attend all Executive Committee, Governing Board, and General Membership Meetings, as deemed necessary by the Executive Committee. At least one Advisor or Honorary Officer shall attend Committee and/or Special Meetings as deemed necessary by the Executive Committee.

### Section 3. QUORUMS

A quorum shall consist of twenty percent (20%) of eligible voting members at General Membership Meetings, or by electronic votes of the General Membership, and two thirds of eligible voting members at all other meetings. Vote required to carry shall be defined as in the Bylaws.

## ARTICLE VI – FINANCES

### Section 1. ACCOUNTS

The HOSC will maintain separate accounts for Administrative and Welfare funds:

- A. The Administrative account will contain funds collected from dues and other fundraising activities in accordance with the regulations of JBPHH. Administrative monies shall fund HOSC operating expenses.
- B. The Welfare account will contain funds generated from Thrift Shop profits and other designated fundraisers in accordance with the regulations of JBPHH. Welfare monies shall fund HOSC charitable and educational endeavors.

### Section 2. CONSISTENCY

HOSC monies shall be used in a manner consistent with organizational objectives.

## ARTICLE VII – LIABILITY

### Section 1. LIABILITY

The Governing Board assumes responsibility for financial and operational management. HOSC members are jointly and individually liable for the obligations of the organization.

### Section 2. INSURANCE

Liability and Bonding Insurance, commensurate with the risk involved, shall be obtained by this organization for its sponsored activities and membership.

## ARTICLE VIII - DISSOLUTION

### Section 1. PROCEDURE

The HOSC will notify the JBPHH Commander or a designee of the intent to dissolve. Dissolution of this organization shall be by a majority vote of the General Membership or by the order of the JBPHH Commander.

### Section 2. DISPOSITION OF ASSETS

- A. Upon dissolution of the HOSC, funds in the Administrative Account will be used to satisfy any outstanding debts, liabilities, or obligations.
- B. Assets remaining in the Administrative and Welfare accounts shall be donated to a variety of JBPHH private organizations and charities as approved by a majority of the General Membership.

- C. Debts in excess of funds on hand will be the responsibility of all members at time of dissolution.

### Section 3: RECORDS

A full financial statement shall be forwarded to the JBPHH Judge Advocate along with notification of dissolution of the organization.

## ARTICLE IX – 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 operating guidelines.

### Section 2. AMENDMENT

- A. HOSC governing documents shall be amended by the Governing Board and approved as follows:
  - 1) The Constitution shall be approved by the General Membership.
  - 2) The Bylaws shall be approved by the General Membership.
  - 3) Other operating guidelines shall be amended at the discretion of the Governing Board.
- B. Documents are subject to annual review by the JBPHH Commander or Judge Advocate.

### Section 3. LIMITATIONS

No amendment will omit the statement of purpose or delete the provisions pertaining to dissolution of the organization.

YEAR 2022-2023

Executive Committee Signatories:

Co-Presidents	Angela Schermer	_____
	Stephanie Benson	_____
1 <sup>st</sup> V.P. Events	Vacant	_____
2 <sup>nd</sup> V.P Welfare	Vacant	_____
3 <sup>rd</sup> V.P. Communications	Lindsay Hall	_____
Executive Secretary	Hope Schissel	_____
Administrative Treasurer	Sara Doherty	_____
Welfare Treasurer	Allyssa Berthelotte	_____
Parliamentarian	Lauren Woody	_____