**BYLAWS**

**MARINE OFFICERS’ SPOUSES’ CLUB OF OKINAWA**

**CAMP FOSTER, OKINAWA, JAPAN**

**January 27, 2022**

**ARTICLE 1: DUTIES AND RESPONSIBILITIES OF BOARD MEMBERS**

**Section 1: All Board Members Shall:**

1. Attend and be a voting member of the MOSCO Board, unless voting status is otherwise specified within the specific job description.
2. Attend monthly MOSCO events, if schedules allow.
3. Maintain and update a detailed digital turnover folder which is subject to periodic review or audit by the President, Parliamentarian and / or Bylaws Review Committee. Said folder shall contain, at a minimum, all relevant timelines, documents, budgets, and after-action reports relevant to the position and any / all events planned by the Board Member. Digital folders shall also contain a minimum of one-year prior Board Meeting Agendas and Minutes.
4. Participate on standing committees, as needed.
5. Be ineligible for monetary awards from MOSCO, except as set forth within their position description, herein.
6. Use the official MOSCO email established for their position and retain all emails in a yearly folder within said email account.
7. Be limited to holding the same position for a limit of two consecutive years. A Board Member may return to the same position previously held so long as at least two consecutive MOSCO fiscal years have elapsed.

**Section 2: Executive Board Members Shall:**

1. Attend and be a voting member of the MOSCO Executive Board.
2. Chair Committees as required and appointed by the President.
3. Participate on committees as required.
4. Be prohibited from concurrently serving on Executive Boards of additional organizations. They are not prohibited from holding general Board Member positions in any organization.
5. The Executive Board is an elected board comprised of:
6. President
7. VP – Welfare
8. VP – Events
9. Treasurer
10. Secretary
11. Parliamentarian
12. Media Specialist
13. Honorary President, a non-elected position
14. Upon any Board Member resigning or missing three (3) Board Meetings, the Executive Board shall vote to determine if the President shall appoint a replacement for the position.
15. If a member of the Executive Board, other than the Advisor or the President, is unable to complete his or her term, then the vacancy shall be filled with a majority vote of the General Board.
16. If the President is unable to fulfill his or her term, then the Vice President of Welfare will assume the role of President and the Vice President of Welfare’s vacancy will be filled with a majority vote of the General Board.
17. Board Meetings shall be conducted at the President’s discretion. The President shall oversee making date changes, time changes, and reservations.
18. The Executive Board will meet prior to the General Board Meeting.

**Section 3: The President shall:**

1. Establish policies and principles, with the assistance and advice of the Executive Board, which are deemed necessary to support the purpose of the club.
2. Preside over all club meetings and the MOSCO Board.
3. Appoint an officer, administrator, representative or chairperson for each committee.
4. Be an ex-officio member of all committees except the Nominating Committee.
5. Fill vacancies occurring in the elected offices, other than the President, by appointment with the approval of the Executive Board.
6. Serve as a board member of the American Women’s Welfare Association (AWWA). The President shall vote on all issues other than Welfare funding requests, unless the Welfare Chairperson is absent.
7. Review, sign and forward all financial reports, minutes and directives of the MOSCO to the Assistant Chief of Staff (ACOS), Marine Corps Community Services (MCCS), MCB Camp Butler, as required.
8. Ensure all federal tax requirements (i.e. IRS FORM 990) are fulfilled in order to maintain tax-exempt status.
9. Appoint a Nominating Committee by March 15.

**Section 4: The Vice President - Welfare shall:**

1. Carry out the duties entrusted to the office by the President.
2. Perform the duties of the President in the President’s absence.
3. Evaluate any written requests for donations, and present recommendations to the MOSCO Board.
4. Attend monthly AWWA meetings serving as a voting member and be responsible for pledging available MOSCO funds to American and Japanese welfare projects.
5. Prepare a written monthly summary of Welfare pledges, to include organization name and items funded, for the MOSCO Board.
6. Attend the AWWA off-island trip, participation of which is funded by MOSCO, and provide a report of said trip at the next Board Meeting.
7. Succeed to the office of the President if that office is vacated.

**Section 5: The Vice President – Events shall:**

1. Perform the duties of the Vice President - Welfare if absent.
2. Serve as Chairperson of all MOSCO events, including acting as the point of contact for MOSCO and all event venues.
3. Facilitates Group Representatives selection of events and works as a helping hand to ensure events’ success.
4. Work in conjunction with the Hospitality Officer to appoint a committee, as necessary.
5. Assist MOSCO members in planning official meetings, luncheons, field trips and other events, to include:
	1. Event checklist and timeline.
	2. Event budget.
	3. Event responsibilities list (needed volunteers).
	4. Ensure thank you notes are sent to supporters.
	5. Ensure completion of an after-action report following each monthly event.

**Section 6: The Treasurer shall:**

1. Provide a monthly meeting report to the secretary and President prior to the close of each board meeting.
2. Act as custodian of all funds owned by the club. Deposits shall be made by cash or check in the depository designated by the MOSCO Board within seven business days of receiving the funds.
3. Pay all bills of indebtedness of the club by check. Checks will require two signatures.
4. Provide the financial records for the prior fiscal year and listing of executive board members to the tax accountant and ensure all federal tax filing requirements (IRS Form 990) and State of Michigan filing requirements (annual report) are fulfilled to maintain tax-exempt status by August 31st. The tax return is due on October 15th or the next business day if the 15th falls on a weekend or holiday.
5. Prepare quarterly financial reports as required by the MCCS Private Organization office.
6. Maintain a record of financial transactions of the club.
7. Serve as a member of the Auction Committee.
8. By August, present an annual budget to the MOSCO Board.
9. Appoint such assistants as is considered necessary by the Treasurer.
10. Present a monthly written financial report to the MOSCO Board.
11. Prepare a semiannual report of welfare and scholarship distributions for the MOSCO membership.
12. Present the financial records for his/her term in office at the close of the club’s fiscal year for audit to an MCCS approved auditor to audit MCBJ Private Organizations. The incoming Treasurer for the following club year shall receive a copy of this audit.
13. Retain the financial records of MOSCO for the preceding four years and the current year, transferring the records to the in-coming Treasurer once installed.

**Section 7: The Secretary shall:**

1. Act as the recording officer of the club and as the custodian of its records, except as is specifically assigned to other officers.
2. Record the minutes of the MOSCO Executive and Regular Board meetings and give a written report on such meetings within 72 hours after the meeting.
3. Retain the records of the club for the preceding four years and the current year, transferring the records to the in-coming Secretary once installed.
4. Be responsible for conducting inter-club correspondence, unless specifically set forth under another a Board Member, and maintain correspondence files.

**Section 8: The Parliamentarian shall:**

1. Interpret the Constitution of the club and serve in an advisory capacity for proposed amendments.
2. Rule on points of order at club and MOSCO Board meetings.
3. Have current copies of the Constitution and By-laws properly dated and authenticated, as may be requested by the general membership.
4. Retain the original and all amendments of the Constitution and By-laws.
5. Chair the Nominating Committee, oversee absentee ballots, and facilitate the election process.
6. Chair the committee to review and revise the Constitution and By-laws as needed.
7. Record the minutes of the MOSCO Board meetings in the absence of the Secretary.

**Section 9: Media Specialist shall:**

1. Appoint a committee, as necessary, with the approval of the President.
2. Arrange for the publicity and press releases of the regular meetings and other functions that may occur no later than three weeks prior to an event.
3. Ensure photographs are taken at MOSCO sponsored functions, and act as the responsible administrator for editing, updating, maintaining, and publishing the MOSCO website and all social media sites.
4. Work with VP-Events, and the Membership/Reservations Officer to ensure new members are included in events and disseminate information of upcoming via email and the social media pages.
5. Serve as a member of the Auction Committee.

**Section 10: Appointed Board:**

1. Shall consist of an Auction Officer, Community Liaison Officer, Group Representatives, Hospitality Officer, Membership Officer, Scholarship Officer
2. Serves a term of one (1) year.
3. If a member of the Appointed Board is unable to complete his or her term, then the vacancy will be filled by the President, with concurrence of the General Board.

**Section 11: The Auction Officer shall:**

1. Act as chairperson of the Auction Committee, consisting of, but not limited to, the MOSCO President, Treasurer, Media Specialist, and a Volunteer Coordinator.
2. Serve as a member of the Scholarship Committee.
3. Serve as an additional liaison to the AWWA.
4. Serve as a voting member of the AWWA in the absence of the VP-Welfare or the President, if requested.

**Section 12: The Community Liaison Officer shall:**

1. Appoint a co-chair with the approval of the President, who, in the absence of the CLO, will attend and be a voting member of the MOSCO Board.
2. Serve as a liaison between the MOSCO Board and the MCB Smedley D. Butler commander.
3. Plan and implement a community service project within the MOSCO year.
4. Submit a report for distribution to the MOSCO Board.

**Section 13: The Group Representatives shall each:**

1. The representative serves as a representative of the group, a voice for any ideas or concerns.
2. Be responsible for planning and hosting one MOSCO event per year. Follow guidelines provided by VP – Events and submit the After-Action Report to the VP - Events.
3. Appoint a co-representative, who is also a current MOSCO member, who shall, in the absence of the chairperson, attend and be a voting member of the MOSCO Board.
4. Serve as a member of the Nominating Committee and assist with the annual election of Officers.
5. Serve as a member of the annual Constitution and Bylaws Review Committee.
6. An outgoing Group Representative should endeavor to work with their Advisor to procure an incoming Group Representative. In the event there is not an active Advisor, the outgoing Group Representative shall work with the President.

**Section 14: The Hospitality Officer shall:**

1. Work in conjunction with the Vice President of Events to appoint a committee, as necessary.
2. Welcome and announce new members at each monthly function.
3. Contact all members who join after the initial “Welcome Aboard” and let them know what MOSCO has to offer, specifically the sub-club special interest groups, the Marine Gift Shop, standing committees and the Auction.
4. At the Welcome Aboard, coordinate volunteer opportunities and sub-club special interest group sign-up table.
5. Be responsible for purchasing gifts for guest speakers at MOSCO sponsored events as well as special circumstances, i.e. births and get well, as approved by the board. Complete and submit to the Treasurer a Reimbursement/Expense Voucher form distributed by the Treasurer after purchasing gifts
6. Serve as a liaison between the sub-club special interest groups and the MOSCO Board. Will provide a monthly report of sub-club updates including event dates to the General Board and membership.
7. Keep a contact list of all sub-club special interest groups within MOSCO.

**Section 15: The Membership Officer shall:**

1. Maintain accurate membership records.
2. Reconcile members with online due payment.
3. Provide the MOSCO Board, Hospitality Officer and Group Representatives with a current list of members as new members join.
4. Update and maintain current contact lists in MOSCO email account and update Media Specialist.
5. Work with the Media Specialist and VP – Events to ensure successful membership events.
6. Be responsible for enforcing the guest and reservation policies based on the MOSCO guidelines.
7. Collect funds for the MOSCO Events. Submit money and the completed Funds Collection Worksheet to the Treasurer.

**Section 16: The Scholarship Officer shall:**

1. Appoint a Scholarship Committee with the approval of the President. Have general supervision of the scholarship program.
2. Clarify the scholarship requirements/allocation of award money based on the Scholarship Committee guidelines.
3. Be responsible for notifying interested parties of the availability of scholarships to be awarded annually by the MOSCO, and for notifying those applicants selected to receive scholarships. Notification should be made with a formal letter of congratulations and at least one or more of the following medias: phone call or email. A copy of the congratulations letter must be submitted to the Treasurer along with the amount of monies and a letter to what college or university the funds are going to be distributed.

**ARTICLE II – STANDING COMMITTEES**

**Section 1 – Auction Committee**

1. Consists of the Chair, Vice President of Welfare, Treasurer, Group Representatives who have chosen the Auction as their event, at least one Advisor, and any other MOSCO members who wish to serve on this committee, not to exceed ten (10) total members.
2. Will create a timeline for the event.
3. Coordinates marketing for promotion of the event.
4. Purchases and sells tickets as needed.
5. Plans menu and room layout with the event venue.
6. Establishes Auction practices, including but not limited to registration, check out, and bidding.
7. Decides where baskets will be best used.
8. Secures auctioneer.
9. Coordinates decorations.
10. Sets up and cleans up at event venue.
11. Coordinates with MOSCO Hospitality for printing needs and thank you notes.

**Section 2 – Nominating Committee**

1. Consists of the Chair (Parliamentarian), and at least three (3) members, one of whom must be a General Board Member.
2. Will solicit nominations to form a slate.
3. Presents a slate of qualified nominees to the Executive Board and then to the General Board for approval.
4. Oversees the Election of Officers.

**Section 3 – Scholarships Committee**

* 1. Consists of Chair, at least one Advisor, and members willing to serve, not to exceed eight (8) total members.
	2. NO FAMILY MEMBER OF AN APPLICANT MAY SIT ON THE COMMITTEE.

**Section 4 – Review Committee**

* + - 1. Consists of Chair (Parliamentarian), at least one Executive Board member, one Advisor, and members willing to serve, not to exceed eight (8) members.
			2. Will review and recommend necessary amendments to the MOSCO Constitution and MOSCO Bylaws.
			3. Committee shall be formed in January and meet no later than March.

**ARTICLE III: FINANCES**

**Section 1:** Dues for members shall be determined by two-thirds vote of the MOSCO Board.

**Section 2: General Fund**

1. The Treasurer shall deposit into the General Fund all dues, contributions, and unspecified donations.
2. The fiscal year is 1 June to 31 May.
3. Dues:
	1. Annual dues will be assessed for General Membership.
	2. Full membership term is 1 June to 31 May.
	3. Members who join after 1 January will be assessed dues at a reduced rate.
	4. Dues will be collected via an online platform and reconciled by the Membership chair.
	5. Dues will not be refunded except under special circumstances, determined on a case-by-case basis by the Executive Board
4. The incumbent Board shall ensure that the General Fund contains a minimum of two thousand dollars ($2,000) for use by the incoming Board to sustain operations.
5. The incumbent Board shall review the amounts held in all accounts to address whether funds need to be moved from the General Fund to the Welfare fund a minimum of two (2) times per fiscal year, once in the fall and once in the spring.
6. The President may approve expenditures less than fifty dollars ($50) per month, over a board member’s budget. The MOSCO Board should approve any expenditure exceeding that amount.
7. All Executive Board members will act as account signers.

**Section 3: Budget Guidelines**

1. At the end of tenure, each elected and appointed MOSCO Board Member shall submit a turnover report, and shall indicate to the Treasurer, by the beginning of July, a proposed yearly budget estimate for their office if necessary.
2. The Treasurer shall, at the beginning of his/her term, submit a proposed itemized operational budget to the MOSCO board for approval.
3. The MOSCO Board shall approve all spending proposals outside the adopted budget and necessary operational expenditures.

**Section 4: Philanthropic Fund**

1. Treasurer is the custodian of a Philanthropic Fund.
2. The fiscal year is 1 June to 31 May.
3. Donated funds designated by the donor for philanthropic purposes.
4. Net proceeds from the Auction.
5. Other generated funds as designated by the General Board.
6. Two accounts to be known as the Welfare Fund and Scholarship Fund shall be maintained.
7. Distribution of the funds shall be as follows:
	1. Welfare funds shall be distributed through AWWA as 50% for selected Ryukyuan community welfare projects, 50% for intra-theater American community, health, welfare, or morale projects within the west Pacific.
	2. Philanthropic funds will be divided into the two accounts at the discretion of the Executive Board.
8. Reserves of $500.00 shall be maintained in each of the Welfare Fund and Scholarship Fund bank accounts.
9. AWWA association dues and other compulsory fees shall be paid from the Welfare reserve.
10. The co-custodians of this fund shall be the MOSCO President, Vice President - Welfare, Treasurer, and the Parliamentarian.
11. The MOSCO shall not transfer any money from the Welfare Fund to the General Fund.
12. The Welfare Committee may choose to transfer up to 50% of the available American funds to the Japanese welfare total monthly after all American-side pledging is fulfilled.

**Section 5: General Ledger**

1. The accounting records of the MOSCO will be maintained in such a manner as to provide separate itemized accounting for all activities of the club.

**Section 6:** No part of the net earnings of the MOSCO shall inure to the benefit of, or be distributable to its Board Members, except that reasonable compensation shall be authorized to pay for services rendered.

**ARTICLE IV: FUNCTIONS AND EVENTS**

**Section 1: Guest Policy**

1. Guests shall be allowed to attend one MOSCO function unless restricted by the following:
	1. On-Island Eligible: Anyone who meets the member eligibility requirements as stated in the MOSCO Constitution may attend one function per membership year as a “Guest,” unless it is a members’ only function. If the person desires to attend subsequent functions, then MOSCO membership must be obtained.
	2. On-Island Non-Eligible: Anyone who does not meet the membership eligibility requirements and is within the guidelines of the Officer’s Club attendance policy may attend one MOSCO function per membership year unless it is a members’ only function.
	3. Off-Island Visitors: Anyone who is visiting from off-island may attend any MOSCO function, unless it is a members’ only function. Visitors who are on-island for an extended period may be considered for membership on a case-by-case basis.
2. Reservations must be made for guests by name in advance. The MOSCO member is responsible financially for all guests and must accompany all guests upon check-in with reservations. If seating is limited, the number of guests per member may also be limited.
3. If an event held by MOSCO must be cancelled because of unforeseen circumstances or due to changes in MCCS policy, no refund will be issued for tickets and every possible effort will be made to reschedule. Any ticket money collected shall be considered a donation and will be deposited into the Philanthropic Fund.
4. If a member or guest is no longer able to attend an event, tickets are transferable to another member but not refundable.

**Section 2: Children Policy**

1. All functions are adult only (18 and above) with babes in arms welcome as “honorary guests.”
2. Board Meetings will allow for small children as necessary.
3. Special functions that include children may be held upon approval of the MOSCO board.

**ARTICLE V: SCHOLARSHIPS**

1. **Eligibility:**
	1. Applicant must be a military spouse, high school senior, home-schooled equivalent, or a currently enrolled college or vocational student whose sponsor of any rank is one of the following:
		1. Active duty or active-duty reserve military service member currently assigned to Okinawa.
	2. Must possess a valid US Military Dependent identification card.
	3. Must be enrolling or currently enrolled in an accredited 2-year or 4-year undergraduate college or university, graduate program or a vocational school for current application year.
	4. An Applicant is NOT eligible if any of the following apply:
		1. Accepts appointment to any of the service academies or accepts a full-ROTC scholarship.
		2. Accepts full scholarship to include tuition, room, and board.
	5. Award Recipients may reapply in subsequent years if all eligibility requirements continue to be met.
2. **Application Procedure:**
	1. A completed application packet required for consideration includes:
		1. A completed application form.
		2. Official transcript(s) from applicant’s high school(s) or college(s), or state certified grades.
		3. Copies of SAT and/or ACT scores (for high school applicants) if applicable.
		4. Letters of recommendation from approved sources (2); letters from family members will not be accepted.
		5. Essay or essays fulfilling the requirements on the application.
	2. Application deadline will be determined by the Scholarship Officer.
	3. Incomplete application packets will not be considered.
	4. Identity of applicants will be redacted from the application before distribution to the Scholarship Committee.
3. **Selection Process:**
	1. The Scholarship Committee reviews the applications.
	2. Criteria for evaluation of scholarship application includes the following:
		1. Academic achievement
		2. Activity participation
		3. Honors and awards
		4. Letters of recommendation
		5. Essay(s)
4. **Notification Process:**
	1. General Board will be notified of the list of scholarship recipients.
	2. Scholarship recipients will receive a written notification of their award.
5. **Disbursing of Funds:**
	1. Upon receipt of proof of enrollment (POE), the Treasurer will send a check directly to the academic institution.
	2. Scholarship funds may only be applied to tuition, fees, and on-campus room and board.
	3. Funds not claimed by 30 September of the awarded school year will be withdrawn and reallocated to the Philanthropic Fund.
	4. The General Board may consider exceptions if a written request is received by 1 October of the awarded school year and voted on by the General Board prior to 31 December of the awarded school year.
	5. Awards will be paid to the academic institutions no later than 30 October, unless an exception has been made by the Board.
	6. Scholarships must be used within the school year for which they are granted.
	7. Awarded scholarship funds that are unused at the end of the academic year shall be returned to the MOSCO.
	8. The Treasurer will report to the Board on the disbursing of the scholarship funds, to include unclaimed funds.

**ARTICLE VI: GENERAL**

**Section 1: Gifts**

1. Appreciation gifts and presents to guest speakers, etc., will be limited to fifty dollars ($50) unless otherwise approved by the MOSCO board.
2. MOSCO Board Members/Advisors are not eligible to receive gifts purchased with MOSCO funds, other than a farewell gift for the president, which will be limited to one hundred dollars ($100).

**Section 2: Electronic Vote**

1. The Parliamentarian may take an electronic vote if a timely decision is required. An effort to contact each voting Board Member shall be made.
2. A quorum of Board Members must be polled.
3. The motion and results of two-thirds (2/3) majority will be entered into the minutes of the next board meeting.

**Section 3: Audit and Inventory**

1. Audits shall be performed at least annually by a qualified and disinterested party who is not a member of MOSCO. However, additional unscheduled audits may be performed during the course of the accounting year, such as the change of Treasurer. The cost of such audit shall be paid by MOSCO and submitted to the Commanding General, Marine Corps Base, Camp Smedley D. Butler (AC/S, MCCS).
2. A Record of all property/equipment owned by MOSCO shall be maintained. This record shall describe the items of property/equipment, the date purchased and the original cost. A physical inventory shall be conducted of all club property at least annually as of the close of the accounting year. This inventory shall be made a part of the official records of the club. Inventory overages and/or shortages and the survey/disposition of property/equipment will have the written confirmation of the membership. Where a sizable quantity of property is owned, a property officer shall be appointed to sign for and be held responsible for the property.

**Section 4: Insurance**

1. Fidelity bond coverage shall be obtained for the President, Vice President of Welfare, Vice President of Events, Treasurer, Secretary, and Parliamentarian. Coverage shall cover the MOSCO Executive Board member positions and not the individuals by name.

**Section 5:**

1. The Bylaws may be amended or revised at any meeting of the MOSCO General Board by a two-thirds vote, a quorum being present, provided the amendment or revision was submitted in writing to the General Board prior to the meeting.

**Article VII– Standing Rules**

1. No Standing Rule shall be in order if it conflicts with the existing MOSCO Constitution and Bylaws.
2. Standing Rules may be adopted without previous notice by a majority vote at any meeting of the General Board, a quorum being present.

**Article VIII – Certification**

These Bylaws, having been duly approved by the MOSCO Board, supersede all previous Bylaws, except that they will not affect officers elected, nor specific agreements and contracts entered into under the terms of previous Bylaws until such terms of agreements or contracts have reached their expiration dates.

Chairperson (Parliamentarian), Review Committee Date

President Date

Vice President of Welfare Date

Vice President of Events Date

Secretary Date

Treasurer Date

 Final Approval Date: