



KAISERSLAUTERN LANDSTUHL SPOUSES' ASSOCIATION CONSTITUTION (Effective Date: September 2018)

ARTICLE I: ORGANIZATION

The name of this organization shall be the Kaiserslautern Landstuhl Spouses' Association, hereafter referred to as "KLSA." KLSA is located in the US Army Garrison Rheinland-Pfalz (USAG-RP), Kaiserslautern, Germany. It is organized under the provision of Army Regulation AR 210-22, a supplement of DoDI 1000.15 as a private organization and USAREUR Private Organizations and Fundraising Policy. This activity is not an instrument of the United States Government. The KLSA operates on a military post only with the consent and approval of the Garrison Commander. Operation is contingent upon compliance with the requirements and conditions of applicable USAREUR regulations.

ARTICLE II: AUTHORITY

- a. To prevent the appearance of an official sanction or support by the Department of Defense, United States Army, or USAG-RP, the KLSA may not use the seals, logos, or insignia of any DoD component, organizational unit, or installation on the letterhead, correspondence, on its title. Any use of the name or abbreviation of a DoD component or installation may not mislead members of the public to assume this association is an organizational unit of the Department of Defense. If this association incorporates names or abbreviations of DoD components, organizational units or installations it must receive prior written approval for such use by the Installation Commander.
- b. Programs and activities conducted will not prejudice or discredit the military services or other agencies of the United States Government.
- c. Activities will not be conducted in the name of an installation or organization of the United States Army establishment.
- d. Neither will an appropriated fund activity nor a nonappropriated fund instrumentality assert any claim to the assets of the KLSA, nor will the KLSA incur or assume an obligation to any private organization, except as may arise out of contractual relationships.
- e. The KLSA will not engage in any activities that are in conflict with authorized activities of appropriated or nonappropriated fund instrumentalities, as defined in AR 215-1.
- f. The nature, function, and objectives of the KLSA, together with provisions for proper distribution of residual assets and liabilities upon dissolution, will be established in the Constitution.
- g. The Garrison Commander shall have the authority to enforce compliance by the KLSA with the conditions enumerated herein, to inquire into its activities, and to withdraw his or her consent for its existence if deemed in the interest of the United States Government.

- h. The KLSA is not established to provide morale, welfare, and recreational activities essential to the operation of the United States Army.
- i. Neither the installation nor the government will have any liability for the organization's actions or debts.
- j. KLSA will neither propagate extremist activities nor advocate violence against others or the violent overthrow of the Government.
- k. KLSA will be responsible for ensuring compliance with applicable fire and safety regulations, environmental laws, international laws, local, state, and Federal tax codes, and any other applicable statutes and regulations within the operation of the organization. DoDI 1000.15.
- l. KLSA will observe all applicable laws on labor standards for employment. DoDI 1000.15.
- m. DOD5500.7-R, chapter 3; and AR 210-22; Logistic support to the Oversea Art Education Association will be concluded according to the Joint Ethics Regulations (JER). The Commander's USAG-RP's legal advisor will review all requests for legal sufficiency before use of installation facilities or other logistic support is granted.
- n. DOD5500.7-R; All fundraising for this organization will be done in accordance with Department of the Army Regulations and the approval of the Garrison Commander and will comply with the provisions of the Joint Ethics Regulations (JER).

ARTICLE III: PURPOSE AND MISSION

a. The purpose of the KLSA is to promote friendship and belonging through social activities and community involvement. KLSA engages military spouses in volunteerism through Board participation, membership, and its Thrift Shops. Our primary purpose is to raise funds to support our philanthropic activities including: Scholarships, Bright Eyes, and Community Grants programs. It is our goal to welcome spouses affiliated with ALL SERVICES, ALL RANKS of the United States military as well as retirees, reservists and civilians, ensuring a rewarding experience while in Germany.

ARTICLE IV: MEMBERSHIP

Section 1: Membership in KLSA shall be voluntary and shall consist of active and honorary members. Only active members are required to pay dues.

a. Requirements of membership consist of:

- 1) Members of the U.S. Forces possessing U.S. military identification cards (military, retiree and civilians, family members, members of household of sponsor's stationed OCONUS).
- 2) U.S. Forces contract employees.
- 3) Employees of organizations granted status under the North Atlantic Treaty Organization Status of Forces Agreement (NATO SOFA) or NATO ID card holders.

b. Membership of non-U.S. Forces sponsored personnel may not exceed forty-nine percent (49%) of the general membership at any time.

c. Active members may hold office or a voting position on the Board of Governors (hereafter BOG) and all other appointed KLSA Board positions, and may participate in all social, cultural, and **grant** activities.

d. The senior Army spouse in the Kaiserslautern area will be asked to be the Honorary President.

e. The President may invite active members as are deemed appropriate to be Advisors for one

year. Advisors are ineligible to hold office.

f. Spouses and prospective members may attend one KLSA function as a “guest” before joining the KLSA. Spouses, visiting family members and friends who do not qualify as prospective members may attend, but are not limited to one KLSA function.

Section 2: Membership shall be open to all eligible personnel regardless of race, color, sex, sexual preference, religion, national origin, age, disability or creed.

Section 2: KLSA will not seek to deprive individuals of their civil rights. AR 210-22.

Section 3: Prospective members are encouraged to read the KLSA Constitution and By-laws prior to becoming a member of the KLSA.

Section 4: Membership is valid for the membership year of June 1st to May 31st of the following year.

Section 5: As a member, I will:

a. Comply with Constitution, By-laws, policies and procedures and all other governing documents of the KLSA.

b. Represent a positive image of the KLSA within the organization and among the Post and neighboring communities-at-large.

c. Display a high regard in public forums, in speech, written word to KLSA members and organization itself.

d. Accept responsibility for my own action and attitude.

e. Conduct all of our activities professionally and with integrity and to be completely objective in our judgment that issues are never influenced by anything other than the best and proper interests of other members and KLSA.

f. Exhibit an attitude of respect, courtesy and helpfulness to all KLSA members.

g. Bring KLSA-related concerns to the members of KLSA Board of Governors for clarification.

h. Support KLSA standing committee chairs as needed.

i. Volunteer my time to support KLSA activities and Thrift Shop operations as needed.

ARTICLE V: GOVERNMENT

A. Executive Board

Section 1: The Executive Board of the KLSA shall consist of the elected officers and the Parliamentarian appointed by the President.

Section 2: The elected officers shall be the President, First Vice President, Second Vice President, Secretary, and Treasurer

B. Board of Governors (BOG)

Section 1: The business of the KLSA shall be conducted according to this Constitution and By-laws set by the BOG, which shall be composed of the Executive Board and Standing Committee Chairs appointed by the President.

Section 2: Standing Committee Chairs shall be: Activities, AWAG Chair, Bright Eyes, Historian, Membership, Outreach Coordinator, Publicity, Reservations, Scholarship, Volunteer Coordinator, Ways & Means, Webmaster, and Community Grants.

Section 3: In case of a vacancy in the office of the President, the 1st Vice President shall succeed to the Presidency until an election can be held.

Section 4: ALL members of the Executive Board and Standing Committee Chairs shall have SOFA status per AR 210-22 4a, 5c.

C. Voting Procedure

Section 1: At the BOG meeting, a quorum is established when at least one-third (1/3) of voting members is present (as defined in the By-laws) or votes in an alternate manner as specified in the By-laws. In the event of a vacancy of a chaired position on the BOG the vacant position will not be counted toward quorum. A simple majority of voting members constitutes a vote unless otherwise specified.

ARTICLE VI: ADMINISTRATION

Section 1: The KLSA shall be administered in accordance with this approved Constitution and By-laws. All business shall be conducted in accordance with the most recent edition of Robert's Rules of Order.

Section 2: The BOG by approving the transaction of its routine business shall make and enforce such By-laws as are necessary for the government of the KLSA.

Section 3: The KLSA Board year shall run from June to May.

Section 4: Term of Office. Elected officers shall serve for a period of one (1) year or until their successors are elected or appointed. The term of office shall begin following Installation of Officers at the May General Membership meeting. An incumbent shall be eligible for re-election, but no officer shall be elected for more than three (3) consecutive full terms for the same office.

Section 5: The duties of the elected officers are outlined in the By-laws.

ARTICLE VII: ELECTIONS

Section 1:

a. The Executive Board members, except for the Honorary President, Advisors and the Parliamentarian, shall be elected by a majority of members in good standing at the April general membership meeting. Applications will not be accepted by non-KLSA members.

b. The officers elected will be installed in May and take office in June.

Section 2: The following procedures will be used in the election of KLSA officers:

a. Voting will be conducted through the Parliamentarian, following Robert's Rules of Order. Only members in good standing are permitted to vote.

b. The Parliamentarian shall serve as the Nominating Chairperson. The Parliamentarian is responsible for ensuring fairness and consistency throughout the nomination process.

c. Nominations from the floor will be accepted at the April membership meeting.

d. The Parliamentarian may select a single or multiple slates of nominees. The Parliamentarian shall notify the applicants as soon as the slate is formed. The Parliamentarian will email the slate(s) for office to all of the members in good standing after the applicants have been notified.

e. The slate shall be voted upon at the general membership meeting in April.

f. If a multiple slate is presented an election must be taken by closed ballot.

- g. If a single slate is presented, an oral vote or hand gestured vote may be taken by the membership present.
- h. A sealed absentee ballot will be accepted if delivered to the Parliamentarian in a sealed envelope before the April general membership meeting. Proxies will be accepted if a copy is presented to the Parliamentarian at the April meeting.
- i. The current President's vote shall be placed in a sealed envelope and counted only in the event of a tie.
- j. Results will be announced one week after the January general Membership meeting. In case of a tie, a runoff election will be held at the February General Membership meeting for the office in question.

Section 3: In the event of any vacancy in an office of the elected KLSA Board:

- a. Office of the President: The First Vice President shall assume the duties of the President until an official election is held at the next general membership meeting. If the First Vice President shall decline such position, the Second Vice President will step up to the position of Presidency until an official election is held at the next general membership meeting. If the Second Vice President position is vacant, the Secretary or Treasurer shall temporarily take such Presidency position until an official election for Presidency is held at the next general membership meeting. Nominations will be accepted by the Nominating Parliamentarian prior to the next general membership meeting or at a special meeting called where a vote will be taken.
- b. Office of the Treasurer: The First Vice President shall assume the office of Treasurer if the Treasurer position is vacant or vacated. However, if the First Vice President should decline the office, the Second Vice President shall be asked to assume the office of Treasurer. If the Second Vice President also declines, any member of the BOG, with the approval of the President, may temporarily serve as Treasurer until an official election for Treasurer is held at the next general membership meeting.
- c. All other vacancies of elected officers shall be filled with the approval of the Executive Board of Governors.

ARTICLE VIII: MEETINGS

Section 1: General Membership Meetings

- a. The general membership shall meet each month from September through May, unless otherwise directed by the President. Business will be conducted at regular meetings.
- b. The President may call special meetings of the general membership for the purpose of conducting business. The President shall call such meetings with the concurrence of one-third (1/3) of the BOG.
- c. Any active member may seek to have a special meeting called by submitting such proposal to the President. Should that fail, the member may directly petition the BOG, who will then consider the matter. The request must be approved with the concurrence of one-third (1/3) of the voting members of the BOG.
- d. A quorum shall consist of one-thirds (1/3) of the members of good standing at the general membership meeting.

Section 2: Board meetings

- a. The Board of Governors (BOG) shall meet at least once a month from September through June, unless otherwise directed by the President, and meetings will be held in July and August at the discretion of the President.
- b. For conducting business, the President may call special meetings of the KLSA Board.
- c. The President shall have the concurrence of a quorum of voting members of the BOG.
- d. The President shall have the authority to conduct a vote by telephone, email or e-vite of the members of the BOG or General Membership in the event of the requirement of an immediate decision of such urgency as to preclude a called meeting in accordance with RRO.
- e. The Executive Board in a duly constituted meeting shall vote on business, as needed, pertaining to the Thrift Shops.

ARTICLE IX: FINANCES

Section 1: The KLSA will be self-sustaining. The organization will not receive financial assistance from the Department of the Defense or any NAF activity.

Section 2: The KLSA conducts fundraising events and resale activities throughout the association year.

Section 3: All the net profits (less legitimate administrative and operating expenses) from all fundraisers will be spent to support charitable projects and organizations benefiting the USAG-RP and organizations outside of the KMC when deemed necessary, which do not violate Article II, paragraphs b, e, and j, as deemed appropriate by the Welfare Committee.

Section 4: This organization is not an instrumentality of the United States and abides by USAREUR Private Organizations and Fundraising Policy.

Section 5: Neither the Department of the Army, USAREUR, nor the Department of the Air Force, or USAFE will assume any responsibility for this organization's debts.

Section 6: Members, according to Host Nation Laws, may be liable to creditors for any organization debts if the assets of KLSA are insufficient to discharge its liabilities.

Section 7: The revenue necessary to pursue the purpose of the KLSA described in ARTICLE III of the Constitution must be derived from dues paid by members in good standing and from revenue producing by the KLSA Thrift stores and community activities.

Section 8: Any changes to the cost of the dues must be voted on by the BOG.

Section 9: The BOG shall ensure that all monetary disbursements are in accordance with: 1) the purpose for which the KLSA was established; 2) in accordance with sound business practices; 3) and within the budget. The BOG must approve any expenditure outside the approved budget.

Section 10: Members either individually or collectively shall not receive income except through wages and salaries as employees if applicable.

Section 11: Awards and gifts of appreciation must be given under the guidance of the President. They shall include items of recognition given to the BOG, employees and volunteers.

Section 12: Monies in the operating account at the end of each year must be at a minimum of \$10,000.00. Monies in the welfare account at the end of each year must be at a minimum of \$15,000.00 (\$10,000 towards Scholarships and \$5,000 towards Bright Eyes). Monies in the Thrift shop account at the end of the year must be at a minimum of \$15,000.00 (to cover payroll, consignments and operations).

Section 13: Any monetary request not included in the approved budget must be approved by a majority of the BOG present at a duly constituted executive board meeting.

Section 14: Taxes

- a. The KLSA shall comply with current tax regulations as stated in the By-laws.
- b. The Thrift Shop manager shall ensure all reports are completed on a monthly basis, according to current tax regulations, as stated in the By-laws.

Section 15: Audit

- a. KLSA books will be closed at the end of the KLSA fiscal year (June 30th) and shall be audited annually or at the time of replacement of the Treasurer or bookkeeper.
- b. A Public Accountant authorized by the BOG shall conduct annual audits.
- c. Financial charges for audits and accounting shall be included in the annual operating budget.
- d. Expenses for the Thrift shop audit shall come directly out the of the Thrift shop budget.
- e. All reporting procedural requirements under DoDI 1000.15 shall be observed.

Section 16: Budget

- a. The General (Operational) and Welfare budget will be submitted to the BOG for approval during the September Board Meeting and reviewed again in February.
- b. After the BOG has approved the budget or revised budgets, approval must be sought from the members in good standing at the general membership meeting in September.
- c. The Thrift Shop budget will be presented to the Executive Board for approval during the September Executive Board Meeting and reviewed again in February.

ARTICLE X: PROPERTY

Section 1: The property of the KLSA shall consist of such articles as may properly come into its possession. The KLSA Secretary shall account for this property and shall keep an inventory in accordance with sound business practices, using DoDI 1000.15 as a guide. One copy of this inventory shall be kept by the Secretary and Thrift Shops Managers and by the President.

Section 2: All Board members who maintain KLSA property in the conduct of their duties shall assist the Secretary in the compilation of the annual inventory. All Board members who acquire property as a result of their position shall report their acquisitions to the Secretary and sign-over all property at the end of the board year. In the event of a resignation, the Board member should sign-over acquired property immediately. Board members are financially responsible for any damage to or loss of loaned KLSA property that they signed out. Board Members will not use KLSA computers for their own personal use. Board Members may be released of financial responsibility for said loss or damage based on the discretion of the President.

ARTICLE XI: RECORDS

Section 1: The Secretary shall maintain a historical file consisting of the following permanent records:

- a. The KLSA Constitution and By-laws with all current revisions.
- b. Records of approval of the KLSA Constitution and By-laws and all amendments thereto.
- c. Current list of KLSA Officers names, addresses and phone numbers.
- d. Current list of KLSA members.
- e. Copies of all KLSA BOG and Welfare minutes.
- f. Copies of all after action reviews.
- g. Copies of all financial records.
- h. Copies of all policies.

Section 2: All records of the KLSA, excluding permanent files and the uncompleted checkbook, will be cut off at the end of the fiscal year (June 15th). These records will be held at least four years, after which time they may be destroyed. The checkbook will be placed with related records when it is completed; using the applicable provisions of the DoDI 1000.15 series as a guide.

ARTICLE XII: INSURANCE

Section 1: The KLSA understands that it is required to maintain insurance to protect against public liability and property damage claims or other legal actions that may arise as a result of activities of the KLSA or one or more of its members acting on its behalf, of the operation of any equipment/apparatus or device under the control and responsibility of the KLSA, in accordance with DoDI 1000.15 and AR 210-22. The KLSA certifies that all jurisdictional laws are met regarding the amount of liability coverage. Insurance coverage at a minimum of one hundred thousand dollars (\$100,000) shall be maintained by the KLSA.

Section 2: The KLSA must carry proper insurance for any sponsored event which is open to the public and liability is not covered by the government. It is the Treasurer's duty to ensure proper insurance is purchased and paid for prior to the event.

Section 3: The KLSA must ensure that the Thrift Shop carries the proper insurance on its tangible property and coverage of employees, licensees, as well as invitees of said premises. It is

the Treasurer's duty to ensure proper insurance is purchased and paid for annually. (Note: General liability coverage of \$50,000)

ARTICLE XIII: AMENDMENTS TO THE CONSTITUTION

Section 1: Notice of amendments to the Constitution must be made at least two weeks prior to presentation at an executive board meeting.

Section 2: Amendments to the Constitution must be approved by a one-third (1/3) vote by the BOG at one of its duly constituted meetings.

ARTICLE XIV: ADOPTING CLAUSE

This Constitution shall become effective upon adoption in a duly constituted BOG meeting with one-third (1/3) of the members in good standing present. This Constitution shall then supersede all previous Constitutions and amendments except that it shall not affect officers elected or specific agreements and contracts entered into under the terms of the previous Constitution until such terms or agreements or contracts have reached their expiration dates. A copy of this Constitution will be sent to the approval authority/installation commander for final review.

ARTICLE XV: DISSOLUTION

Section 1: The KLSA may be dissolved by a majority vote of the general membership or by direction of the US Army Garrison Commander Rheinland-Pfalz (USAG-RP).

Section 2: All residual assets and properties, after payment of all liabilities shall be disposed of in a manner consistent with ARTICLE III and so determined by the KLSA board members.

Kenya Plotnick, President