



The American Legion
Albert E. Schwab Post 555
14582 Beach Blvd.
Midway City, CA 92655
Tel: (714) 893-9525

**THE AMERICAN LEGION DEPARTMENT OF CALIFORNIA
ALBERT E. SCHWAB POST 555, DISTRICT 29
CONSTITUTION and BY-LAWS**

The Articles of Incorporation for this Post are on file with the Secretary of State under number C0176533 of August 1, 1938.

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 association in the great 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 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 ALBERT E. SCHWAB POST 555, The American Legion, Department of California, herein after referred to as the Post, and located at Midway City, California.

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, the Articles of Incorporation; and National and Department Constitutions 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. Military rank does not exist in the post. No member shall be addressed by his 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 principles or for the promotion of the candidacy of any person seeking public office or deferment. No candidate for nomination or election or appointee to or no incumbent of any elective public office, shall hold any elective office or any appointive office in the Post. However, this provision shall not affect membership in the Post, Department or National standing.

SECTION 3. Each member shall perform their full duty as a citizen according to their own conscience and understanding.

SECTION 4. This corporation is not organized, nor shall it be operated for PECUNIARY GAIN OR PROFIT. It does not contemplate the distribution of gains, profits or dividends to members and is solely for non-profit purposes. The property, assets, profits and net income of this corporation are irrevocably dedicated to charitable, religious, scientific and/or hospital purposes and no part of the profits or net income of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private shareholder or individual. Upon the dissolution or winding up of this corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation shall be distributed to a non-profit fund, and/or hospital purposes and which has established its tax exempt status under section 2370(d) of the revenue code. If this corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the superior court of the county in which this corporation's principle office is located; upon petition therefore by the Attorney General or any person concerned in the liquidation.

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 or class of membership except active membership.

SECTION 3. Candidates for membership in the post shall make an application upon a form prescribed by the board of directors also known as the Executive Board of the Post, shall pay herewith the dues for the current fiscal year, and shall furnish official evidence of eligibility.

SECTION 4. All applications for membership shall be referred to the First Vice-Commander (MEMBERSHIP CHAIRPERSON) or membership committee, which shall at each regular meeting of the Post, report upon all applications received during or after the

previous meeting. A majority vote of those present and voting shall elect or reject a candidate.

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 they 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 permission is granted.

ARTICLE V

OFFICERS

SECTION 1. The officers of this Post shall be the Commander, First Vice-Commander, Second Vice-Commander, the Adjutant, Finance Officer, Historian, Sergeant-at-Arms, Chaplain, Judge Advocate and Service Officer.

SECTION 1A. The elective officers of this Post shall be the Commander, First Vice-Commander, Second Vice-Commander and three (3) members of the Executive Board.

SECTION 1B. The Commander will appoint the following officers: Adjutant, Finance Officer, Historian, Sergeant-at-Arms, Chaplin, Judge Advocate and Service Officer.

SECTION 2. The nominations for elective officers and members of the Board of Directors shall be held during the second (2nd) meeting in April of each year with further nominations and election being held during the first (1st) meeting following in May. Potential officers of the Post shall be nominated from the floor.

SECTION 3. The elective officers and Board of Directors shall be elected for a term of one (1) year at the first (1st) meeting in May and shall be installed henceforth. Any officers absent from an installation will be installed at the next business meeting, by the Commander. 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.

SECTION 4. Every member of this Post, in good standing and current years dues paid shall be eligible to hold office in this Post unless otherwise provided for herein.

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

SECTION 7. HOW ELECTED:

7A. Each member present and eligible to vote may cast a ballot for one member who is eligible for office of Post Commander.

7B. Anyone receiving the majority of the votes cast on the ballot shall be declared elected. Should this ballot result in no election, the three receiving the

highest number of votes for the office shall be posted in alphabetical order without announcing the number of votes received.

7C. Should the second ballot result in no election, the nominee receiving the smallest number of votes shall be dropped from the list.

7D. The third ballot shall determine the Commander.

7E. Repeat **7A** through **7D** for electing the 1st vice, 2nd Vice, and "E-board" members.

SECTION 8. NON-ATTENDANCE:

8A. All vacancies existing in the Elective Officers or E-board from any cause other than the expiration of the term shall be filled by a majority vote of the members of the Post who are present and in good standing. Said person so appointed shall hold office for the unexpired term of the member of the committee or officer whom they succeed. All vacancies in elective Offices shall be filled by the post at one of the next two regular meetings, following the vacancy. Provided, however, that notice was given at the previous meeting.

8B. A vacancy shall exist when an elected member is absent from the post for a period of three consecutive meetings, unless a reasonable excuse has been presented to the Commander, and accepted.

ARTICLE VI

FINANCE

SECTION 1. No appropriations shall be made without first referring the same to the Executive Board, other than those Bills necessary for the standard operation of the Post. The board of Directors (Executive Board) shall prescribe the form in which the financial records are kept.

SECTION 2. The office of Finance Officer and any other officers and/or positions charged by the Post Constitution and By-Laws with the responsibilities of handling post funds shall be bonded under a blanket bond to be purchased from the Department Headquarters and shall be billed to the respective post at cost.

SECTION 3. All expenditures must be supported by a check request, purchase order, or requisition on a form approved by the Executive Board, supported with a paid receipt or invoice. Any member who unilaterally makes a purchase in behalf of the post, without prior authorization or approval by the E-Board, shall be responsible for the amount incurred. No reimbursement will be issued, unless properly authorized.

ARTICLE VII

AMERICAN LEGION AUXILIARY

SECTION 1. This Post recognizes an auxiliary organization to be known as the Auxiliary Unit of Albert E. Schwab Post 555, the American Legion.

SECTION 2. Membership in the Auxiliary shall be prescribed by the National Constitution of the American Legion (a copy of the unit by-laws and current membership roster must remain on file at the Post).

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. This section is mandatory.

SECTION 2. Robert's Rules of Order, revised, shall govern the conduct of all meetings except as otherwise provided in these by-laws.

SECTION 3. ORDER OF BUSINESS

1. Opening ceremonies (National Manual of Procedure)
2. Roll call of officers
3. Reading of previous meeting minutes
4. Membership Applications
5. Balloting upon applications for Membership
6. Initiation of new members
7. Introduction of guests
8. Nomination, election or installation of Officers
9. Communications, notices, sick call
10. Report of Building Board
11. Report of Adjutant and Treasure
12. Reports of Standing Committees
13. Unfinished Business

14. New Business
15. Good of the Legion
16. Closing Ceremonies (National Manual of Procedures)

ARTICLE IX

MANAGEMENT

SECTION 1. The administration, government and management of this Post are entrusted to the Board of Directors (Executive Board).

SECTION 2. The Board of Directors shall consist of three (3) members in addition to the Commander, Vice-Commanders, Adjutant, and Finance Officer.

SECTION 3. The Board of directors shall consider all matters affecting the post and shall make recommendations to the post.

SECTION 4. The Commander and Vice-Commanders shall be Chair, Vice-chairs respectively of the board of directors. The Adjutant shall act as the Secretary.

SECTION 5. It shall be the duty of the Board of Directors to:

5A. Manage and direct the day-to-day business interests of the Post, including the hiring and firing of employees.

5B. Provide a suitable place to hold meetings of this Post, subject to approval of the membership.

5C. Keep minutes of meetings and have same read at the next meeting of the post.

ARTICLE X

MEETINGS

SECTION 1. The regular meetings of this Post shall be the second (Business) and fourth (Social) Mondays of each month at the legion hall or at a place to be designated by the E-Board of the Post.

SECTION 2. Special meetings may be called by the Commander or by the board of Directors. A special meeting may be called upon the written request of seven (7) members. A special meeting may be called by the Commander or his appointed representative at the preceding regular meeting or unless notice be mailed to each member five (5) days prior to said meeting, stating the time and place of the meeting and the subject to be considered.

SECTION 2a. The Commander may call for an emergency meeting of the Board of Directors with no notice given provided the emergency is of such urgent necessity that delays would be disadvantageous to the Post either materially or economically. Emergency meetings may be conducted via telephone or any other similar method of communication. Minutes must be taken so as to identify the outcome of the vote.

SECTION 3. A quorum for the regular and special meetings shall be seven (7) members in good standing.

SECTION 3a. A quorum for board of directors meetings shall be five (5) members in good standing.

SECTION 4. The Board of Directors, more commonly known as the E-Board, shall regularly meet at least once between regular meetings of the post at a time and place designated by the Post Commander.

The E-Board may hold such special meetings as it or the Commander may deem advisable. Notice thereof being mailed to each member of the board at least seventy-two (72) hours before the time of the meeting giving the time and place of the meeting and matter to be considered.

SECTION 5. No member shall take part in any Post meeting or election unless they are in good standing with the Post and the American Legion.

ARTICLE X1

DUTIES OF OFFICERS

SECTION 1. Duties of Post Commander:

1A. It shall be the duty of the Post Commander 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.

SECTION 2. Duties of the First Vice-Commander:

2A. He/she shall assume and discharge the duties of the office of Commander in the absence of or disability of, or when called upon by the Post Commander. He/she shall be the Posts Membership Chairperson.

SECTION 3. Duties of the Second Vice-Commander:

3A. He/she shall assume and discharge the duties of the First Vice-Commander in the absence of or disability of such officer, and shall perform such other duties as directed by the Post Commander. He/she will be concerned with the work if the veterans affairs and rehabilitation programs. And provide programs to spice up the meetings and attract attendance.

SECTION 4. Duties of the Post Adjutant:

4A. He/she 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 correspondence. He/she shall receive such salary as may be provided by a two-thirds vote of the Post at a regular Meeting. He/she shall be bonded under a blanket bond to be procured from the Department Headquarters and paid for by the Post.

4B. The Adjutant will work as a team with the First Vice as relates to membership, maintenance of Post Roster, and the collection and reporting of Dues received.

SECTION 5. Duties of the Finance Officer:

5A. The Finance Officer shall be charged with the custody of the Post funds, keep its accounts and report thereon at regular Post meetings and shall be the Finance Committee Chairperson. He/she shall receive all funds of the Post and pay bills approved by the Post and be bonded under a blanket bond to be procured from the Department Headquarters and paid for by the Post. The Finance Officer is responsible to the E-Board for compliance with authorized procedures and expenditures.

SECTION 6. Duties of the Post Historian:

6A. The Post Historian shall be charged with the individual records, incidents of the Post and Post meetings, and shall perform such duties as directed by the Post Commander or the Board of Directors.

SECTION 7. Duties of the Post Chaplain:

7A. The Post Chaplain shall be charged with the spiritual welfare of the post members and will offer divine but not sectarian service in the event of dedications and funerals, public functions, and adhere to such ceremonial rituals as recommended by National Headquarters.

SECTION 8. Duties of the Sergeant-at-Arms:

8A. The Sergeant-at-Arms shall preserve order at all meetings and shall perform such other duties as may be from time to time assigned to him/her by the Post Commander.

SECTION 9. Duties of the Judge Advocate:

9A. It shall be the duties of the Judge Advocate to supply professional advice in the conduct of Post business or render council. He/she is to interpret the American Legion Constitution and By-Laws of the Post and may be called upon by the Commander and/or other officers and members of the Post to rule on the legality of their actions and make decisions insofar as they affect the good of the

American Legion. He/she shall protect the integrity of the organization and keep the torch of truth alighted that symbolized the high ideals under which our great American Legion was founded and protect wisely that heritage.

9B. The Judge Advocate shall be in charge of the auditing of all post accounts and ledgers.

SECTION 10. Duties of the Service Officer:

10A. The Service Officer shall perform unselfishly for the benefit of the post members and all war veterans in need of his/her service.

10B. The Service Officer shall be dedicated to his/her duties and shall have a deep interest in his/her fellow veterans, his/her Post and community. The Service Officer shall make himself/herself available to those needing assistance.

10C. The Post Service Officer is responsible to bring to the attention of all veterans their rights and benefits granted them by law. He/she must know how to utilize the expert services available through the legion channels, as well as other agencies in the community. It is his/her job to get information to ensure that every veteran and dependents are adequately represented. The Post Service Officer shall serve as the chair of veteran's affairs and rehabilitation; work with children and youth, Post employment and hospital chairman.

ARTICLE XII

DUES

SECTION 1. The Post dues shall be payable in advance. The amount of the dues shall be determined by the Executive Board. Then after written notice to the membership, and passed by a majority vote of members present at the general membership, and passed by a majority vote of members present at the general membership meeting the dues and effective date become a reality.

SECTION 2. The Post yearly membership fees shall be determined by a majority of the voting members present at a regular business meeting as described in section 1.

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

SECTION 4. A member, whose dues for the current year have not been paid by January 1, shall be classified as delinquent. If his/her dues are paid on or before February 1, he/she shall be reinstated automatically. If he/she is still delinquent after February 1, he/she shall be suspended from all privileges. If he/she is still under suspension on June 31 of that year, his/her membership in the American Legion shall be forfeited. 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 the 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 and/or District meetings or Conventions shall be elected at a regular meeting of the Post by vote of those present and voting. They shall be nominated the first meeting in April and shall be elected the first (1st) meeting in May. They shall be nominated and elected at the same time as all other Post officers.

SECTION 2. Representatives of this Post to the Orange County Council and the representatives to the District Council shall be nominated and elected at the same time, in the same manner as the Post officers, and shall serve a term of one (1) year.

ARTICLE XIV

APPOINTMENTS

SECTION 1. The Post Commander, immediately upon taking office each year, shall appoint an Adjutant, Finance Officer, Judge Advocate, Service Officer, and a Chaplain.

SECTION 2. The Post Commander shall appoint a finance committee and such other committees as shall be found necessary immediately upon taking office. The commander shall designate chairpersons of said committees.

SECTION 3. AUDIT: The Post shall keep books of accounts 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 the Post officers and for the period of the immediate preceding fiscal year of the post. Said fiscal year shall be determined by the post.

The Post shall certify to the Department Adjutant prior to December 1st each year that such examination has been made and file the original thereof with the Department Adjutant before said date with a copy thereof to the District Commander of the District of the Post.

The Department Commander, the Post Commander or the Post Executive Committee may order an audit of the books of accounts 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 the Post shall not be entitled to be accredited at the Department Convention. The certification to the Department Adjutant and examination may be put on forms furnished by the Department Adjutant's office.

SECTION 4. A membership committee shall consist of five (5) members (including the 1ST Vice Commander) and shall have charge of all matters pertaining to the Post

membership, including the recruitment of new members, reinstatement and eligibility of members. All of which are subject to Post approval.

SECTION 5. The Finance Committee (Chaired by the Finance Officer) shall be charged with the administration of the financial policy. Preparation of the annual budget with recommendations and supervision of receiving and expenditure of all Post funds.

ARTICLE XV

LIMITATIONS OF LIABILITIES

SECTION 1. The Post shall not incur, or cause to be incurred, no liability obligations whatsoever which shall subject to liability any other post, subdivision, group of men/women members of the American Legion or other individuals, corporations or organizations.

ARTICLE XVI

TRIAL BOARD

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

ARTICLE XVII

RECALL PROVISIONS

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 Post Adjutant. The Post Adjutant shall, within five (5) days after said filing, compare the signatures with the signatures on said petition with the signatures on the applications of the respective signers against those on post files and records. The Adjutant shall deliver the said petition and his/her report on the correctness of the signatures to the Board of Directors at its next meeting.

If it shall appear on the report of the Adjutant that ten (10) percent of the membership have signed said petition and verified to be correct, the Board of Directors shall fix the dates for the recall election, which date shall be fixed for a regular meeting of the Post to be held not less that two (2) weeks nor more that six (6) weeks after the meeting of the Board of Directors.

If the report of the Adjutant shall show less than ten (10) percent verified signatures of the membership have signed said petition, the petition shall be forthwith returned to the member who filed the petition with the Adjutant. The petitioner shall have ten (10) days thereafter to obtain the required signatures and re-file said petition with the

Adjutant who shall again recheck and verify the signatures as correct and then resubmit the petition to the Board of Directors at its next meeting along with his/her report. If the petition is found being sufficient, the recall election date shall be fixed as set forth.

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

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 of officer or board member) be recalled?

Yes

No

A "yes" vote shall be counted as for recall and a "no" vote shall be counted as against the recall. Only members in good standing shall be entitled to vote at such recall elections.

SECTION 5. If the officer or member of the board shall be recalled, the Post, at its next regular meeting shall elect a successor to fill the unexpired term. Elections shall be held the same night as nominations. 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 there. At the next regular meeting or subsequent, if postponed, the proposed amendment may be adopted by a two-thirds (2/3) affirmative vote of those present and voting. Voting members must be in good standing with the Post.

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

AMENDED

(10 FEB 2003)

Submitted at the regular meeting on (10 FEB 2003)

FIRST READING

Submitted at the regular meeting on (10 MAR 2003)
SECOND READING

ADOPTION DATE: (10 MAR 2003)

ROBERT DILLARD
Commander 2002-2003

HAROLD NEEDHAM
Adjutant 2002-2003

MABEN HILL
Judge Advocate 2002-2003