

# **Constitution of the Military Spouse Association of Camp Pendleton**

## **Article 1: Name**

- 1. The name of this organization, hereafter referred to as “MSACP”, and shall be known as the Military Spouse Association of Camp Pendleton (wording as recommended by DoD 1000.15).**
- 2. The Officer Wives Club of Camp Pendleton was founded on January 8, 1952. It became the Officer Spouses Club in 2014 and was voted to become an all-hands club in March 2016 and hence renamed the Military Spouse Association of Camp Pendleton.**

## **Article 2: Purpose and Creed**

- 1. The mission of the MSACP is to “foster camaraderie among members while supporting social, educational, and community initiatives through service and philanthropy to improve the greater Camp Pendleton community.”**
- 2. The MSACP creed is service to self, service to each other, service to the community, and service to the future.**
- 3. After all expenses of the MSACP are met; all profits that are derived from MSACP activities will be solely used for charitable, educational and community outreach purposes. No funds will accrue to the personal benefit of any private individual of the MSACP or membership of the MSACP.**
- 4. The MSACP is organized exclusively for charitable purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code;**
- 5. The MSACP operating funds and profits derived from MSA activities will be maintained in separate accounts at a banking institution, and the accounts shall be in the name of ‘Military Spouse Association of Camp Pendleton’;**
- 6. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.**
- 7. MSACP activities will not in any way prejudice or discredit the Department of Defense components or other agencies of the Federal Government.**

## **Article 3: Membership**

1. **Membership eligibility will be only for military spouses within a 50-mile radius of Camp Pendleton.**
2. **Membership discrimination based on race, color, creed, sex, age, sexual orientation, disability, national origin or other unlawful discrimination is not permitted.**
3. **Membership**
  - a. **Spouses of Active Duty, Guard, Reserve, or retired military personnel.**
  - b. **Widows or widowers of deceased military personnel.**
  - c. **Friends of the Board**
    - i. **Each person in this membership class would need to be approved by a General Board vote.**
    - ii. **This type of member does not need to be a military spouse, but have demonstrated support for the MSA mission.**
      1. **Any current member can nominate a person for this type of membership.**
    - iii. **This member class will pay dues therefore have access to member only events and member pricing.**
    - iv. **This membership class is not permitted to vote.**
4. **Honorary Advisor Membership**
  - a. **Spouses of all former Marine Corps Commandants and Sergeants Major of the Marine Corps residing in the Camp Pendleton area.**
  - b. **Spouse(s) of General and Flag Officers and their Sergeant Major counterparts stationed or assigned to Camp Pendleton.**
  - c. **Honorary Advisor Members may only vote when the votes are cast anonymously.**
5. **Membership Dues**
  - a. **In June, the new Executive Board will establish membership fees.**
  - b. **Full membership is afforded to those who pay annual dues as assessed by the Executive Board. Membership dues will be collected by the Treasurer in cooperation with the Membership Chair.**
  - c. **Dues will not be refunded.**
  - d. **Membership sign up will request the following information:**
    - i. **First and last name**
    - ii. **Birth day and month**
    - iii. **Phone number**
    - iv. **Email address**
    - v. **Spouse's rank (only used for demographic purposes on request)**

## **Article 4: Organization of the MSACP Board**

1. The MSACP Executive Board will make recommendations to the MSACP General Board concerning MSACP policy, planning, and any substantive procedure changes.
2. The MSACP General Board will govern the affairs of the general membership of the MSACP. The duties of the Officers and Chairpersons are outlined in the By-Laws. Terms of office will be one membership year commencing 1 June through 31 May of the following year.
3. The MSACP fiscal year runs 1 October through 30 September.
4. MSACP Board:
  - a. EXECUTIVE BOARD Elected Officers (whom also serve as General Board members)
    - i. President (non-voting)
    - ii. 1st Vice President
    - iii. 2nd Vice President
    - iv. Treasurer
    - v. Executive Secretary
  - b. EXECUTIVE Appointed Officers (whom also serve as General Board members)
    - i. Membership
    - ii. Parliamentarian (non-voting)
    - iii. Web Administrator
    - iv. Honorary Advisor(s) (non-voting)
  - c. GENERAL BOARD Appointed Officers
    - i. Historian/Photographer
    - ii. Social Media
    - iii. Volunteer Coordinator
    - iv. Committee Chairpersons:
      1. Scholarship
      2. Grants Chairperson
    - v. Unit Representatives
    - vi. Retired Spouse(s) Representative
5. Responsibilities of the Board
  - a. MSACP Executive Board will have the power to act in emergency situations on behalf of the MSACP General Board. Emergency situations shall be determined by an Executive Board quorum.
  - b. At the beginning of June, the incoming MSACP Executive Board will outline the MSACP activities for the upcoming year to include:
    - i. General Board Meetings;
      1. Dates, times, and locations for said meetings.
    - ii. Social events;
      1. Dates, times, and locations for said events.

- iii. Fundraising activities.
  - 1. Dates, times, and locations for said activities.
- iv. Finalize the budget
  - 1. Passing of operating budget, Treasurer.
  - 2. Passing of Event Coordinator budget, 1st VP.
  - 3. Passing of Annual Fundraising budget, 2nd VP.
- 6. At the June MSACP General Board meeting, event dates will be chosen for the upcoming operating year.
  - a. Unit(s) that will host a social event throughout the membership year will be determined at the first fall Board Meeting. The unit representatives may select their event at this time.
  - b. Large events may be hosted by more than one unit.
  - c. The MSACP Board will host membership drives, a Welcome Aboard event, , Annual Fundraising Event, and an end of the year reception.

## **Article 5: Election of MSACP Officers**

- 1. Only active duty spouses whose membership is in good standing will be eligible to serve as elected officers of MSACP.
- 2. Nominations
  - a. The Parliamentarian will recommend seeking nominations in February of each year to ensure timely elections and will submit requests both in-person and with the use of social media for elected Executive Board positions.
  - b. The Parliamentarian will seek members who are interested in obtaining an appointed Executive or General Board position and provide their information to the president.
  - c. Any Officer with exception to voted Executive Board positions may serve no more than two consecutive years in the same office, unless approved by the MSACP Executive Board. Voted Executive Board Officers may not serve in the same position for more than two years. "Any Officer may serve no more than two full consecutive terms in the same office, unless approved by the MSACP Executive Board. If a voted Executive Board position is appointed to the role mid-term without election, they may still run for office and serve two consecutive voted terms in the same position. The same applies for appointed positions."
  - d. Nominated members for the positions of President, 1st Vice President and 2nd Vice President are recommended to have served on the General or Executive Board for at least one year.
- 3. Elections

- a. Election of Officers shall be by secret online ballot for the recommended duration of 5 to 10 days. If using the website for elections , the following individuals must have administrative access to the website: Parliamentarian, Web Admin, and one Advisor. No other Board positions within the MSACP may have administrative access to the website during those 5 to 10 days.
- b. In the case of only one nomination for an elected Executive Board position, the Parliamentarian may motion the Executive Board to vote to bypass the election process for that position, appointing that nominee.
- c. Once the voting is completed, voting records will be filed and saved for three years electronically. Documents to be saved include the list of voting members and the total number of votes for each candidate. The candidate receiving the majority of votes for each office shall be elected.
- d. If using the website for elections, once the election is over and results are saved electronically the voting election data will be removed completely from the website and administrative access granted back to board members with previous access.
- e. Parliamentarian will inform the current President of the results first, then will personally call and make contact all candidates to deliver the news prior to public dissemination of results.
- f. The current President will send out an email announcing the results.
- g. Vacancies of elected positions which occur during the term of office, with exception of the President, will be filled by a majority vote of an MSACP General Board quorum. The President's term will be filled by the 1st Vice President.

## **Article 6: Meetings**

1. The MSACP Executive Board will hold meetings at the discretion of the President.
2. MSACP General Board
  - a. The MSACP General Board will meet monthly unless otherwise directed by the President.
  - b. Special meetings may be called by the President or an Executive Board quorum.
  - c. A joint meeting is recommended to be held in May for outgoing Board members to turn over records to incoming Board members.
    - i. Prior to the turnover meeting, all Board members will upload all necessary paperwork, documents, timelines, passwords and programs to MSACP central document database.
    - ii. All physical items such as post-office box keys, binders, storage unit keys, shirts, and other supplies will be presented at this turnover

meeting.

**3. Committees**

- a. Committees will be formed at the discretion of the Chairpersons with approval by the President.
- b. Meetings will be held at the discretion of the Chairpersons with approval by the President.

**Article 7: Article of Agreement**

1. Applicable laws, with respect to labor standards for employment, will be observed for all hired MSACP employees.
2. MSACP will maintain appropriate insurance coverage with adequate limits.
3. Accountability of Funds:
  - a. MSACP fiscal year is 1 October to 30 September; operating Board is 1 June to 31 May;
  - b. The Treasurer will be accountable for funds and their expenditures will be authorized by the MSACP Executive Board.
  - c. Funds will be dual-documented upon receipt. Any MSACP General Board member may calculate and verify funds given to the treasurer for deposit;
  - d. The MSA General Fund will be used for MSA operating costs, and will be derived from all monies collected with the exception of money raised from The Annual Fundraiser.
  - e. The MSA Charitable Fund will be used for Scholarships, Community Enrichment grants, and other charitable functions as authorized by the MSA General Board and will be derived from all profits made from MSA events or from donations given to MSA for charitable purposes.
3. Fund-raising activities
  - a. Fund-raising activities may be conducted aboard Camp Pendleton, per MCIWEST-MCB CAMPENO 5340.23 series.
  - b. Approval must be obtained at the beginning of each MSACP fiscal year from the Base Commander, Marine Corps Installations West-Marine Corps Base, Camp Pendleton (MCI WEST-MCB, Camp Pendleton”), via the Assistance Chief of Staff (AC/S), MCCS.
  - c. These activities will not compete with those of any non-appropriated fund (NAF) instrumentality on a Department of Defense (DoD) installation.
4. Comparable private sector activities will be examined; the need for compliance about governing laws by the MSACP will be determined.
5. Review of the MSA Constitution will be mandatory to implement additions/deletions. This review will be conducted by a committee, chaired by the Parliamentarian, on an

annual basis at a time determined by the current Board (suggestion March).

- a. Committee should include:
  - i. One GO and/or Senior Enlisted Spouse Advisor
  - ii. At least two Executive Board Members. Suggestions include past Parliamentarians if still an active member of MSACP, Membership, and 1<sup>st</sup> VP.
6. Amendments of the MSACP Constitution and By-Laws outside of the annual review can be made provided the following criteria are met:
  - a. Constitutional amendments may be proposed by paid current voting MSACP members by submitting in writing the proposed amendment(s) to the Parliamentarian.
  - b. The proposed amendment has been approved by a MSACP Executive Board quorum.
  - c. Voting is determined by quorum.
    - i. General Board voting will take place at a Board Meeting prior to May 31, or
    - ii. If passed by a general member vote, the vote must take place prior to May 31.
  - d. The approved bylaws and constitution will be presented to the Base Commander, MCI WEST-MCB, Camp Pendleton for review .
7. Quorum is determined as follows:
  - a. Executive Board Vote: one (1) more than one-half (1/2) of the members present
  - b. General Board Vote: one (1) more than one-half (1/2) of the members present.
  - c. Committee Vote: one (1) more than one-half (1/2) of the members present.
  - d. Changes to Constitution: One of the following methods may be utilized after a successful Executive Board Vote:
    - i. A General Board votes.
    - ii. The vote is cast online by the general membership population, and the vote receives two-thirds (2/3) passing vote.
  - e. Changes to the By-Laws: majority vote of the General Board: one (1) more than one-half (1/2) of the members present.
8. The operation of the MSACP is of interest and concern to the Department of Defense because of its location on Camp Pendleton, its relationship with elements of both federal and private sectors, and its activities in support of certain recognized programs being conducted for the benefit of members of the DoD family. The MSACP is not a non-appropriated fund instrumentality, nor is there an official relationship between its activities and those of the DoD personnel who are members or participants.
9. Discontinuance of the MSACP will be determined by the MSACP membership or upon determination by the Base Commander, MCI WEST-MCB, Camp Pendleton, to

**withdraw authorization to operate on the installation. Neither appropriated funds, nor non-appropriated fund instrumentalities shall assert any claim to the assets or incur or assume any obligation of the MSACP except as those that may possibly arise out of contractual relationships.**

- 10. Upon disestablishment or dissolution, after all bills and valid debts are paid, any residual funds, assets, or property will be contributed to charitable or educational organizations exempt from taxes under applicable sections of Federal tax laws, as determined by a majority vote of the MSA General Board, which serves as the representative and governing arm of the general membership.**
- 11. Parliamentarian authority will comply with the current Robert's Rules of Order in all cases to which they are applicable. In any situation in which Robert's Rules of Order are inconsistent with the By-Laws or the special rules of order of the MSACP, the By-Laws or the special rules of order will prevail.**

## **Article 8: Adoption**

- 1. This constitution will supersede all previous MSA Constitutions and amendments, except that it will not affect Officers elected, nor specific agreements and contracts entered under the terms of the previous Constitution until such terms of agreements of contracts have reached their expiration dates.**

**2023-2024**

**President, Camp Pendleton MSACP Marybeth Wiener**

**Executive Secretary, Camp Pendleton MSACP, Chelsea Hurd**

**Military Spouse Association of Camp Pendleton**