

These Bylaws dated May 18, 2022 shall supersede all others.

**SPOUSES OF JOINT BASE MCGUIRE-DIX-LAKEHURST ORGANIZATION -
THRIFT STORE, INC.**

BYLAWS

ARTICLE I

SOJBMDL-TS BOARD DUTIES

1. The Spouses of Joint Base McGuire-Dix-Lakehurst Organization – Thrift Store, Inc., shall hereafter be referred to as SOJBMDL-TS. The SOJBMDL-TS Executive Board will supervise and promote the programs and activities of this organization. It will meet monthly, or as necessary, to transact all necessary business.
2. The Board year and the term of office shall be defined as one year beginning on 1 June and ending 31 May, of the following year. Any member who holds the same appointed Board position for more than two consecutive years must be revalidated by a simple majority vote of the Board at the first meeting of the club year.
3. Each Board member and employees hired by SOJBMDL-TS will be provided a copy of the current Constitution, Bylaws, Standing Rules, and any amendments. All Board members and employees will read and familiarize themselves with these documents.
4. It is the responsibility of each Board member to maintain their records on a continual basis. In the position's continuity binder there must be at least one physical copy and one digital copy of a detailed after action report, and include an updated job description. This must be submitted to the President or the Vice President that oversees the position if it will be vacant, no later than the last general Board meeting of the fiscal year.
5. The Board will complete a projected calendar for the Board year and present it to the general membership at the first general membership meeting of the board year.
6. Each Board member will communicate funds needed for their position to the Financial Officer by 1 July and a revised budget by 1 January. The current Board may create a temporary budget in advance for the incoming Board to authorize funds for operating expenses until the budget is approved during the first incoming Board meeting.
7. SOJBMDL-TS Board members will resign upon their permanent departure from the area or upon their failure to attend three Board meetings if, or as determined by the SOJBMDL-TS Board, if they do not have a satisfactory explanation for their failure to attend.

ARTICLE II
DUTIES OF OFFICERS & GOVERNING BODY

1. The President Shall:

- a. Not make motions and is a non-voting member of the Board except in the event of a tie.
- b. Ensures the Constitution and Bylaws are upheld.
- c. Act as the SOJBMDL-TS representative, or appoint a representative, to attend installation meetings as required.
- d. Preside over all Board meetings.
- e. Appoint committee chairs for all committees should the Executive Board decide to operate with those positions.
- f. Serve as the main point of contact for the Thrift Store Manager to resolve any issues that arise that the Thrift Store Manager is unable to address.
- g. Maintain and update the standard operating procedures, Manager, and Bookkeeper contracts.
- h. Address employee, volunteer, and customer complaints in conjunction with the Thrift Store Manager.
- i. Determine and confirm dates, times, and locations of Board meetings. j. Call special membership, Board, or committee meetings.
- k. Serve as an ex officio member of all committees, except the Nominating Committee.
- l. Be authorized to sign and cosign checks for the SOJBMDL-TS.
- m. Assist the Administrative Coordinator in preparing agendas for Board meetings as necessary.
 - n. Prepare an end-of-year after action report, to include a current updated job description, and submit to the Parliamentarian for the continuity books.
 - o. Assist the Parliamentarian to coordinate the preparation of continuity books or reports at the end of the term for the newly elected board members as necessary.
- p. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities

completed for the month.

- q. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for the position on all accounts.
 - r. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.
 - s. Manage a President's fund:
 - i. All gifts purchased are contingent upon budget and available funds.
 - ii. The President will coordinate gift purchases for the departure of the Honorary Advisor(s).
 - iii. The President will purchase gifts for members of the Board upon completion of term.
2. The 1st Vice President: Director of Philanthropic Outreach, shall:
- a. Assist the President.
 - b. Assume the duties of the President during any temporary absence. In the event the President cannot complete the term of office, the 1st Vice President shall assume the duties of the President and work with the Board to appoint a successor to the 1st Vice President.
 - c. Be an advisor to the appointed officer, chairperson, and committees in matters to include: Philanthropy/Welfare, Scholarship, Cookie Drop, Cinderella's Closet, and serve on committee boards to include the Budget and Constitution & Bylaws committees.
 - d. Be authorized to co-sign checks for the SOJBMDL-TS.
 - e. Manage the Cookie Drop preparation and assist the Cookie Drop Chairperson in facilitating the event.
 - f. Prepare an end-of-year after action report, to include a current updated job description, and submit to the Administrative Coordinator and Parliamentarian for record keeping and the continuity books.
 - g. Coordinate with the Parliamentarian or President on preparation of continuity books or reports at the end of the term for the newly elected officials.
 - h. Coordinate with the Board for a gift for the outgoing President.

- i. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
 - j. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities completed for the month.
 - k. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for the position on all accounts.
 - l. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.
 - m. Must obtain continuity binders of any positions under the 1st Vice President that will be vacant for the next fiscal year.
 - i. Positions include: Philanthropy/Welfare Chair, Scholarships Chair, Cinderella's Closet Chair, and Cookie Drop Chair.
3. The 2nd Vice President: Director of Events and Community Outreach, shall:
- a. Assist the President.
 - b. Assume the duties of the President during any temporary absence of both the President and 1st Vice President.
 - c. Be an advisor to the appointed officers, chairpersons, and committees in matters to include: Organizational Events, Trivia Night, Fundraising, and serve on committee boards to include the Budget and Constitution & Bylaws committees.
 - d. Work closely with the Trivia Night Chair, Fundraising Chair, and Financial Officer to obtain proper state and county raffle and gambling licenses and permits when necessary in addition to installation approval.
 - e. Be authorized to co-sign checks for the SOJBMDL-TS.
 - f. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
 - g. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities completed for the month.

- h. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for the position on all accounts.
- i. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.
- j. Must obtain continuity binders of any positions under the 2nd Vice President that will be vacant for the next fiscal year.
 - i. Positions include: Organizational Events Chair, Trivia Night Chair, and Fundraising Chair.

4. The Administrative Coordinator shall:

- a. Keep a record of all meetings times and locations, other than general membership or fundraising events, unless deemed necessary by the Board. Keep full minutes for board meetings.
- b. Maintain the historical and combined permanent record of all board and committee meetings on Google Drive.
- c. Coordinate with the Parliamentarian or President on the preparation of continuity books or reports at the end of the term for the newly elected officials.
- d. Must work with the Parliamentarian and/or President to ensure accuracy in documentation of the voting processes, in person or virtually.
- e. Prepare agendas for upcoming meetings and provide, through email, to appropriate recipients at least two (2) days before the scheduled meeting.
- f. Prepare minutes from previous meetings and provide, through email, to appropriate recipients with the agenda up to seven (7) days after the meeting. The meeting minutes should also be uploaded to the website in that timeframe.
- g. Furnish required copies of minutes and financial reports to the 87th Force Support Squadron by the end of the Board year.
- h. Work with the Financial Officer to ensure monthly financial reports and minutes of the previous Board meetings are furnished upon request and available at the SOJBMDL-TS monthly meetings.
- i. Maintain and update all forms of organizational communication and marketing, to include the website, emailing membership, marketing materials, etc. Work in conjunction with the rest of the Executive Board to maintain social media

presence.

- j. Serve on the Constitution/Bylaws Committee.
- k. Prepare an end-of-year after action report, to include a current updated job description, for the continuity binders.
- l. Must ensure copies of the continuity binders or reports prepared for the newly elected officials are up to date and readily available during the final Board meeting.
- m. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
- n. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.
- o. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.

5. The Financial Officer shall:

- a. Keep itemized account of all receipts, disbursements, and supporting documentation and records of the Operating Funds and Welfare Funds.
- b. Be responsible for collection and disbursement of all operating accounts, to include collection of membership dues and management of PayPal and Square accounts.
- c. Manage all welfare money including Scholarship funds, and money raised during fundraising events.
- d. Collect mail on a weekly basis and distribute it to appropriate board members and committee chairs.
- e. Be authorized to sign and cosign checks for the SOJBMDL-TS.
- f. Coordinate with the Thrift Store Bookkeeper and accountant or Certified Public Accountant to prepare and file taxes (form 990 and CRI-300R) and to conduct audits as necessary.
- g. Present a monthly and year-to-date itemized financial report for all accounts to the Secretary in sufficient time to be included in the agenda for review by the Board.
- h. Maintain the historical record for taxes, financial statements, budgets, and fundraising events for seven (7) years.

- i. Prepare annual Operating and Welfare Budgets to be submitted to the Board by July 1. The Budget Committee will meet again in January to review the budgets and recommend any necessary corrective action to the Board.
 - j. Prepare the books for annual review at the end of the fiscal year if requested by the 87th Force Support Squadron representative or the President.
 - k. Maintain a petty cash fund not to exceed one hundred dollars (\$100.00).
 - l. Serve on the Welfare, Trivia Night, Fundraising, Scholarship, Constitution & Bylaws, and Budget committees.
 - m. Prepare an end-of-year after action report, to include a current updated job description, and submit to the Parliamentarian for the continuity books.
 - n. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
 - o. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities completed for the month.
 - p. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.
 - q. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.
6. The Parliamentarian shall:
- a. Be appointed by the President.
 - b. Not make motions and is a non-voting member of the Board.
 - c. Ensure all meetings are conducted using Robert's Rules of Order (Revised Edition) as a guide.
 - d. Advise the President as needed.
 - e. Chair the Constitution & Bylaws and Nomination/Election Committees.
 - f. At the discretion of the President, coordinate electronic votes with the Administrative Coordinator.

- g. Coordinate nominations for the elected offices during the April meeting in person and/or by electronic form. Coordinate the election of new officers at the May meeting of the Board year and install the new officers at the final board meeting in June. Elections may be conducted in person during the May meeting or by electronic vote.
- h. Ensure each Board member signs in person or electronically a current copy of the Constitution and Bylaws.
- i. Remind each Board member that he/she is responsible for the Board position's continuity binder to ensure continuity with the upcoming board.
- j. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
- k. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities completed for the month.
- l. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.
- m. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.

7. Philanthropic/Welfare Chair shall:

- a. Serve as chairperson of the Welfare committee.
- b. Receives and handles all welfare requests, vets validity, and communicates with requesting organization for receipt of any missing information.
- c. Maintains welfare request forms and makes forms available for the website.
- d. Coordinates with the Financial Officer for disbursement of funds.
- e. Refers to the annual budget to check for line item requests.
- f. Summarizes final welfare requests to present to the welfare committee, Board meetings, and general membership for necessary votes.
- g. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.

- h. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities completed for the month.
 - i. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.
 - j. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.
8. Scholarship Chair shall:
- a. Serve as chairperson of the Scholarship Committee.
 - b. Organize and schedule all meetings of the Scholarship Committee, instruct members as to the proper judging criteria, and ensure that the judging criteria are followed.
 - c. Submit a scholarship application to the Administrative Coordinator for upload to the website.
 - d. Collect Scholarship submitted applications. Upon collection assign a number to each student and mark that number on each page of their submitted original application. After numbering, redact all personal identifying information from the submitted original application and then copy this redacted application for use by the judges.
 - e. Ensure scholarship applicants remain anonymous from submission of application through selection of scholarship recipients by the judges.
 - f. Draft a letter of congratulations and regret.
 - g. Coordinate the scholarship reception and send invitations to attend the event to scholarship recipients and dignitaries.
 - h. Coordinate with the President to honor scholarship recipients at scholarship reception.
 - i. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
 - j. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not

limited to: old and new business, volunteer hours, and activities completed for the month.

k. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.

l. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.

9. Cookie Drop Chair shall:

a. Determine the financial cost to sponsor a dorm/barracks resident by communicating with unaccompanied housing managers for each branch. Items to budget for include but are not limited to cookie, cup, gift card, candy cane and packaging.

b. Submit appropriate fundraising paperwork to the 87th Force Support Squadron for Cookie Drop for approval.

c. Reserve Fort Dix chapel for Cookie Drop dates to include preparing and disseminating the gifts.

d. Submit the request to Public Affairs to have the event in the JBMDL Event Calendar once fundraising paperwork is approved by the 87th Force Support Squadron.

e. Coordinate with the 1st Vice President or the Executive Board to create advertisements for Cookie Drop to be used on social media, posted around base, sent via email, sent to United Communities for dissemination, etc.

f. Coordinate with the Administrative Coordinator to ensure the donation link is active on the website within the appropriate time frame.

g. Contact local schools to determine if students may be willing to create cards for the service members who will be receiving the gifts.

h. Organize volunteers for preparation and assembly of the gifts and day of the event to help with dissemination of the gifts.

i. Send thank you cards to donors.

j. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.

k. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not

limited to: old and new business, volunteer hours, and activities completed for the month.

- l. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year, including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.
 - m. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.
10. Cinderella's Closet Chair shall:
- a. Position is allowed to have a sub committee or co chair, and will serve as chairperson for the Cinderella's Closet either that is chosen.
 - b. Maintain and update the standard operating procedures for Cinderella's Closet.
 - c. Decide operating hours based on community need.
 - d. Select and manage volunteers to provide coverage during operating hours and after hours as needed.
 - e. With the aid of Cinderella's Closet committee and/or SOJBMDL-TS Board members, be responsible for obtaining donations from donors off base or work in conjunction with the Thrift Store to obtain donations.
 - f. Ensure all inventory is well maintained by properly inventorying donations and by conducting a quarterly stockage report. A complete inventory must be completed in May before the end of the Board year.
 - g. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
 - h. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities completed for the month.
 - i. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.

j. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.

11. Organizational Events Coordinator shall:

- a. Coordinate with the 2nd Vice President to determine how each event for membership can best be presented.
- b. This position is allowed to have a sub committee or co-chair. If the chair chooses to do so, they must coordinate with the committee or co-chair to facilitate each function.
- c. Coordinate the initiation of sub-clubs if there is an interest. Once an established point of contact is made for the sub-club, the Organizational Events Coordinator maintains contact to determine if additional needs are required and to update the Board upon request. Sub-club examples include Brunch/Lunch Bunch, Day Trippers, Wine Club, Book Club, Mommy and Me Playdates, etc.
- d. Work with the Fundraising Chair and Trivia Night Chair to help with fundraising events as needed.
- e. Submit all receipts for events, to include prizes, to the Financial Officer at the next Board meeting. For example, January receipts should be submitted to the Financial Officer at the February Board meeting. All receipts submitted after the end of fiscal year will not be reimbursed.
- f. Maintain a record of all purchases, sales transactions, and donations (Sales conducted by cash or check only) and give records to the Financial Officer at the next Board meeting. For example, January records should be submitted to the Financial Officer at the February Board meeting.
- g. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
- h. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities completed for the month.
- i. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.

j. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.

12. Fundraising Chair shall:

- a. Coordinate with the 2nd Vice President to determine how each fundraising event to benefit the community can best be presented.
- b. This position is allowed to have a sub committee or co-chair. If the chair chooses to do so, they must coordinate with the committee or co-chair to facilitate each function.
- c. Ensure all proper protocol is followed for approval from 87th Force Support Squadron prior to hosting the fundraising event.
- d. Work with the Organizational Event Chair and Trivia Night Chair to help with fundraising events as needed.
- e. Submit all receipts for events, to include prizes, to the Financial Officer within one (1) week of each month's social. All receipts submitted after the end of fiscal year will not be reimbursed.
- f. Maintain a record of all purchases, sales transactions, and donations (Sales conducted by cash or check only) and give records to the Financial Officer within one (1) week of obtaining.
- g. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
- h. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities completed for the month.
- i. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year, including any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.
- j. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.

13. Trivia Night Chair shall:

- a. Serve as Trivia Night committee chair to organize and plan the annual Trivia Night fundraiser upon Board approval.

- b. Work with the 2nd Vice President to get all necessary licenses through the county and state, in addition to fundraising approval from the Installation.
- c. Be responsible for the communication with and booking of Tommy B's for the event.
- d. Be responsible for finding donors for raffle baskets to include the community and all tenant units of JBMDL.
- e. Coordinate the receiving of donations, make gift basket signs, arrange gift baskets, and assign volunteers to help.
- f. Arrange Judges, MC (Master of Ceremonies), and prize money from the Financial Officer.
- g. Questions will be purchased from a professional company, however, the Trivia Night Chair shall create the slide show for the events.
- h. Generate a rules sheet, create advertisements thanking the donors for their support to be shown during the event, and ensure Thank You cards are mailed to donors.
- i. Perform any and all responsibilities deemed necessary for the benefit of the SOJBMDL-TS or as delegated by the President.
- j. Must prepare and submit a monthly board report to the Administrative Coordinator no later than four (4) days before the monthly board meeting, including but not limited to: old and new business, volunteer hours, and activities completed for the month.
- k. Must provide the position's continuity binder to the next Board member to take the position. The continuity binder and Google Drive must have all the information needed for the position to function seamlessly. Each continuity binder must have a page of examples used in the past year, include any pictures, spreadsheets, lists, agendas, etc. that were used and/or created during tenure. There must also be a page for all usernames and passwords used for this position on all accounts.
- l. Volunteer for at least one hour per month at the SOJBMDL-TS Thrift Store.

ARTICLE III STANDING COMMITTEES

1. Budget Committee: This committee will be chaired by the Executive Board and any others considered necessary. A yearly operating budget shall be prepared for the Board. The budget is approved by the Board. This committee will meet twice per fiscal year; once in June of a new fiscal year and to consider budget revision in the following January.
2. Constitution/Bylaws Committee: This committee shall be chaired by the Parliamentarian

and maintains knowledge of the Constitution and Bylaws. The Parliamentarian recommends appropriate changes and amendments when deemed necessary. This committee shall consist of the Executive Board of the SOJBMDL-TS. Any Board member may submit any recommendation or concern pertaining to the Constitution and Bylaws, in writing, to the Parliamentarian prior to committee meeting. Any additional members may be invited to attend.

3. Cinderella's Closet Committee: This committee shall consist of the President, the 1st Vice President, Cinderella's Closet Chair and any other active members considered necessary. The committee shall maintain a constant working knowledge of SOJBMDL-TS Cinderella's Closet standard operating procedures and recommend any appropriate changes deemed necessary. Committee members will assist in obtaining donations as needed and will help maintain the integrity of current inventory.
4. Scholarship Committee: Scholarship Committee shall consist of the 1st Vice President, Scholarship Chair, one Advisor, the Financial Officer, and any other members deemed necessary. The Welfare Fund provides the money for these scholarships. An independent panel of a minimum of three (3) judges will be selected at the discretion of the Scholarship Committee. Panel members may not be SOJBMDL-TS members. Eligibility Requirements: The Scholarship Committee has the authority to add or delete applicant requirements as the current committee deems necessary. All requirements will be publicized on the application packet available for download from the website no later than 1 January. In the event the 1st Vice President position is vacant and no committee is in place, scholarships will be managed by the Executive Board.
5. Welfare Committee: This committee shall consist of the Welfare/Philanthropic Chair, the 1st Vice President, Financial Officer, an Advisor, and any member deemed necessary. The Welfare committee is to review welfare requests to determine eligibility criteria is met, approve budgeted requests, and approve up to \$500 for non-budgeted requests. This committee shall meet annually to review welfare guidelines and eligibility criteria as listed on the Welfare Request Form. In the event the Welfare/Philanthropic Chair is vacant and no committee is in place, welfare requests are to be vetted and voted on by the Executive Board.
6. Membership Committee: This committee shall consist of the 2nd Vice President, the Financial Officer, the Administrative Coordinator, an Advisor, and any member deemed necessary. The membership committee assists in the Membership drive function, communicating with membership, collecting dues (as necessary), and any other events or activities deemed necessary by the Board.
7. Nomination/Election Committee: This committee shall consist of the Parliamentarian and an Advisor(s). This committee shall keep record of nominations during the April meeting and/or by electronic form for the elected offices. The committee shall contact each nominee to determine if they accept the nomination. Once the nomination period has closed, the committee coordinates the election of new officers at the May meeting of the

Board year. Elections shall be conducted in person during the May meeting but may be conducted via online ballot when necessary. The committee ensures that all nominations and votes are conducted properly and within the guidelines of Robert's Rules of Order (Revised Edition).

8. Other Committees: Other committees shall be convened as deemed necessary by the President and Board.

ARTICLE V ACTIVITIES

1. Unless approved by a vote of the Executive Board, the Welfare Committee is limited to authorizing no more than \$500 of SOJBMDL-TS funds for any unbudgeted expenditures. Welfare requests over \$500 must be approved by the Executive Board while requests over \$1,000 must be approved by membership. In the event the Welfare/Philanthropic Chair is vacant and no committee is in place, welfare requests are to be vetted and voted on by the Executive Board.
2. At no time may the Board authorize the obligation of money in excess of cash on hand. It is the responsibility of the Board to manage the funds of the SOJBMDL-TS during its term of office to ensure all expenses will be met.
3. The treasury will always maintain an uncommitted cash reserve of a minimum of \$2,000 in the Operating Fund, and \$2,000 in the Welfare Fund. These restricted funds also remain as a source of funds to start the new fiscal year.
4. Expenditures are restricted to expenses approved in the Budget by the Board.
5. All financial reporting and records shall be maintained in compliance with federal, state and local laws.
6. The opportunity to win a door prize will be available to all persons attending the function/activity, however, they must be present to win.
7. Financing for door prizes shall be provided from operational funds.
8. Additional licensure pertaining to Games of Chance may be made as deemed necessary by the Organizational Event Chair and Fundraising Chair with 2nd Vice President/President approval.

ARTICLE VI ELECTIONS AND VOTING

1. The SOJBMDL-TS Executive Board is elected by a simple majority of members present at the May meeting. Terms of office shall run from 1 June through 31 May of the following year.
2. Non-voting Board members are the President, Advisors, Parliamentarian, and Thrift Store

Manager. The President will vote in the event of a tie.

3. Voting members of the Board include the 1st Vice President, 2nd Vice President, Financial Officer, and Administrative Coordinator. These members have one vote each, and do not have additional votes if holding more than one position.
4. All voting members must comply with Joint Ethics DOD Regulation 5500.7-R.
5. The 1st Vice President shall fill a vacancy of the presidency. Any other vacant executive office with an unexpired term of three months or less may be filled by appointment of the Board.
6. Vacant Executive Board offices (other than President) with unexpired terms of more than three months shall be filled by special election and a nomination will always be accepted from the floor.
7. Any Executive Board member or Chair who fails to fulfill their duties and responsibilities can be removed from office by a simple majority vote of the Board.
8. Newly elected and appointed officers will be officially installed and assume their duties at the joint June Board meeting. The outgoing President will conduct the meeting to approve the previous minutes, hear financial reports, and complete old business. The Parliamentarian and/or outgoing President will conduct the installation of the newly elected officers. The meeting will then be turned over to the incoming President.

ARTICLE VII THRIFT SHOP AND USE OF PROPERTIES

The Board shall supervise the administration of the Thrift Shop. The Corporation shall maintain a Standard Operating Procedures and Handbook (the "Handbook"), the current version of which is attached hereto as Exhibit A, and which may be amended from time to time by the Board.

ARTICLE VIII ELECTRONIC RECORDS AND SIGNATURES

SOJBMDL-TS recognizes that authenticated electronic communication which meets the requirements of this Section may legally satisfy written record and signature requirements necessary for valid records, signatures, and contracts. Authenticated communications are those communications that set forth information from which SOJBMDL-TS can reasonably conclude that the communication was sent by the purported sender and are delivered to the principal place of business of SOJBMDL-TS, or to an officer or agent of SOJBMDL-TS who is authorized by SOJBMDL-TS to receive the communication. Electronic records are records that are created, generated, sent, communicated, received or stored by electrical, digital, magnetic, wireless, optical, electromagnetic or similar technologies. Valid electronic signatures are those that are expressed through an electronic sound, symbol or process, and that are logically associated with a record and executed or adopted by a person with intent to sign the record. Provided, however,

that facsimile signatures on bonds and coupons shall meet the requirements set forth in Section 15A:6-17 of the Act.

ARTICLE IX SOCIAL MEDIA POLICY

SOJBMDL-TS recognizes the role social media plays in modern communication. As such, the SOJBMDL respects the right of members and employees to use social networks for self-publishing and self-expression while adhering to our organizational guidelines. As a SOJBMDL-TS member and/or employee, social media commentary is not only a direct reflection of the individual personally but also the SOJBMDL-TS. Commentary that is considered defamatory, obscene, proprietary or libelous by any offended party could subject said individual to personal liability and damage the reputation of the SOJBMDL-TS.

1. It is the responsibility of the Board members to monitor the SOJBMDL-TS social media accounts. The Board also is responsible for creating posts, promoting events, and engaging with constituents on the SOJBMDL-TS social media accounts. It is at the discretion of the Board who will have account access and permissions to the SOJBMDL-TS social media accounts.
2. Engaging with and sharing content posted by SOJBMDL-TS accounts is encouraged and appreciated.
3. Engaging personally with SOJBMDL-TS stakeholders (donors, volunteers, board members, sponsors, vendors, donors, etc.) is encouraged and appreciated.
4. Representing oneself as a SOJBMDL-TS member and/or employee, up to and including the use of our logos and branding, on personal profiles is encouraged.
5. Harassing, threatening, discriminating against or disparaging any individuals through social media will not be tolerated. Airing personal grievances against members and/or employees on social media will not be tolerated.
6. Sharing any organization-privileged information, including copyrighted information or organization-issued documents, through social media will not be tolerated.
7. Sharing photographs of other members and/or employees, customers, vendors, and donors without their permission through social media is prohibited.
8. Sharing politically related memes, photos, graphics, conversations, etc. on all SOJBMDL-TS accounts is prohibited.
9. Violations of any of the guidelines listed in this policy will be subject to corrective 19

counseling and may result in disciplinary action, up to and including separation from the

SOJBMDL-TS. Where necessary, the SOJBMDL-TS will advise appropriate officials of any violations of law.

ARTICLE X CONFIDENTIAL INFORMATION

1. Return of Property and Confidential Information: Except as required for the performance of their duties pursuant to these Bylaws, the Board members, Officers, or Committee members, will keep confidential and will not, directly or indirectly, by act or by omission, disclose to any person or entity any Confidential Information (defined below) whatsoever, whether contained in documentary, electronic or any other form, or use any Confidential Information in any way other than in connection with the objectives of SOJBMDL-TS. Upon termination for any reason or expiration of the duties of a Board member, Officer, or Committee member, such person shall cause to: (i) deliver to the President all materials, records, memoranda, data, documents and other property of any description which refer or relate to Confidential Information, including all copies, which are in his/her possession, custody or control; (ii) deliver to the President all SOJBMDL-TS property (including, but not limited to, keys, key cards, access cards, identification cards, security devices, credit cards, network access devices, computers, cell phones, smartphones, PDAs, equipment, participant files, contracts, proposals, work in process, manuals, forms, computer stored work in process and other computer data, or other items of business information concerning SOJBMDL-TS), including all copies, which is in any of his/her possession, custody or control; (iii) bring all such records, files and other materials up to date before returning them; and (iv) fully cooperate with SOJBMDL-TS in winding up his/her work and transferring that work if requested by the President.
2. Definition of Confidential Information: "Confidential Information" includes any and all non-public information related to SOJBMDL-TS including but not limited to: operating procedures; financial information including but not limited to financial reports, accounting and tax information, donor information, financial plans, fundraising efforts, strategies and forecasts, or employee compensation; employee personal identifying information; membership lists; books and records; trade names, trademarks, trade dress, copyrights, patents, patents pending, and trade secrets; and proceedings and deliberations of the Board and Committees.
3. Injunctive Relief: The Board members, Officers, and Committee members agree that their violation of any of the provisions contained in this Section will entitle SOJBMDL-TS to the issuance of a temporary restraining order, preliminary and permanent injunction enforcing the terms of these restrictive provisions, a judgment for monetary damages caused by the breach, an order for specific performance of these Bylaws, or any other remedies that may be available in law or in equity.

ARTICLE XI
INDEMNIFICATION OF TRUSTEES AND OFFICERS

1. Third Party Actions: Any person who was, or is, or hereafter shall be a Board member or officer (hereinafter referred to as "Corporate Agent") of SOJBMDL-TS shall be indemnified by SOJBMDL-TS against his/her reasonable costs, disbursements and counsel fees (hereinafter "Expenses") and liabilities paid or incurred in satisfaction of any judgment, fine, penalty or settlement (hereinafter "Liabilities") in connection with any pending, threatened or completed civil, criminal, administrative or arbitative action, suit or proceeding, and any appeal therein or therefrom (hereinafter "Proceeding") involving the Corporate Agent by reason of his/her being or having been such a Corporate Agent, other than a Proceeding by or in the right of SOJBMDL-TS, if (a) such Corporate Agent acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of SOJBMDL-TS; and (b) with respect to any criminal proceeding, such Corporate Agent had no reasonable cause to believe his/her conduct was unlawful. The termination of any Proceeding by judgment, order, settlement, conviction or upon plea of nolo contendere or its equivalent, shall not of itself create a presumption that such Corporate Agent did not meet the applicable standards of conduct set forth in this section.
2. Actions by or in the Right of SOJBMDL-TS: SOJBMDL-TS shall indemnify a Corporate Agent against his/her Expenses in connection with any Proceeding by or in the right of SOJBMDL-TS to procure a judgment in its favor which involves the Corporate Agent by reason of his/her being or having been such Corporate Agent, if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of SOJBMDL-TS. However, in such Proceeding no indemnification shall be provided in respect of any claim, issue or matter as to which such Corporate Agent shall have been adjudged to be liable for negligence or misconduct, unless and only to the extent that the court, administrative agency, or arbitrator in which such Proceeding was brought shall determine upon application that despite the adjudication of liability, but in view of all circumstances of the case, such Corporate Agent is fairly and reasonably entitled to indemnity for such Expenses as the court, administrative agency, or arbitrator shall deem proper.
3. Mandatory Indemnification: SOJBMDL-TS shall indemnify a Corporate Agent against Expenses to the extent that such Corporate Agent has been successful on the merits or otherwise in any Proceeding referred to in Section A or Section B above in defense of any claim, issue or matter therein.
4. Procedure for Effecting Indemnification: Any indemnifications under Section A or Section B, unless ordered by a court, may be made by SOJBMDL-TS only as authorized in a specific case upon a determination that indemnification is proper in the circumstances because the Corporate Agent met the applicable standard of conduct as set forth in Section A or Section B. Such determination shall be made (a) by the Board, or a

committee thereof, acting by a majority vote of a quorum consisting of the Board members who were not parties to or otherwise involved in the Proceeding, or (b) if such a quorum is not obtainable or, even if obtainable, and such quorum of the Board or committee by a majority vote of the disinterested Board members so directs, by independent legal counsel, in a written opinion, such counsel to be designated by the Board.

5. Advancing Expenses: Expenses incurred by a Corporate Agent in connection with a Proceeding may be paid by SOJBMDL-TS in advance of the final disposition of the Proceeding if authorized in the manner provided in Section D upon receipt of an undertaking by or on behalf of the Corporate Agent to repay such amount unless it shall ultimately be determined that he/she is entitled to be indemnified as provided in this Article X.
6. Scope of Bylaws: The indemnification provided by this Article XI shall apply to (a) the Corporate Agent and the legal representative or representatives of the Corporate Agent and (b) shall not exclude any other rights to which a Corporate Agent may be entitled under the Certificate of Incorporation or Bylaws of SOJBMDL-TS or by agreement or otherwise.

ARTICLE XII CONFLICT OF INTEREST

1. Purpose: The purpose of the conflict of interest policy is to protect the interest of SOJBMDL-TS when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or Board member of SOJBMDL-TS or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.
2. Definitions: For purposes of this Article XII, the following terms shall have the following meanings:
 - a. "Compensation" means and includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
 - b. "Financial Interest," when used with respect to any person, means that such person has, directly or indirectly, through business, investment, or family:
 - i. an ownership or investment interest in any entity with which SOJBMDL-TS has a transaction or arrangement,
 - ii. a Compensation arrangement with SOJBMDL-TS or with any entity or individual with which SOJBMDL-TS has a transaction or arrangement, or
 - iii. a potential ownership or investment interest in, or Compensation arrangement with, any entity or individual with which SOJBMDL-TS is negotiating a

transaction or arrangement.

- iv. A Financial Interest is not necessarily a conflict of interest. Under Section 3(b) of this Article XI, a person who has a Financial Interest may have a conflict of interest only if the Board or a committee thereof determines that a conflict of interest exists.
- c. "Interested Person" means any Board member, trustee, director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect Financial Interest.

3. Procedures

- a. Duty to Disclose: In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the Financial Interest and be given the opportunity to disclose all material facts to the Board members and members of committees with Board-delegated powers considering the proposed transaction or arrangement.
- b. Determining Whether a Conflict of Interest Exists: After disclosure of the Financial Interest and all material facts, and after any discussion with the Interested Person, he/she shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board members or committee members shall decide if a conflict of interest exists.

4. Procedures of Addressing the Conflict of Interest

- a. An Interested Person may make a presentation at the Board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the Board or committee shall determine whether SOJBMDL-TS can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or committee shall determine by a majority of votes cast by disinterested Board members whether the transaction or arrangement is in SOJBMDL-TS's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination

it shall make its decision as to whether to enter into the transaction or arrangement.

5. Violations of the Conflicts of Interest Policy

- a. If the Board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, then it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board or committee determines the member has failed to disclose an actual or possible conflict of interest, then it shall take appropriate disciplinary and corrective action.

6. Records of Proceedings: The minutes of the Board and all committees with Board-delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a Financial Interest in connection with an actual or possible conflict of interest, the nature of the Financial Interest, any action taken to determine whether a conflict of interest was present, and the Board' or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

7. Compensation

- a. A voting Board member who receives compensation, directly or indirectly, from SOJBMDL-TS for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from SOJBMDL-TS for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting Board member or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from SOJBMDL-TS, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

8. Annual Statements: Each Board member, principal officer, and member of a committee

with Board-delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
 - b. Has read and understands the policy
 - c. Has agreed to comply with the policy, and
 - d. Understands that SOJBMDL-TS is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.
9. Periodic Reviews: To ensure that SOJBMDL-TS operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
 - b. Whether partnerships, joint ventures, and arrangements with management organizations conform to SOJBMDL-TS's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.
10. Use of Outside Experts: When conducting the periodic reviews SOJBMDL-TS may, but may not, need use of outside advisors. If outside experts are used, then their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

Date of Approval: May 18, 2022

By: _____

President, SOJBMDL-TS

Print Name: _____

By: _____

1st Vice President: Director of Philanthropic Outreach, SOJBMDL-TS Print

Name: _____

By: _____

2nd Vice President: Director of Events and Community Outreach, SOJBMDL-TS Print

Name: _____

By: _____

Financial Officer, SOJBMDL-TS

Print Name: _____

By: _____

Administrative Coordinator, SOJBMDL-TS

Print Name: _____