

# Constitution and By-Laws

[Print](#)

## Constitution & By-Laws

### SECTION I

#### Constitution of the American Legion, Tyler Cates Post 281, Incorporated

##### 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 goodwill 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

1. The name of this organization shall be: American Legion, Tyler Cates Post 281, Inc.
2. Incorporated: November 3, 2010. The government and management of this corporation is entrusted to the Post Commander, and the Executive Committee, and shall operate on a fiscal American Legion year beginning annually on 1 August through 31 July.
3. The address of the registered office of this corporation is American Legion, Tyler Cates Post 281, and P.O. Box 67, Mount Juliet, TN 37121. The Post Commander and the current Executive Committee are the registered agents, under the same address.

##### Article II - Object

1. The object and purpose of this Post shall be to promote the principles of the National and Department Constitution of the American Legion.
2. Any reference in the Constitution and By-Laws to the male gender shall be deemed to include the female gender.

##### Article III - Nature

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

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.

#### **Article IV - Membership**

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

2. All applications for membership shall be acted upon at the next regular general membership, and shall be accepted, rejected, or referred for further investigation and consideration. It shall take a simple majority of nay votes to reject an application; a rejected applicant must wait six (6) months before reapplying.

3. A receipt shall be issued to any member, prospective member, or transferee, upon payment of any dues received; every member shall furnish the Post Adjutant with their address for mailing purposes.

4. Any member of this Post may be expelled for cause by a two- thirds (2/3) vote of the members present and voting at a regular meeting, after charges are presented under oath and in writing, and a fair trial had upon the same in accordance with procedures prescribed by National and adopted by the Department Executive Committee.

5. A member who has been expelled from this Post for cause may be reinstated to membership by a two-thirds (2/3) majority vote of the membership present and voting at a regularly scheduled meeting, provided payment of any arrears in dues during the interval between expulsion and reinstatement are paid.

6. No member who has been expelled by this Post shall be admitted to membership in another Post without the consent of this Post; members expelled may appeal to the Executive Committee of the Department of Tennessee for reinstatement to the expelling Post. During any appeal process, the member so expelled shall be ineligible for membership.

7. A member in good standing is defined as one who has a valid membership card for the current Legion year.

#### **Article V - Officers**

1. The administrative affairs of this Post shall, except as otherwise provided in the By-Laws, be under the supervision of the elected Executive Committee, consisting of the Post Commander, First Vice Commander, Second Vice Commander, Adjutant, Finance Officer, Sergeant-at-Arms, and up to three (3) appointed Executive Committee Members plus the most recent Past Commander not holding an Elective Office. However; the Chaplain, Service Officer, and Judge Advocate, appointed by the Post Commander, may sit in a session with the Executive Committee with a voice, but no vote.

2. All Officers and Executive Committee members will serve for one (1) year, or until a successor is installed or as otherwise herein provided: An Officer or Executive Committee member may be removed from office for cause, provided the affected person is afforded charges under oath, and in writing, one (1) month prior to the contemplated action; such removal requires a two-thirds (2/3) majority vote of the Executive Committee.

#### **Article VI - Nominations - Elections - Vacancies**

**1. ELECTION DATE:** All Officers and Executive Committee members of this Post shall be elected annually, not earlier than sixty (60) days, and not later than fifteen (15) days, before the ensuing Convention of the American Legion, Department of Tennessee.

**2. INSTALLATION:** Officers and Executive Committee members will be installed on a date chosen by the Post Executive Committee so as to closely coincide with the American Legion Year, 1 August through 31 July

**3. VACANCIES:** In the event of a vacancy of the Post Commander, the First Vice Commander will automatically ascend to that position. If, after the First Vice Commander ascends to Post Commander, he should die, resign, or otherwise be removed from office, the Post Executive Committee shall, by a majority vote, elect a successor. The same situation applies to a Commander - (Elect); the First Vice Commander - (Elect) will ascend to the position of Post Commander without further elections. For other vacancies occurring on the Post Executive Committee, their successors will be elected by a majority vote of the Executive Committee. Should other vacancies occur on the Appointed Executive Committee, that office will remain vacant until after Officer Installation. Successors will then be elected by a majority vote of the newly installed Executive Committee.

**4. OTHER VACANCIES:** To allow a fair and equitable opportunity for other Legionnaires to vie for vacant positions on the Executive Committee, all current officeholders also vying for the vacant position must first resign from their current office.

**5. UNEXCUSED ABSENCES:** If determined by a majority vote of the Post Executive Committee, a vacancy shall occur on the Executive Committee when a member has three (3) or more unexcused absences from mandatory meetings, or American Legion functions.

## **Article VII - Finance**

**1.** The revenue of this Post shall be derived from membership annual dues or initiation fees, and from other sources as may be provided by the Executive Committee.

**2.** The amount of annual membership dues or initiation fees shall be fixed and determined by a majority vote of the members present and voting at a General Membership meeting.

**3.** The Post shall pay to Department Headquarters the National and Department annual membership dues in the amount prescribed for every Legionnaire of the Post.

## **Article VIII - American Legion Auxiliary**

**1.** This Post recognizes an Auxiliary Organization known as the Auxiliary Unit 281, of Post 281, The American Legion.

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

## **Article IX - Amendments**

**1.** This Constitution is adopted subject to the provisions of the National Constitution of the American Legion, and the Constitution of the Department of Tennessee, American Legion. Any amendment to said National or Department Constitution which is in conflict with any provision hereof shall be regarded as automatically repealing or modifying the provisions of this Constitution to the extent of such conflict.

2. This Constitution may be amended at any regular Post General membership meeting by a two-thirds (2/3) majority vote of the members present and voting, provided that any such amendment (s) shall have been signed by twenty (20) or more members in good standing and read at the next membership meeting. It is further provided that the membership be given written notice, either by the Post Newsletter or other type of mailing, at least thirty (30) days in advance, announcing the time and date when such amendment(s) shall be voted upon. It is further provided that a Legionnaire voting on any such amendment(s) must be a member in good standing.

## **SECTION II**

### **By-Laws of the American Legion, Tyler Cates Post 281, Incorporated**

The Post existing under these By-Laws is to be known as The American Legion, Post 281, Mount Juliet, Tennessee, with a Corporate Seal being in such form as determined by the Corporation, Incorporated November 3, 2010. The purpose of this Corporation is as set forth in the Preamble and the Constitution.

#### **Article I - Management**

1. The government and management of this Post is entrusted to the Executive Committee, who are responsible for the sound management of this Post and its affairs.
2. The Post Executive Committee shall approve and authorize all expenditures; shall require adequate bonds; shall require insurance coverage from all contractors and others having custody of Post funds or property; shall cause surety bonds in such sums as may be necessary or required.
3. The Executive Committee shall approve and/or revoke all contracts and agreements, whether written or verbal, that pertain to contractors, equipment, administrative, accounting, casual labor, entertainment, etc. The incoming Executive Committee reviews all items listed above during their organizational meeting, and will cancel, modify, and/or make changes, as required or necessary.
4. The Executive Committee is responsible for the hiring, firing, suspension, warning, and disciplining of all Post employees. It shall ensure employee position descriptions to be are kept current and ensure employees adhere to applicable laws, ordinances, rules, regulations, and other directives issued by the Executive Committee.

5. The Executive Committee may consider motions made on the floor from the general membership that normally fall under its purview. Motions considered or not considered by the Executive Committee will be recorded in the official minutes.

## **Article II - Meetings**

1. **Post Executive Committee:** Shall meet for the organizational and such other business as may come before it within ten (10) days after installation. Thereafter, the Committee shall meet at least once each month. Special meetings may be called by the Post Commander or upon a written request from four (4) or more Committee members. Four (4) Executive Committee members shall constitute a quorum. The Post Commander will serve as Chairperson.
2. Regular general membership meetings will be held on the second (2nd) Tuesday of each month. Such meetings, upon approval of either the general membership or the Executive Committee, may be converted to a joint Auxiliary, SAL, Civic, or entertainment meeting. Special general membership meetings may be called by the Post Commander, or upon the written request of ten (10) or more Legionnaires. Twenty (20) Legionnaires shall constitute a quorum at any meeting.
3. The "State of the Legion" meeting shall coincide with the annual reports required by the Post Commander and the Finance Officer. The reports and meeting are to be scheduled during the spring of the year before the elections of new Post officers.
4. All meetings and proceedings shall be conducted under prescribed guidelines, rituals, proper orders of business, and "Roberts Rules of Order, Revised", except as otherwise provided.

## **Article III - Duties of Officers**

1. **POST COMMANDER:** It shall be the duty of the Post Commander to preside at all meetings of the Post and have general supervision over the business affairs of the Post, and as such be the Chief Executive Officer; shall, as directed or as necessary, direct the disbursement of funds; shall annually, prior to the conclusion of the American Legion year, make a report to the general membership via the Executive Committee covering the "State of the Legion" business of the past year; shall make recommendations for the ensuing year, with a copy to be delivered to the Department Adjutant; shall perform other duties as directed by the Executive Committee. He is authorized to co-sign checks, and may designate other Officers to do the same. He is an Ex-Officio member of all Committees.
2. **FIRST VICE COMMANDER:** Shall assume and discharge the duties of the Post Commander in the absence of that Officer, or when called upon by the Post Commander; shall be the Membership Chairman responsible for membership and its related administrative functions; shall carry out additional duties as directed by the Post Commander and the Executive Committee.
3. **SECOND VICE COMMANDER:** Shall ensure proper maintenance of Post equipment and make recommendations to the Executive Committee for approval in the suspension of any Members as required. When required, shall coordinate all Social, Legion, Auxiliary, and other types of functions; rent, lease and reserve facilities; maintain appropriate administrative and financial records. The Second Vice Commander shall carry out additional duties as directed by the Post Commander and the Executive Committee.

**4. POST ADJUTANT:** Shall have charge of and keep complete and accurate records of all meetings and proceedings; maintain other records as the National, Department, and Post directs; be responsible for all correspondence, filing, office equipment and records; be responsible for membership rosters, cards, associated equipment, reports and mail, along with social media to include the Post Web Site, Post Newsletters, Bulletin Boards, and other Post information for the general public and Post members.

**5. FINANCE OFFICER:** Shall have charge of all finances of the Post and to ensure their safe deposit in a local bank; will report monthly to both the Executive Committee and the General Membership the condition of all Post finances; shall annually, prior to conclusion of the Legion year, make a report to the General Membership, via the Executive Committee; provide a balance sheet in reasonable detail showing the financial condition of the Post, along with an itemized report showing profit and losses; shall co-sign checks to carry out the Post business; shall maintain appropriate records, including insurance, medical, surety, workers compensation, employee personnel records, bonds and shall perform other duties as directed by the Post Commander or the Executive Committee.

**6. SERGEANT-AT-ARMS:** Shall preserve order and decorum at all meetings and other official functions; when required, arrange and participate in patriotic ceremonies, functions, and other designated events; ensure proper equipment is set-up or provided, such as tables, chairs, podium, sound system, or related equipment, shall be the custodian of all flags and memorabilia, including proper display, procurement and replacement; shall insure all outside heavy armaments are properly secured, displayed and maintained; keep all small arms, if any, property stored and locked; maintain VIP guest logs and introduce guests; shall be responsible for outside security and lighting; ensure compliance of yard and lawn contractors; cause the policing of Legion grounds and parking areas; maintain liaison with the Post Chaplain.

#### **Article IV - Appointments and Committee Elected Offices**

**1. Standing Committees:** The Post Commander shall appoint Chairpersons to the following Standing Committees as listed below. The Historian, Chaplain, Judge Advocate, Service Officer, and the Finance Committee will be appointed annually by the Commander. Those appointed as chairmen shall perform tasks commensurate with titles and duties listed in National and Department Legion publications, as applicable, along with directives from the Post Commander and the Executive Committee. The Commander may delegate authority to chairpersons to select additional Legionnaires to their respective committees. The Post Commander shall also appoint chairpersons to other non-standing committees, as necessary for the smooth operation of the Post.

**2. CHAPLAIN:** Shall be charged with the spiritual welfare of the Post and its members, offering divine but non-sectarian prayers and services when called upon; shall offer the same services at Legion events, funerals, dedications, or other post events shall maintain liaison with the Post Sergeant-at-Arms.

**3. JUDGE ADVOCATE:** Shall advise the Post Commander and the Executive Committee on legal questions, inquiries, administrative policies, procedures, and act as parliamentarian, when applicable.

**4. SERVICE OFFICER:** Shall act as a liaison between Legionnaires of this Post and the Veterans Affairs Department. This officer serves as a focal point and source of technical knowledge and information pertaining to the State, Federal, and VA Hospital policies; such as benefits, compensation and other programs as they apply to Veterans and their dependents.

**5. MEMBERSHIP COMMITTEE:** Under the direction of the Post First Vice Commander, this Committee shall have charge of all matters pertaining to the membership of this Post, such as: new members, reinstatements, transfers, and retention of current members; ascertain all eligibility requirements in coordination with the Post Adjutant.

**6. HISTORIAN:** Shall collect, evaluate and compile the written and photographic information concerning Post activities and records of merit, determine which records are of merit or of a historical nature, and ensure their proper collation, storage and safe keeping; preserve other objects, such as: trophies and relics that have a historical value to the Post.

**7. FOOD BANK CHAIRMAN:** Procure from donor sources adequate food and supplies and ensure that all eligible recipients in need are sufficiently served; procure from commercial sources and Major Food Banks other food stuffs to supplement donations; maintain appropriate records and files; coordinate efforts with County, State, and other Local offices.

**8. FINANCE COMMITTEE:** Members to this committee, once appointed by the Post Commander and approved by the General Membership, shall act autonomously. Members of this committee shall serve in a staggered two year term. The purpose of this committee is to prepare and submit an annual financial budget to support the mission of the Post for approval of the Executive Committee and the General Post membership. In doing so, this committee is to provide adequate and continual oversight of the day-to-day financial operations of the Post to assure financially sound expenditures in accordance with the approved yearly financial budget. A standing report will be offered to the general membership twice a year by the finance committee chair.

**9. NON-STANDING COMMITTEES:** Non-Standing Committees may be appointed as deemed necessary by the Post Commander. These Committees may consist of, but not be limited to, Publicity, Legal, Rehabilitation, Americanism, Athletic, Disaster Relief, Welfare, Defense, Boys State, Community Relations, Ways and Means. Duties shall be commensurate with titles, Legion publications, and/or direction by the Post Commander or the Executive Committee.

## **Article V – State Convention Delegates**

**1.** Authorized delegate strength for any meeting or convention shall consist of the current Executive Committee, Executive Committee-Elect, if applicable, and all Chairpersons of Standing Post Committees, in that order. Authorized delegate strength remaining shall come from the General membership.

**2.** Selection of Delegates from the General Membership: When applicable, a Declaration Board will be posted online or by other means, and those members desiring to become a delegate may apply their own name; Selection will be on a first-sign-up basis. Excess signers, beyond Delegate strength, will be designated as Alternates.

**3.** Delegate Voting: All voting, whether by secret ballot or show of hands, shall be determined by the majority of Delegates present.

## **Article VI - Resolutions**

**1. Outside Resolutions:** All resolutions received from other Posts, Districts, State or National Headquarters by Post 281, shall merely embody the opinion of the sender, and if required, this Post will concur, non-concur, or endorse, and forward same before any publicity is given, other than the mere passage through Post 281.

**2. Post 281 Resolutions:** Resolutions submitted to a higher authority by members of Post 281 shall be prepared in the proper format, and read to the General Membership for appropriate endorsement, prior to being forwarded.

**3. Discretionary Spending:** There may be situations where the Post Commander must expend Legion funds without the timely approval of the Executive Committee. If and when such situations occur, the Post Commander may spend up to four hundred dollars (\$400.00) per year for non-budgeted or emergency expenditures. An itemized report will be expected to be made at the next Executive Committee meeting.

**4. Emergency Spending:** When required, the Post Commander and the First Vice Commander may authorize emergency type expenditures. The Second Vice Commander may expend emergency funds in cases of equipment breakdown, service calls, parts, supplies, for their areas of responsibility. All funds expended must be reported in detail to the Finance Officer via the Executive Committee at the next Executive Committee meeting.

## **Article VII - Amendments**

**1.** These By-Laws may be amended at any regular meeting by a two-thirds (2/3) majority vote of the members present and voting, provided that any such proposed amendment(s) shall have been recommended by the Constitution & By-Laws Committee and have been submitted in writing, signed by a minimum of twenty (20) members in good standing, and made available for the general membership at the next regular general membership meeting. The membership must be given written notice, either by the Post Newsletter or other type of mailing at least thirty (30) days in advance, announcing the time and date when such amendment(s) will be voted upon, members in good standing.