

****INSTRUCTION****
FOR INCORPORATED POST BY-LAWS

PLEASE READ AND FOLLOW INSTRUCTIONS CAREFULLY

1. The attached is a Model of the By-Laws for incorporated Posts. The statement, "The Articles of Incorporation for this Post are on file with the Secretary of State under the date of _____".

2. Certain portions of the Model By-Laws contain mandatory provisions from which the Post may not deviate. However, it is permissible to place these mandatory provisions in articles or sections numbered differently from the model. The mandatory provisions are as follows:

Article I; Article II; Article III; Article IV; Article V, Sections 1a, 1c, 1d, 2, 3, 4, 6, 7; Article VIII; Article X, Section 2, 4; Article XI; Article XII, Sections 1, 2, 3, 4; Article XIII; Article XIV, Section 2; Article XV; Article XVI; Article XVIII.

OFFICERS

Every Post must have the following officers: Commander, First Vice-Commander, Second Vice-Commander, Adjutant, Finance Officer, Chaplain, Historian, Judge Advocate, Sergeant-at-Arms and Service Officer. It is only necessary that the Commander and Vice-Commanders be elected. All other officers may be elected or appointed, as outlined in your own By-Laws.

The Commander or Vice-Commanders may not hold any other office in the Post, but any other officer, whether appointed or elected, may hold two or more of the other offices other than Commander or Vice-Commanders.

ARTICLE V, Section 2 – designate the meeting and the month of the year in which the nomination for officers and members of the Board of Directors will be held, such as the "first meeting in May". The provision regarding announcement made by the Adjutant of the nominations is MANDATORY.

ARTICLE V, Section 3 – all Post Officers shall be elected/appointed for a term of one year at a regular meeting during either May or June – AT LEAST 20 DAYS PRIOR TO THE OPENING OF THE ANNUAL DEPARTMENT CONVENTION. Insert in Section 3, the day of the meeting and the month in which the election is to be held, such as "the second meeting in May". They shall be impressively installed, preferably by a ritual team, in accordance with the prevailing National Manual of Ceremonies, prior to the first day of September of that year. The Board of Directors may be elected for a term of one year, but not to exceed three years provided that at least one-third of the said Board of Directors shall be elected in each Legion year. If a Post Officer, such as the Commander, is an ex-officio member of the Board of Directors – your Board of Directors may also be

known as the Executive Committee – then his/her term on the board would expire at the end of his/her term as an officer.

The provisions regarding elections by written secret ballot and that a majority of all votes cast shall be necessary to elect the Commander and Vice-Commanders, are mandatory. The other officers and members of the Board of Directors may be elected by a plurality vote or by a majority vote, as the Post may select.

THE AMERICAN LEGION
DEPARTMENT OF CALIFORNIA
POST BY-LAWS

BY-LAWS OF _____ Post No. _____

PREAMBLE

For God and Country, we associate ourselves together for the following purposes:

To uphold and defend the Constitution of the United States of America; to maintain law and order; to foster and perpetuate a one hundred percent Americanism; to preserve the memories and incidents of our associations in the Great Wars; to inculcate a sense of individual obligation to community, state and nation; to combat the autocracy of both the classes and the masses; to make right the master of might; to promote peace and good will on earth; to safeguard and transmit to posterity the principles of justice, freedom and democracy; to consecrate and sanctify our comradeship by our devotion to mutual helpfulness.

ARTICLE I – NAME

Section 1. The name of this organization shall be: _____
Post No. _____ THE AMERICAN LEGION, DEPARTMENT OF
CALIFORNIA, located at: _____ hereinafter referred to
as “POST”.

ARTICLE II – OBJECTS

Section 1. The objects and purpose of this Post shall be to promote the principles and policies as set forth in the foregoing Preamble, and in the Articles of Incorporation of this Post and in the National and Department Constitution of The American Legion.

ARTICLE III – NATURE

Section 1. This Post is a civilian organization and membership therein does not affect nor increase liability for military or police services. Rank does not exist in the Post. No member shall be addressed by his/her military or naval title in any meeting of this Post.

Section 2. This Post shall be absolutely non-political and shall not be used for the dissemination of partisan principals nor for the promotion of the candidacy of any person seeking public office or preferment.

Section 3. Every member shall perform his/her duty fully as a citizen.

ARTICLE IV – MEMBERSHIP

Section 1. The eligibility for membership in this Post shall be those dates and conditions set forth in Article IV, Section 1 of the National Constitution of The American Legion.

Section 2. There shall be no form nor class of membership except active membership.

Section 3. Candidates for membership in this Post shall make application upon a form prescribed by the Executive Committee of this Post; shall pay therewith the initiation fee and dues for the current calendar year; and shall furnish official evidence of eligibility.

Section 4. All applications for membership shall be referred to the Membership Committee, which shall, at each regular meeting of the Post, report upon all applications received during or after the last previous regular meeting. A majority vote of those present and voting shall elect or reject a candidate. No members shall be elected to membership in this Post who is a member of any other Post of The American Legion. No limitations may be placed on re-application of membership, (e.g., turned down today, he/she can reapply tomorrow.)

Section 5. No person who has been expelled by a Post shall be admitted to membership in this Post without the consent of the expelling Post, except that where such consent has been asked for and denied by such Post. He may then appeal to the Department Executive Committee for permission to be admitted to membership in this Post and shall be ineligible for membership until such permission is granted.

ARTICLE V – OFFICERS

Section 1. a) The officers of this Post shall be the Commander, First Vice-Commander, Second Vice-Commander, Adjutant, Finance Officer, Historian, Sergeant-at-Arms, Chaplain, Service Officer and Judge Advocate. The Post may also have a Third Vice-Commander, Assistant Adjutant and an Assistant Sergeant-at-Arms.

b) The elective officers of this Post shall be the Commander, First Vice-Commander, Second Vice-Commander, _____, _____, _____, _____, _____, _____.

c) The following officers will be appointed by the Commander:

_____, _____, _____,
_____, _____, _____.

d) Any other officer, other than the Commander and Vice-Commanders, may hold two or more of the above offices.

Section 2. Nominations for elective officers and members of the Board of Directors will be held during the regular meeting in _____ - designate the meeting and the month – of each year and announcement thereof shall be made by the Adjutant at the last previous regular meeting.

Section 3. a) All Post officers shall be elected/appointed for a term of one year at a regular meeting in May or June – at least twenty (20) days prior to the opening of the Annual Department Convention. They shall be impressively installed, preferably by a ritual team, in accordance with the prevailing National Manual of Ceremonies, prior to

the first day of September of that year. The Board of Directors may be elected for a term of one year, but not to exceed three years, provided that at least one-third of said Board of Directors shall be elected in each Legion year.

b) All elections shall be by written, secret ballot and a majority of all votes cast shall be necessary to elect the Commander and Vice-Commanders. The other officers and Executive Committeemen shall be elected by a plurality vote.

Section 4. Every member of this Post in good standing shall be eligible to hold office as provided in Article IV, Section 2. There shall be no limiting qualifications – e.g. length of time in Post.

Section 5. The duties of officers and the Board of Directors shall be those usually pertaining to such officers or directors and as further provided for in these By-Laws.

Section 6. All vacancies in the elective offices shall be filled by a secret ballot at the regular meeting following the vacancy; provided that notice of the election be given at the previous meeting preceding the election.

Section 7. The Finance Officer and any other offices and/or position charged by the Post Constitution and By-Laws with the responsibility of handling Post funds, shall be bonded under a blanket bond to be purchased from Department Headquarters and billed to the respective Post at cost.

Section 8. That in the event that any Post Officer or member of the Post Executive Committee shall be absent for three (3) consecutive meetings of the Post or Executive Committee Meeting without being excused by the Post Commander or Executive Committee, such office shall be declared vacant by a majority vote of those present at a regular Post meeting held after a written notice to all members that such vote will take place. The vacancy so created will be filled by election or appointment, as the same was originally filled.

ARTICLE VI - FINANCE

Section 1. No appropriations shall be made without first referring the same to the Finance Committee for report therefrom. The Board of Directors shall prescribe the form in which the financial records shall be kept.

ARTICLE VII – AUXILIARY

Section 1. This Post recognizes an Auxiliary organization to be known as the Auxiliary Unit of _____, Post No. _____ The American Legion, Department of California.

Section 2. Membership in the Auxiliary shall be as prescribed by the National Constitution of the American Legion.

ARTICLE VIII – PROCEDURE

Section 1. Opening and closing of meetings, initiation of new members and installation of officers shall be conducted as prescribed and approved by the National Convention of The American Legion in Kansas City, 1921, with subsequent amendments adopted and approved by later conventions.

Section 2. Roberts Rules of Order, Revised, shall govern the conduct of all meetings except as may be otherwise provided in these By-Laws.

ARTICLE IX – BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of _____ members in addition to the Commander, Vice-Commanders and Adjutant.

Section 2. The Board of Directors shall consider all matters affecting the Post and shall make recommendations to the Post which thereafter shall be approved by the Post before becoming effective.

Section 3. The Commander, Vice-Commanders and Adjutant shall be Chairman, Vice-Chairmen and Secretary, respectively, of the Board of Directors.

ARTICLE X – MEETINGS

Section 1. The regular meetings of this Post shall be held on: _____ at the _____ - of a place to be designated by the Post.

Section 2. Special meetings may be called by the Commander or by the Board of Directors, and must be called upon by the written request of _____ members. No special meeting shall be called unless announced by the Commander at the regular meeting preceding the special meeting date, or unless notice be mailed to each member at least _____ days prior to said special meeting, stating the time and place of the meeting and the subject to be considered.

Section 3. The Post may, at any meeting, consider and pass upon any matters irrespective of whether such matters have been previously considered by the Board of Directors.

Section 4. A quorum at all meetings shall consist of _____ members.

Section 5. The Board of Directors shall regularly meet at least once between meetings of the Post at a time and place designated by said Board. A majority shall constitute a quorum. Said Board may hold such special meetings as said Board or the Commander may deem advisable, notice thereof being mailed to each member at least seventy-two (72) hours before the time and place of the meeting and the matter to be considered.

Section 6. No member shall take part in any Post meeting or election unless he/she is in good standing.

Section 7. No member shall be represented or shall vote by proxy. There shall be no voting by absentee ballot.

Section 8. Unless otherwise specified, all notices required to be given by these By-Laws, must be by written notice.

ARTICLE XI – DUTIES OF OFFICERS

Section 1. Duties of Post Commander - Shall be to preside at all meetings of the Post and to have general supervision over the business affairs of the Post. Such officer shall be the Chief Executive Officer of the Post. He/she shall perform such other duties as directed by the Post.

Section 2. Duties of the First Vice-Commander - Shall assume and discharge the duties of the office of the Commander in the absence of, disability of, or when called upon by the Post Commander.

Section 3. Duties of the Second Vice-Commander - Shall assume and discharge the duties of the office of First Vice-Commander in the absence or disability of such officer, and shall perform such other duties as may be directed by the Post.

Section 4. Duties of Post Adjutant – Shall have charge of and keep a full and correct record of all proceedings of all meetings and under the direction of the Post Commander, handle all correspondence of the Post. He/she shall receive such salary as provided by the Post.

Section 5. Duties of Finance Officer - Shall be charge with the custody of the funds of the Post. He/she shall keep its accounts and report thereon at regular meetings of the Post. He/she shall receive all funds of the Post and pay all bills approved by the Post. He/she shall be bonded under a blanket bond to be procured from the Department Headquarters and paid for by the Post.

Section 6. Duties of Post Historian - Shall be charged with the individual records and incidents of the Post and Post members. He/she shall perform such other duties as directed by the Post or the Posts' Board of Directors.

Section 7. Duties of Post Judge Advocate - Shall be to advise the Post Officers on the construction and interpretation of the Post's By-laws and perform such other duties as are usually incident to the office.

Section 8. Duties of Post Chaplain - Shall be charged with the spiritual welfare of all Post comrades and he/she will offer divine, but non-sectarian service in the event of dedications, funerals, public functions, etc. The Chaplain will adhere to such ceremonial rituals as are recommended by the National or Department Headquarters from time to time.

Section 9. Duties of Post Service Officer - Shall be generally that of prosecuting claims and protecting the rights and privileges of all veterans, their dependents and survivors and to handle such other matters as may properly be considered service work.

Section 10. Duties of Post Sergeant-at-Arms – Shall be to preserve order at all meetings and shall perform such other duties as may be needed from time to time assigned to him/her by the Post.

ARTICLE XII – DUES, FEES AND FUNDS

Section 1. The dues of this Post shall be paid annually in advance. The amount shall be set by recommendation of the Post Executive Committee, upon being read at two regular meetings, a quorum being present and adopted by a two-thirds majority of those present and voting.

Section 2. The membership-initiation fee shall be fixed by the Post.

Section 3. From such dues and fees, the Post shall pay all per capita taxes or assessments, and such other expenditures as the Post may approve.

Section 4. The dates for delinquency, suspension and expulsion from this Post for non-payment of dues shall be those dates and conditions set forth in Article IV, Section 4 of the By-Laws, of the National Constitution of The American Legion. A member so suspended, or whose membership has been so forfeited, may be reinstated to active membership in good standing by vote of the Post and payment of current dues for the year in which the reinstatement occurs.

ARTICLE XIII – DELEGATES AND REPRESENTATIVES

Section 1. The delegates and alternates to represent the Post at Department Conventions shall be elected at a regular meeting of the members of the Post by vote of those present and voting. The election shall be held at least twenty (20) days before the Department Convention convenes. The time and place for holding the election must be announced by the Post Commander one (1) regular meeting in advance of the election.

Section 2. Delegates of this Post to the _____ County Council and representatives to the District Council shall be appointed or elected as prescribed by the County Council and District By-Laws and shall serve for a term of one year.

ARTICLE XIV – APPOINTMENTS

Section 1. The Post Commander, immediately upon taking office each year, shall appoint a Finance Committee and such other Committees as shall be found necessary. Standing Committees shall consist of such members as may be determined by the Post and the Chairman thereof shall be designated by the Post Commander.

Section 2. Audit - Each Post shall keep books of account and shall cause said books to be examined by a licensed accountant or a committee of three (3) competent persons, none of whom shall be the Commander, Adjutant or Finance Officer, or any other person charged with the responsibility of handling Post funds. Such examination shall be made within ninety (90) days following installation of Post Officers and for the period of the immediate preceding fiscal year of the Post – said fiscal year shall be determined by the

Post. Each Post shall certify to the Department Adjutant prior to December 1st each year that such an examination has been made and file the original thereof with the Department Adjutant before the said date, with a copy thereof to the District Commander of the District of said Post. The Department Commander, the Post Commander or the Post Executive Committee may order an audit of the books of account at such other times during the current year as may be deemed advisable. Failure of the Post to meet any of the requirements of this section within said times or any general or special extension thereof, shall be deemed a delinquency and the delegates of such Post shall not be entitled to be accredited at the Department Convention. The certification to the Department Adjutant and the examination may be put on forms furnished by the Department Adjutant's office.

Section 3. Membership Committee – Shall have charge of all matters pertaining to the membership of the Post, including the procuring of all new members, reinstatement and eligibility of members, subject to the approval of the Post.

Section 4. Finance Committee - Shall be charged with the administration of the financial policy, preparation of any annual budget with recommendations and supervision of receiving, disbursing and accounting of all Post funds.

ARTICLE XV – LIMITATIONS OF LIABILITIES

Section 1. This Post shall not incur, nor cause to be incurred any liability or obligations whatever, which shall subject to liability to any other individuals, corporations or organizations.

ARTICLE XVI – TRIALS

Section 1. Members of this Post shall be subject to disciplinary action as provided in the Trial Manual of the Department of California as adopted, and as the same may be amended from time to time hereafter. A copy of the verdict, certified by Post Commander and Post Adjutant shall forthwith be forwarded to the Department Adjutant.

ARTICLE XVII – INITIATIVE AND RECALL

Section 1. A petition, signed by ten (10) percent of the membership in good standing, requesting the holding of an election for the purpose of recalling an elective officer or a member of the Board of Directors may be filed at any time with the Adjutant. The Adjutant shall, within five (5) days after filing said petition, compare the signatures on said petition with the signatures on the applications of the respective signers on the Post records. The Adjutant shall deliver the said petition and his/her report on the correctness of the signatures to the Executive Committee at its next meeting. If it shall appear from the report of the Adjutant that ten (10) percent of the membership have signed said petition, the Executive Committee shall fix the date for the recall election, which date shall be fixed for a regular meeting of the Post to be held not less than two (2) weeks nor more than six (6) weeks after the meeting of the Executive Committee. If the report of the Adjutant shall show that less than ten (10) percent of the membership have signed said petition, the petition shall be forthwith returned to the member who filed the same with the Adjutant who shall have ten (10) days thereafter to obtain the required number

of valid signatures, and refile said petition with the Adjutant who shall recheck with his/her records and resubmit same to the Executive Committee at its next meeting thereafter with his/her report. If the petition is then found being sufficient, the recall election shall be fixed as set forth above.

Section 2. Notice of the date, time and place of the holding of the recall election shall be mailed to each member of the Post in good standing at his/her address as the same appears in the Post records, at least ten (10) days before the election.

Section 3. All recall elections shall be conducted by written, secret ballot.

Section 4. At the election, the ballot shall read as follows: Shall (name) be recalled?
Yes _____ No _____
A "Yes" vote shall be counted as for the recall and a "No" vote shall be counted as against the recall. Only members in good standing shall be entitled to vote at such election.

Section 5. If the officer or Executive Committeeman shall be recalled, the Post, at its next regular meeting, shall elect a successor to fill the unexpired term. Nominations shall be held the same night as the election. The person recalled shall not be eligible as a candidate for election to fill the vacancy.

ARTICLE XVIII – AMENDMENTS

Section 1. Proposed amendments to these By-Laws must be submitted in writing at a regular meeting of the Post and read thereat. At the next regular meeting, or subsequently, if postponed, the proposed amendment may be adopted by two-thirds affirmative vote of those present and voting.

Section 2. These By-Laws shall be amended to conform to any changes in the National or Department Constitution and By-Laws. Failure to adopt the required amendments shall not delay or modify the effect of such changes.

CERTIFICATION

Above the signatures of the Commander and the Adjutant, certify to the following:

“We hereby certify that the above By-Laws were read at two meetings and adopted on: _____, a quorum being present, and approved by two-thirds majority vote of those present and voting.

First Reading: _____ (date)

Second Reading and Adoption: _____ (date)

Signed: _____ (Post Commander)

Signed: _____ (Post Adjutant)

Certification in the event of any subsequent amendments is required. These By-Laws or any amendments thereto, must be sent in duplicate to Department Headquarters, as one copy is kept by Department and the original is returned to the Post.

ARTICLES OF INCORPORATION FOR THIS POST ARE ON FILE WITH THE SECRETARY OF STATE UNDER THE DATE OF _____.

CORPORATE NUMBER _____

POST NAME _____ NO. _____