

# **MILITARY OFFICERS' WIVES CLUB BYLAWS**

(As revised January 2010)

## **ARTICLE I: NAME**

The name of this non-profit organization shall be the Military Officers' Wives Club (MOWC) of Greater New Orleans, Louisiana (referred to herein as the "Club").

## **ARTICLE II: PURPOSE**

### Section 1. OBJECTIVES

- A. To hold social functions for Club members and guests which stimulate new friendships and foster the growth of existing relationships.
- B. To raise funds to support the works of community organizations chosen by the club.
- C. To aid and assist in community work.

### Section 2. KREWE OF CAMAN

Each female member of the Club automatically acquires membership in the Krewe of CAMAN. The Krewe of CAMAN is the social and non-profit Carnival Organization of the Military Officers' Wives Club, as officially registered on September 18, 1985, pursuant to Louisiana Revised Statutes 51:281 or 9:3401 (1950), in the Conveyance Office, Orleans Parish, Louisiana, and recorded in Trade Name Book 10, Folio 66 (as Successor in Interest to the Krewe of NOW, recorded in Trade Name Book 9, Folio 95 on December 6, 1978.)

- A. The CAMAN Ball is the Krewe of CAMAN's annual Carnival Season event conducted by the MOWC. The CAMAN Ball receives logistical support from military commands around the world. Local military support is primarily provided by the Commander, Marine Forces Reserve/Marine Forces North; the Commander, Navy Reserve Forces Command; and the Commander, Eighth Coast Guard District and Commander, Task Force 189.8. Continued military support exists at the pleasure of the Commanders and may be reviewed by each new commander following change of command.
- B. Responsibility for planning, coordinating, and conducting the CAMAN Ball resides with the CAMAN Ball Captain. The Captain is assisted by the CAMAN Ball Lieutenant of the Captain's choosing.

### **ARTICLE III: GENERAL MEMBERSHIP**

Section 1. The General membership consists of Regular Members and Associate Members.

A. Regular Members. A regular member must be a current or former spouse, or a widow/er of a commissioned or warrant officer of the Army, Navy, Coast Guard, Marines, or Air Force, active, reserve, or retired.

B. Associate Members.

1. An associate member must be a current or former spouse, or a widow/er, of a federal government service employee with the rating of GS-07 or above; a federal government employee with the rating of GS-07 or above; or a military veteran as a commissioned or warrant officer of the Army, Navy, Coast Guard, Marines, or Air Force, active, reserve, or retired.

2. Associate members shall be entitled to all privileges of the Club except holding the elective office of President, and except acquiring membership in the Krewe of CAMAN as defined in Art. II, sec. 2 above.

### **ARTICLE IV: DUES & FEES**

Section 1. Annual Dues. The Executive Board establishes the amount of annual membership dues at the first Executive Board meeting of the year.

Section 2. Fees. Reservations for luncheons shall be paid by members. Members are obligated to pay such fees for themselves and their guests. Members may *only* avoid this obligation by timely cancellation. Cancellations must be made in a timely manner or by the deadline published in the newsletter.

Section 3. Members are responsible for any fees incurred on checks returned for insufficient funds.

### **ARTICLE V: MEETINGS**

Section 1. Regular meetings (social functions) are held at the discretion of the Executive Board.

Section 2. Executive Board Meetings

A. Executive Board meetings are generally held at least two weeks prior to any regular meeting. An Executive Board Quorum (i.e., greater than 50%

of eligible voting Executive Board members) must be present *before* any Executive Board meeting may be commenced. In other words, no Executive Board meeting will start until an Executive Board Quorum is present.

- B. At its sole discretion, the Executive Board may cancel, terminate, limit, postpone, add, extend, or reschedule Executive Board meetings.
- C. Executive Board meetings are open to all members.
  - 1. Discussion or debate should not exceed the scope of the motion as defined in the Executive Board Agenda.
  - 2. Members must supply a written summary of their motion in advance (with the appropriate number of copies). Members who wish to submit a motion must contact the President or Parliamentarian prior to the Executive Board meeting and ask to be added to the Agenda.

Section 3. Decisions requiring a vote of the Membership regarding the bylaws shall be made by a majority of the members.

## **ARTICLE VI: ORGANIZATION**

### Section 1. Officers

- A. Officers of the Club must be General Members and shall consist of the President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer. An Associate Member may hold any office excluding President.
- B. Officers are nominated each April, elected and installed in May.
  - 1. Officers are elected by majority vote of the eligible General Members in attendance at the May Executive Board Meeting.
  - 2. Officers assume their official duties at the close of the May Executive Board Meeting.
  - 3. All reports must be turned over to the new Executive Board at the May Executive Board Meeting.

### Section 2. Appointed Positions

- A. Those holding appointed positions must be General Members.
- B. Appointments are made by the President, or other appropriate party, for a term of one MOWC Executive Board Calendar Year.

## **ARTICLE VII: NOMINATIONS and ELECTIONS**

- A. The Parliamentarian chairs the Nominating Committee, with two or more volunteer members. If no volunteer members are available, the President shall appoint two members.
- B. The Nominating Committee presents a slate of nominees at the April Executive Board meeting. Additional candidates may be nominated from the floor. The names will be published in the April newsletter. Members may submit additional names to the Parliamentarian prior to the May Executive Board meeting.
- C. All General Members present at the May Executive Board Meeting are eligible—but not required—to vote in the Executive Board election.
  - 1. If a member chooses not to vote on a slate or individual position, they have “opted-out.”
  - 2. “Opting out” means that the member will be considered absent for voting purposes.
  - 3. If there is only one nominee for each office, the President requests a motion from the floor that the slate be elected.
  - 4. If there are multiple nominees, the Parliamentarian will distribute ballots and count votes. Majority vote—i.e., greater than 50% of present, eligible, voting General Members—is required for elected positions.
- D. A vacancy occurring in any office shall be filled by a majority vote of the Members of the Executive Board. In case a vacancy occurs in the office of the President, the Vice-President shall assume the duties of the President. If, however, the Vice President is an Associate Member then a new election must be held for the office of President.

## **ARTICLE VIII: EXECUTIVE BOARD**

- Section 1. The Executive Board shall consist of the elected officers of the Club. The Parliamentarian and Chairmen of Standing Committees are appointed to the Executive Board by the President. Advisors and any liaison representatives are invited by the President to join the board.
- Section 2. Elected Officers
  - A. President
  - B. Vice-President
  - C. Recording Secretary
  - D. Corresponding Secretary
  - E. Treasurer
- Section 3. Standing Committees. Standing committees are created by the Executive Board as required to promote the objectives and interests of the Club. Chairmen of standing committees are appointed by the President for a term of one year.
- Section 4. Appointed Positions

- A. Parliamentarian
- B. Membership/Hospitality Chairman
- C. Newsletter Chairman
- D. Publicity Chairman
- E. Ways and Means Chairman
- F. Commissary/Exchange Chairman
- G. Navy-Marine Corps Relief Representative
- H. Special Activities Chairman
- I. CAMAN Ball Captain
- J. CAMAN Ball Lieutenant (appointed by the CAMAN Ball Captain)
- K. Navy League Chairman
- L. Webmaster
- M. Other Activities Chairmen as appointed by the Executive Board

Section 5. Liaison Representatives. The following representatives serve as liaisons between the Club and their own organizations by exchanging current information, maintaining vibrant relationships, exploring mutual interests and communicating ideas.

- A. Representative of existing Armed Services' Officers' Wives'/Spouses' Clubs;
- B. Representative from each command;
- C. Representative of Retired Officers' Spouses.

Section 6. Advisors. The President invites Advisors for representation on the Executive Board as ex-officio members without voting privileges. The Advisors shall consist of the spouses of all active duty or retired Flag and General Officers with connections to the Greater New Orleans Area. In addition, the Advisors do not pay dues.

Section 7. General Executive Board Duties

- A. The duties of the Executive Board are to: (i) transact business in the intervals between Club meetings, (ii) to approve, monitor, and review the work of standing committees, and (iii) such other business as may be referred to it by the Club.
- B. Every Executive Board member must:
  1. Advise the President *before* the Executive Board meeting of any new items to be presented on the agenda.
  2. Maintain and submit a comprehensive summary of the year's activities. At the last Executive board meeting of the year, copies of these records must be transferred to the successor of each office.
  3. Must seek and obtain Executive Board approval before selecting activity dates.

4. Must seek and obtain Executive Board approval before entering into binding contracts that commit Club funds.
- C. Any Executive Board member who chairs a committee must also:
1. Submit a projected yearly budget for the committee for Executive Board approval.
  2. Submit separate written copies of any monthly committee reports to the President and the Recording Secretary *before every* Executive Board meeting.
  3. Fill out a “Request for Payment Voucher” and include receipts for budgeted expenses incurred concerning the committee for audit purposes.
  4. Apprise the President in writing of the names of her committee members.
  5. Maintain communication with Publicity Chairperson.

## **ARTICLE IX: SPECIFIC DUTIES OF ELECTED OFFICERS**

### Section 1. President

- A. Presides at all meetings of the Club and of the Executive Board.
  1. Ensures that an Executive Board Quorum—i.e., greater than 50% of eligible voting Executive Board members—is present before any Executive Board meeting starts.
  2. Cancels or postpones Executive Board meetings unless an Executive Board Quorum is present.
  3. Ensures that a general Membership Quorum—i.e., greater than 50% of General Members—is present before a General Membership vote is conducted. However, a General Membership Quorum is not required for Executive Board elections.
- B. Prepares an agenda for each Executive Board meeting.
- C. Is a member ex-officio of all committees except the Nominating Committee.
- D. Makes standing committee appointments.
- E. Invites Advisors and Liaison Representatives for representation on the Executive Board.
- F. Performs duties prescribed herein under Article VIII, section 7, (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Club or the Executive Board.

### Section 2. Vice-President

- A. Presides in the absence of the President
- B. Acts as Chairman of the Programs Committee, for social activities.
- C. Purchases the gift for the outgoing President per Executive Board approved budget.

- D. Performs duties prescribed herein under Article VIII, section 7 (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 3. Recording Secretary

- A. Keeps an accurate record of all meetings of the Club and the Executive Board.
- B. Provides copies of previous Executive Board meeting’s minutes at each meeting.
- C. Keeps an official copy of the Bylaws, available to members at all times
- D. Performs duties prescribed herein under Article VIII, section 7 (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 4. Corresponding Secretary

- A. Is responsible for all correspondence as directed by the President.
- B. Maintains a record of outgoing and incoming correspondence.
- C. Sends get-well cards to Club members.
- D. Sends flowers for deceased members of the Club or their immediate family (spouse, son, daughter) per approved budget.
- E. Performs duties prescribed herein under Article VIII, section 7 (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 5. Treasurer

- A. Is the custodian of all funds owned by the Club.
- B. Maintains a petty cash fund of \$200 for necessary expenses not to exceed \$25 per transaction.
- C. Keeps an accurate record of receipts and expenditures.
- D. Requires the authorization of the President for any unbudgeted expenses.
- E. Requires members to attach receipts to vouchers for reimbursement of authorized expenses incurred on the Club’s behalf. Also requires any other documentation deemed necessary to establish proper records for audit purposes.
- F. Presents a statement of account at every Executive Board meeting.
- G. Is responsible for the signature and that of the President’s and two other elected officers’ signature, to be on file at the bank where the club funds are deposited.
- H. Shall advance a reasonable amount for Club business where the amount of the loan returned will be assured according to committee budget.
- I. Promptly deposits all monies received.
- J. Pays all Executive approved, budgeted expenses as needed.
- K. Files the yearly non-profit form as required by law.

- L. Coordinates the annual audit of books at the end of the Club year by an authorized auditor.
- M. Retains a suitable amount of money for incoming Executive Board's initial operating expenses. It is the responsibility of the incoming board to review the previous year's budget, so as to set the necessary annual fundraisers for that year.
- N. Performs duties prescribed herein under Article VIII, section 7, ("General Executive Board Duties") and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

## **ARTICLE X: SPECIFIC DUTIES OF APPOINTED POSITIONS**

### Section 1. Parliamentarian

- A. Quorum
  - 1. Ensures that an Executive Board Quorum—i.e., greater than 50% of eligible voting Executive Board members—is present before any Executive Board meeting starts.
  - 2. Advises President to cancel or postpone any Executive Board meeting unless an Executive Board Quorum is present
  - 3. Ensures that a Regular Membership Quorum—i.e., greater than 50% of Regular Members—is present *before* a general membership vote is conducted. However, a Regular Membership Quorum is not required for Executive Board Elections.
- B. Points of Order. Advises on points of order at Executive Board meetings according to Robert's Rules of Order, revised.
- C. Nominations. Chairs the Nominating Committee and coordinates the Executive Board Nomination and Election Process, as follows:
  - 1. Formulates a Nominating Committee with two or more volunteer members. If no volunteers are available, Parliamentarian must ask the President to appoint at least two members.
  - 2. Proposes, via Nominating Committee, at least one candidate for every Executive Board position. Such proposals are due at or before the April Executive Board meeting. Additional candidates may be nominated from the floor.
  - 3. Publishes the names of nominees in the April newsletter. Members may submit additional names to the Parliamentarian prior to the May Executive board Meeting.
  - 4. Coordinates Executive Board elections at the May Executive Board Meeting.
- D. Bylaws. Interprets the Bylaws at the request of the President or Executive Board and serves in an advisory capacity for amendments thereto. Coordinates the Bylaw revision, approval and adoption process as follows:
  - 1. Formulates and chairs the Bylaw/Review Revision Committee. This committee must include an Advisor.



2. Coordinates and implements suggested revisions.
  3. Submits revised Bylaws for Executive Board approval.
  4. Seeks review by relevant legal agencies or departments (e.g., base legal office) of Executive Board-approved Bylaw revisions. Approval of relevant legal agencies must be obtained *prior to publication* to General Membership.
  5. Publishes Executive Board-approved (and legal agency-reviewed) Bylaw revisions in the newsletter at least 30 days prior to adoption vote.
  6. Then having provided at least 30 days notice of Executive Board-approved (and legal agency-reviewed) Bylaw revisions, calls for adoption of Bylaw revisions by General Membership 2/3 vote.
- E. Provides absentee ballots when needed.
  - F. Performs duties prescribed herein under Article VIII, section 7, (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 2. Membership/Hospitality

- A. Distributes, collects and completes registration cards for new Club members.
- B. Keeps an accurate record of membership and compiles, publishes, and distributes the annual membership roster by the November event.
- C. Retains names of incoming personnel as given to her by liaison representatives and keeps the newsletter chairman informed of new members.
- D. Receives and processes new membership.
- E. May appoint one or more assistants.
- F. Promptly transfers all monies collected to the treasurer.
- G. Performs duties prescribed herein under Article VIII, section 7, (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 3. Newsletter

- A. May appoint one or more assistants.
- B. Submits a projected budget for Executive Board approval.
- C. Coordinates, publishes and distributes the newsletter.
- D. Establishes and informs members of deadlines and the methods of receiving newsletter information.
- E. Maintains close association with the Membership Chairman for names of paid members.
- F. Retains extra copies of the newsletter and membership rosters for new members as needed by the Membership Chairman.

- G. Performs duties prescribed herein under Article VIII, section 7, (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 4. Ways and Means

- A. May formulate a committee to recommend fundraising activities and distribution of monies earned. Seeks Executive Board approval of committee recommendation.
- B. Coordinates and implements any fundraising activities, excluding the CAMAN Ball.
- C. Promptly transfers all monies collected to the Treasurer.
- D. Submits a budget for Executive Board approval.
- E. Performs duties prescribed herein under Article VIII, section 7, (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 5. Commissary/Exchange

- A. Represents the Club at the quarterly meetings of the Commissary/Exchange Board at NSA and carries written suggestions, comments, compliments, encouragement, and constructive criticism to the Commissary/Exchange Board.
- B. Provides the Newsletter Chairman with up-to-date information concerning the Commissary/Exchange.
- C. Gives monthly reports to the Executive Board
- D. Performs duties prescribed herein under Article VIII, section 7, (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 6. Navy Marine Corps Relief Society

- A. Obtains monthly information concerning Navy Marine Corps Relief Society and the Thrift Shop for distribution to the Club members through the newsletter and the Executive Board.
- B. Represents the Club at Navy Marine Corps Relief Society and Thrift Shop meetings.
- C. Performs duties prescribed herein under Article VIII, section 7, (“General Executive Board Duties”) and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 7. CAMAN Ball Captain

- A. Ball Captain must be a member of the Krewe of CAMAN.
- B. Term of office begins the month following the ball and ends the month after the next ball with the final Ball report.

- C. Plans, coordinates, and conducts the CAMAN Ball as follows:
  - 1. Works with an advisor
  - 2. Submits a projected budget for Executive Board approval.
  - 3. Appoints committee chairpersons as needed.
  - 4. Promptly transfers all monies collected to the Treasurer.
  - 5. Selects Queen and Ball Maids from consenting Club members. Secrecy of Queen shall be maintained.
  - 6. Selects King from consenting husbands of Club members. Secrecy of King shall be maintained.
  - 7. Notifies King, Queen, and Maids of their appointment and informs them of secrecy requirements, relevant deadlines, and duties.
  - 8. Retains appropriate seed monies for next year's activity on deposit in Treasury.
  - 9. Apprises President of all committee members.
  - 10. Obtains a contract for location, meals, etc., from manager where Ball takes place and presents contract to Executive Board for approval.
- D. Ball Captain is ineligible to serve on the Court of the CAMAN Ball under her command.
- E. Performs duties prescribed herein under Article VIII, section 7, ("General Executive Board Duties") and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

Section 8. CAMAN Ball Lieutenant

- A. Ball Lieutenant must be a member of the Krewe of CAMAN.
- B. Ball Lieutenant is appointed by the CAMAN Ball Captain.
- C. Term of office begins the month following the ball and ends the month after the next ball with the final Ball report.
- D. Assists the CAMAN Ball Captain.
- E. Ball Lieutenant is ineligible to serve on the Court of the CAMAN Ball in the year in which she serves as Lieutenant.
- F. Performs duties prescribed herein under Article VIII, section 7, ("General Executive Board Duties") and such other duties as may be prescribed in these Bylaws or assigned by the Executive Board.

**ARTICLE XI: VOTING**

Section 1. Voting Members of the Executive Board

- A. Elected Officers (President will vote only in case of a tie).
- B. One appointed member from each standing committee.
- C. Each liaison representative.

Section 2. Non-Voting Members of the Executive Board

- A. President (unless there is a tie)
- B. Parliamentarian
- C. Advisors

Section 3. How decisions are made:

A. Executive Board

1. An Executive Board Quorum—i.e., greater than 50% of eligible voting Executive Board members in attendance—must be established *before* any Executive Board meeting may commence.
2. Unless otherwise stated, Executive Board decisions are made by majority vote—i.e., greater than 50%—of present eligible voting Executive Board members.

B. General Membership

1. A General Membership Quorum—i.e., greater than 50% of General Members—must be established *before* general membership votes, e.g., adopting Bylaw Revisions, are conducted.
2. Unless otherwise stated, decisions requiring a vote of the general membership are made by majority vote—i.e., greater than 50%—of eligible General Members in attendance.

C. Special Situation: Executive Board Elections

1. An Executive Board Quorum is required for Executive Board Elections.
2. All General Members are eligible and encouraged to vote in Executive Board Elections.
3. A General Membership Quorum is not required for Executive Board Elections.
4. Executive Board elections are by majority vote of eligible voting General Members in attendance.

Section 4. Voting Limitations

- A. Having met all relevant voting criteria, the maximum number of votes any member may cast in a given decision is one. This is true no matter how many positions or offices a member holds.
- B. If membership status precludes voting, a member may not vote regardless of any positions or offices the non-voting member might hold.

**ARTICLE XII: BYLAW REVISION, AMENDMENT & ADOPTION**

Section 1. Review and Revision. The Bylaws shall be reviewed and revised as needed.

Section 2. Amendment. The Bylaws may be amended—and Bylaw revisions may be implemented—as follows:

- A. Proposed Bylaw amendments or revisions are initially approved by a majority of the eligible voting Executive Board members, with an Executive Board Quorum being present;
- B. General Members are provided 30 days notice of Executive Board-Approved Bylaw Revisions before their adoption vote. Such notice may be by publication in monthly newsletter, or other appropriate means;
- C. Absentee ballots are provided upon request to General Members who are not able to attend the adoption vote; and
- D. The proposed amendments or revisions are approved by at least a two-thirds vote of General Members.

Section 3. Adoption. These Bylaws shall become effective upon adoption or valid amendment, these Bylaws will supersede all previously revised Bylaws.

### **ARTICLE XIII: MISCELLANEOUS PROVISIONS**

Section 1. Parliamentary Authority. All parliamentary procedures not covered by the Bylaws are governed by Robert’s Rules of Order, revised.

Section 2. Quorum

- A. Executive Board Quorum. A quorum of the Executive board is greater than 50% of the eligible voting Executive Board members.
- B. General Membership Quorum. A quorum of the voting General Membership is greater than 50%.
  - 1. A General Membership Quorum is not required for Executive Board elections.
  - 2. A General Membership Quorum is required for adopting Bylaw revisions and amendments.

Section 3. Vacancies. A vacancy occurring in any office shall be filled by a majority vote of the members of the Executive Board. In case a vacancy occurs in the office of the President, the vice-President shall assume the duties of the President, provided the member is eligible.

Section 4. Dissolution. Upon the dissolution of this Club, any funds left after all bills and valid debts have been paid will be contributed to a charitable or educational organization exempt from taxes under the applicable tax laws, as voted on by the Executive Board.