

American Legion Edward C. Headman Post 217



CONSTITUTION - BYLAWS

Approval by Post Members 09/07/2022 and approved by Department Judge

Advocate Brett Holt 3/2/2023

CONSTITUTION

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 all Wars; to inculcate a sense of individual obligation to the 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 principals 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 the Edward C. Headman Post 217, Department of Michigan, The American Legion.

Article II--Objects

Section 1 The Objects and purposes of this Post shall be to promote the principles and policies as set forth in the foregoing preamble, and the National and Departmental Constitutions of The American Legion.

Section 2 The Post must conduct, open and close its General Membership Meetings in accordance with the Officer's Guide and Manual of Ceremonies of the American Legion.

Article III--Nature

Section 1 This Post is a civilian organization and membership therein does not affect or increase liability for military or police service.

Section 2 This organization shall be absolutely nonpolitical and shall not be used for the dissemination of partisan principles, nor for the promotion of the candidacy of any person seeking public office or preferment.

Section 3 Rank does not exist in The American Legion; no member shall be addressed by his military or naval title in any meeting of this Post.

Section 4. Gender shall not be held as a qualification for office, and women may be elected or appointed to any office or position; and the use herein of the masculine pronoun shall be held to include masculine and feminine. This section shall supersede any and all article(s) or section(s) that would go against the equality of qualifications for the elected or appointed position.

Article IV—Membership

Section 1 Eligibility to membership in this Post shall be as prescribed by the National Constitution of The American Legion.

Section 2 All applications for membership shall be acted upon at any regular or special Post meeting. Any application receiving a two-thirds vote of the Post members present shall be elected to membership in this Post.

Section 3 Any member of this Post may be expelled for cause by a two-thirds vote of the members present at a regular or special meeting of the Post, after charges are preferred under oath in writing, and sent to the Executive Committee and a fair trial had upon the same.

Section 4 A member who has been expelled from this Post for any cause may be reinstated to membership by a two-thirds vote of the members present at a regular or special meeting of the Post provided, however, that he/she shall make payment of any arrears in his/her dues at the time of expulsion or suspension.

Section 5 A member may be temporarily suspended from Post privileges for behavior detrimental to the Post, until charges are filed and presented in writing to the Executive Committee within 72 hours of said behavior, and said member shall appear before the Executive Committee for a fair hearing.

Section 6 No person who has been expelled by a Post shall be admitted to membership in this Post. Such person may appeal for an exception to the state Executive Committee of the Department of Michigan.

Article V--Administration

Section 1 The Administrative Officers of this Post shall consist of Commander, Senior Vice Commander, Junior Vice Commander, Adjutant, Finance Officer, Sargent-At-Arms and Chaplain.

Section 2 The Executive Committee that are duly elected members from the membership will have governance over the business for the Post. Any action the Board may agree on shall be taken to the body of the membership at the next regularly convened business meeting to be acted upon. Post Commander shall reside over the Executive Committee meeting, but shall have no vote unless there is a tie, at which time they shall cast the deciding vote.

Section 3 The other positions that comprise the Post administration are appointed positions by the duly elected Commander, which include Adjutant, Historian, Service Officer and Judge Advocate. Appointments need to be approved by the body of the Membership at the next regularly scheduled business meeting. If the appointment is made during a regularly scheduled business meeting where the body of the Membership is present, this appointment can be acted upon at such time.

Article VI--Finances

Section 1 Revenue of this Post shall consist of annual Post dues and such other sources as shall be approved by the Post Executive Committee. The amount of the Post's annual dues shall be determined as circumstances warrant.

Section 2 All expenditures must be approved by the Executive Committee. All expenditures over \$1000.00 (except for an emergency situation) must have three (3) competitive bids in writing and presented to the Executive Committee for approval.

Section 4 The Commander of the Post is entitled to receive at the end of his term, a one time only Past Commander's Ring or a Honorary Life membership.

Article VII—Auxiliary & SAL & Legion Riders

Section 1 This Post recognizes an Auxiliary organization to be known as the Auxiliary Unit of Edward C. Headman Post 217, The American Legion. Membership in the Auxiliary Unit shall be as prescribed by the National Constitution of the American Legion Auxiliary.

Section 2 This Post recognizes The American Legion program known as the Sons of The American Legion. The local unit is to be known as the Sons of The American Legion Squadron of Edward C Headman Post 217. Membership in the Sons of The American Legion shall be prescribed by the National Constitution and Bylaws of the Sons of The American Legion and as may be further prescribed by the Post.

Section 3 This Post recognizes the national program known as the American Legion Riders (ALR), whose local unit is to be known as the American Legion Riders (ALR) Downriver Chapter of Edward C Headman Post 217. Membership in the ALR shall be prescribed by the national constitutions of The American Legion, the American Legion Auxiliary and the Sons of the American Legion.

Article VIII -- Amendments

Section 1 This Constitution is adopted subject to the provisions of the National Constitution of the American Legion and of the Department Constitution of the Department of Michigan, The American Legion. Any amendment to said National or Department of Michigan Constitutions which are in conflict with any provisions thereof shall be regarded as automatically repealing or modifying the provisions of this Constitution to the extent of such conflict.

Section 2 This Constitution may be amended at any regular Post meeting by a vote of two-thirds of the members present, provided there is a quorum of the Post membership in attendance. Furthermore, copies of the Amendment will be made available in the lounge at least 14 days before it will be voted on at a regular membership meeting. Notice of the availability to read and vote on the Amendment will be published in the Post Newsletter prior to the time of voting.

NOTE: Quorum is defined as 2 percent of the previous year's total general membership.

BY-LAWS

Article I

Section 1 The Post existing under these By-Laws is known as Edward C. Headman Post 217, Department of Michigan, The American Legion.

Section 2 The object of this Post is as set forth in the Constitution.

Article II – Officers

Section 1 Officers shall be as set forth in the Constitution.

Section 2 Elected officers shall be identified here, and their respective duties and responsibilities are called out in succeeding articles. These elected positions include Post Commander, Senior Vice Commander, Junior Vice Commander, Finance Officer, Sargent-At-Arms, and Executive Committee members.

Section 3 Appointed positions include Service Officer, Historian, Judge Advocate, and Adjutant. These positions have their duties and responsibilities outlined in succeeding articles.

Article III---Elections of Officers

Section 1 Nomination of Commander, Senior Vice Commander, Junior Vice Commander, Finance Officer, Sergeant-At-Arms, Chaplain, Executive Committee members, and Post Delegates shall be conducted during the March Membership meeting. Post 217 Delegates will be both District and Department convention delegates. Those nominated will be posted on the bulletin board within 24 hours.

- 1A. Attendance is required at the nomination meeting or a letter to the Adjutant or the Commander stating intent to accept nomination for a specific position.
- 1B. If there is but one candidate nominated for a position, a motion from the floor can be raised that instructs the Adjutant to cast one unanimous ballot electing the respective nominee to the office to which they were nominated. The motion must be duly carried following all procedural restrictions and requirements. Conduct in this manner has the individual duly elected by the Post and not by the Chairman by acclamation.

Section 2 Election of Officers, Members of the Executive Committee, and Delegates shall be held at the April membership meeting. All elected Post officers shall have paid their dues for the year of their term of office by the time of their installation.

Section 3 To be eligible to run for an office of this Post, you must be a member in "Good Standing."

Section 4 The Polls shall open at 1:00 P.M. on the day of Elections and close at 6:45 P.M. the same day. Election results to be posted on the Bulletin Board within 24 hours.

Section 5 The Commander shall appoint an Election Committee Chairman. The Election Committee Chairman will appoint a committee consisting of not less than four (4) members and not more than eight (8) members. The Committee shall keep a record of the members voting, count the votes and certify the results of such ballots to the Post membership before midnight of the election day. No member running for Administrative Officer or the Executive Committee may serve on the Election Committee. The location of the polls will be defined in the SOP.

Section 6 Posting election posters and literature of candidates seeking office are not allowed within 10 feet of the Polling entrance door.

Article IV

Section 1 In all cases, the candidate or candidates receiving the highest number of votes shall be declared the winner. In a tie vote for any office, the Commander shall reconvene the meeting for another vote by those members present. Said voting will be by secret written ballot.

Section 2 The termination of duty for all elected officers shall occur at the Installation of the newly elected officers, which will be the First (1st) Friday in May.

Section 3 The appointments of the Adjutant, Judge Advocate, Service Officer, and Historian will terminate at the Installation Ceremony, which will be the Friday before the May general membership meeting. All other member/committee appointments will terminate at May's first (1st) Executive Committee Meeting.

Section 4 The Executive Committee shall have the authority to declare the existence of a vacancy of office which occurs due to resignation, death, or unexcused absence. An unexcused absence of an elected or appointed member of this Post shall be understood to be three (3) consecutive absences as determined by the Executive Committee. The Commander shall fill any such vacancies by appointment, subject to approval of the Executive Committee.

Section 5 When there exists a vacancy due to an elected office, and a member takes an appointment, which is automatic on the Executive Committee, the position will be filled by the member with the next highest votes.

Article V—Post Executive Committee

Section 1 The Post Executive Committee shall consist of the Post Commander, Senior Vice Commander, Junior Vice Commander, Finance Officer, Adjutant, Service Officer, Immediate Past Commander, Sergeant at arms, and Judge Advocate, plus five (5) members to be elected from the membership at large. The Post Executive Committee shall meet for organization and such other business as may come before it at the call of the Post Commander within ten (10) days after the installation of the new officers. Thereafter, the Post Executive Committee shall meet at the call of the Post Commander at least every month and as often as said Commander shall deem necessary. The Post Commander shall call a meeting of the Post Executive Committee upon the written request of four (4) or more members of said Post Committee. Seven (7) members of the Executive Committee shall constitute a quorum thereof. The Post Commander shall vote only in case of a tie vote.

Section 2 The Post Executive Committee shall have authority to hire, fire, and appoint, and have administrative authority over such employees as may be necessary, shall require adequate fidelity and crime insurance on all persons having the custody of Post funds; shall hear the Reports of Post Chairman; and generally, shall have charge of and be responsible for the management of the affairs of the Post. All actions of the Executive Committee shall be subject to the approval of the

membership at a regular meeting. Provided, however, that items or issues of an emergency nature requiring immediate action can be acted upon by the Committee without membership approval.

Section 3. Any change in employee wages or benefits and reasons will be presented to the Executive Committee in writing and be read and discussed at two (2) consecutive Executive Committee meetings before being acted upon. If approved, any change in wages or benefits will be retroactive to the date.

Section 4. The Post shall have a "no-nepotism" policy in its hiring procedures.

VI—Duties of Officers

Section 1 ***Duties of the Post Commander:*** It shall be the Commander's duty to preside at all meetings of the Post and to have general supervision over the business and affairs of the Post. They shall make an annual report covering the business of the Post for the year, and recommendations for the ensuing year shall be read at the annual meeting and copy thereof immediately forwarded to the Department Adjutant. They shall perform such other duties as directed by the Post. They shall be a member of the Executive Committee. They will be authorized to sign checks disbursing monies for the Post in the absences of the Finance Officer and Adjutant. Post Commander shall not be on any committee, except Post Executive Committee, nor shall the Post Commander hold concurrently the office of Finance Officer where monies are directly handled or exchanged.

Section 2 ***Duties of the Senior Vice Commander:*** The Senior Vice Commander shall assume and discharge the duties of the office of Commander in the absence or disability of said Commander or when called upon by the Commander. They will submit a membership report at each regular meeting. They will be the chair of the finance audit committee and, with the approval of the Commander, will select the other committee members.

Section 3 ***Duties of the Junior Vice Commander:*** The Junior Vice Commander shall assume and discharge the duties of the office of Commander in the absence or disability of the Commander and the Senior Vice Commander.

Section 4 ***Duties of the Post Adjutant:*** The Adjutant shall have charge of and keep a full and correct record of all proceedings of all meetings, keep such records as the Department and National Organizations may require, render reports of membership annually or when called upon at a meeting, and under the direction of the Commander handle all correspondence of the Post. They will contact all transferring members Post's to determine if said member was in good standing at said Post. They will further ensure that the Adjutant is given all approved membership applications and membership renewals in a timely manner. Furthermore, they will ensure that all funds are turned over to the Finance Officer. The Adjutant will be authorized to sign checks disbursing monies of the Post in the absence of the Finance Officer.

Section 5 ***Duties of the Finance Officer:*** The Finance Officer of the Post shall have charge of all finances and see that they are safely deposited in some local bank(s) or Credit Union(s) and shall render a detailed account of receipts and disbursements and the general condition of the finances of the Post at each regular meeting of the Post. They will make such recommendations as necessary for raising funds to carry on the activities of the Post. They are authorized to sign all checks disbursing the monies of the Post. They shall have appropriate and provided fidelity and crime insurance and in such amount as fixed by the Post Executive Committee. They shall not be the Chair

of the Bar Committee or directly involved with the Bar Committee or any committee where monies are exchanged regularly.

Section 6 ***Duties of the Sergeant-at-Arms:*** The Sergeant-at-Arms shall check each Post member for a current membership card and shall maintain attendance records meetings. Also perform such other duties as may be, from time to time, assigned by Commander.

Section 7 ***Duties of the Post Chaplain:*** The Post Chaplain shall be charged with the spiritual welfare of the Post members and will offer divine, but nonsectarian service in the event of dedications, funerals, public functions, etc., adhere to such ceremonial rituals as are recommended by the National or Department headquarters from time to time.

Section 8 ***Historian:*** This position is an appointment made by the incoming newly elected Post Commander. Their duties include recording the events and activities for future review. They shall maintain any Post photos, flyers, or other files deemed to be memorabilia that represent the Post's positive influence on its neighboring community. They will also prepare any historical references for submission to the State Department of Michigan American Legion. They should be the administrator of all social media that the Post may engage in presenting and representing The American Legion.

Section 9 ***Service Officer:*** This position is an appointment made by the incoming newly elected Post Commander. Their duties include being a liaison to services afforded to veterans through the Veterans Administration and other agencies that provide mental health, health, and financial counseling.

Section 10 ***Judge Advocate:*** This position is an appointment made by the incoming newly elected Post Commander. Their duties include ensuring meetings are conducted following established rules, bylaws, and other governance. In the event of a conflict regarding the rules or conduct of a business matter pertaining to the Constitution or Bylaws, they shall have the prudence on the final decision.

Article VII—Delegates

Section 1. Representing the Post at the Department Convention and 16th District Association meetings is the newly elected Post Commander, who is the Senior Delegate. All other elected delegates will represent the Post at the Department Convention and 16th District Association meetings.

Section 2. All delegates will secure their own housing at the Department Convention locale.

Section 3 The Post will send the Commander and their guest to the National Commander's Banquet. Their dinner tickets will be paid for by the Post. Also, the Post will reimburse the Commander the amount of money for expenses, as determined by the Executive Committee. **ALL** delegates shall attend **ALL** DEC meetings, or they will forfeit the ability to have Post approve and reimburse their expenses at the next general business meeting. All attendees are to provide a verbal report at the next general business meeting following attendance at the convention.

Article VIII—Appointments

Section 1 The newly elected Commander will appoint at the Installation Ceremony from the membership, an Adjutant, Judge Advocate, Service Officer, and Historian. These officers will then

be installed by the Installing team. Furthermore, the newly elected Commander will appoint at his first Executive Committee meeting, chairman for the following committees: Bar, Building & Maintenance, Installation Ceremony, Americanism, Election, Publicity, Auditing and other Committee Chairmen, as may be required. A three-member Auditing Committee shall audit all financial records before the newly elected Finance Officer is installed and at such other times as deemed necessary by the Commander. The Commander will be an ex officio member of all committees with voice and no vote and cannot be appointed the chairman of any committee.

Article IX—Resolutions

Section 1 All resolutions of state and national scope presented to this Post by a member or reported to this Post by a committee shall merely embody the opinion of this Post on the subject and copy of same shall be forwarded to Department Headquarters for its approval before any publicity is given or action other than mere passage by the Post is taken.

Article X—Meetings

Section 1 This Post shall conduct, open, and close local meetings as per the national "Officer's Guide and Manual of Ceremonies" or its succeeding publication.

Section 2 The Executive Committee shall meet prior to *General Membership* monthly meeting. The General Membership meetings of the Post shall be held in the club room at which may be transacted such business as may properly be brought up for action; such meetings may be converted into entertainment meetings, as may be deemed advisable by the officers of the Post.

Section 3 The Post Commander or a majority of the Executive Committee shall have the power to call special meetings of the Post at any time. Two (2) percent of the previous year's membership shall constitute a quorum for all meetings, regular or special.

Article XI—Notices

Section 1 Every member should furnish the Post Adjutant with a current address for mailing purposes. The Post Adjutant shall cause notice of the annual election nominations and the election to be given at least fourteen (14) days prior thereto. Previously approved Constitutions and By-Laws, Amendments and Resolutions are declared null.

Article XII—Rules of Order

Section 1 All proceedings of this Post shall be conducted under and pursuant to Robert's Rules of Order (Newly Revised), except as herein otherwise provided.

Article XIII—Amendments

Section 1 These By-Laws may be reviewed annually as called by the Commander or a member of General Membership. If approved by the General Membership to conduct a review of By-Laws, the following general guidelines are required:

- 1) A committee will be seated that consists of Judge Advocate (Chairman), up to 5 members of General Membership, but no less than 3 members.
- 2) A review of the By-Laws is conducted, and any changes are brought to the Executive Committee for approval.
- 3) The proposed changes are then brought to General Membership for approval at next (3) three consecutive meetings. A quorum is required to approve proposed changes to the Post By-Laws. (Quorum defined as (2) two percent of the previous year's total general membership.)
- 4) The proposed changes are then forwarded to the State for final approval.
- 5) Once the State approves the proposed changes these then become "official" and By-Laws are updated accordingly.

Article XIV—Limitations of Liabilities

Section 1 This Post shall incur, no cause to be incurred, no liability nor obligation whatever which shall subject to liability any other Post, subdivision, members of the American Legion, or other individuals, corporations or organizations. Nor shall any member or members incur any liability to the Post without the written consent of the Executive Committee.

Article XV— Post Members in Public Office

Section 1 The right of a member to hold an office in the American Legion shall not be abridged by reason of being elected or appointed to a public office.

Article XVI Dissolution

Section 1 If this Post dissolves for any reason, all assets shall accrue to The American Legion Department of Michigan.

Section 2 This Post shall not sell any assets nor distribute any monies to Post members. Said distribution is a violation of Michigan non-profit Corporate Laws.

Article XVII

Previous and approved Constitutions and By-Laws, Amendments, and Resolutions are declared null and void.

Commander

Adjutant

Judge Advocate

