



American Legion
Orcutt Post 534

145 W. Clark Avenue, Orcutt CA 93455 * 805-937-0651 * <http://post534.org/>

Bylaws

The American Legion, Orcutt Post 534

Article 1. – Name

Section 1. – Orcutt Post 534. The Post existing under these Bylaws is Orcutt Post 534, The American Legion, Department of California, located at Orcutt, California, hereinafter referred to as Post or Post's.

Section 2. – The objects and purposes of this Post are set forth in the Constitution.

Article 2. – Procedure

Section 2.1 – Meeting Procedure. The procedure for opening and closing Post meetings, the acceptance of new members and the installation of officers shall be conducted in accordance with the procedures for said functions as set forth in the most recent edition of the American Legion's Officers Guide and Manual of Ceremonies.

Section 2.2 – Meeting Conduct. Robert's Rules of Order, Newly Revised, shall govern the conduct of Post meetings.

Article 3. – Post Meetings and Elections

Section 3.1. – Participation

Section 3.1.1. – A member shall not be allowed to participate in any meeting or election unless said member is a member in good standing.

Section 3.1.2. – A member shall not be allowed to be represented or vote by proxy at any meeting or election.

Section 3.1.3. – A Post member shall not be allowed to vote by absentee ballot at any meeting or election.

Section 3.2. – Regular Monthly Post Meetings

Section 3.2.1. – The regular monthly Post meeting of the general membership shall be held on the second Wednesday of each month except for the month of June.

Section 3.2.2. – A quorum at all regular monthly meetings shall consist of at least 9 active members, which include at least three officers.

Section 3.3. – Installation of Officers

The Executive Committee shall set the date and time for the installation of officers elected at the regular monthly meeting in May and officers appointed by the elected Commander.

Section 3.4. – Special Meetings

Section 3.4.1. – The Commander may call a Special Meeting of the general membership or Executive Committee.

Section 3.4.2. – The Commander is required to call a Special Meeting of the general membership upon his receipt of a written request signed by fifteen or more Post members that clearly sets forth the reasons for the requested Special Meeting.

Section 3.4.3. – The Commander shall set the date and time for holding a Special Meeting. However, sufficient time must be allowed for the Adjutant to provide written notification to the general

membership or Executive Committee at least fifteen days prior to the Special Meeting as to the date, time and subject.

Section 3.4.4. – A quorum at any Special Meeting shall consist of three officers and six members.

Article 4. – Management

Section 4.1 – Governance. The governance of the Post is entrusted to the Executive Committee. Commander shall be the Chairman of the Executive Committee.

Section 4.2. – Executive Committee Membership. The Executive Committee shall consist of voting and nonvoting members. The voting members shall be the officers named in *Article 6, Section 6.1* of the constitution. The nonvoting members shall be the president of The American Legion Auxiliary, the Commander of The Sons of The American Legion, the president of the American Legion Riders, the Scouting Advisor, and the The Sons of the American Legion Squadron Advisor.

Section 4.3. – Voting. All matters brought before a meeting of the Executive Committee shall be decided by a voice, majority vote of the voting members in attendance, exclusive of the Chairman. The Chairman will cast the deciding vote in the event that the same numbers of votes are cast for or against a matter.

Section 4.4 – Quorum. A quorum of Executive Committee shall consist of four voting members.

Article 5. – Duties of Officers and Advisors

Section 5.1. – Duties of Commander. The Commander shall preside at all meetings of the Post and shall supervise the business and affairs of the Post. The Commander shall perform such other duties as directed by the Executive Committee.

Section 5.2. – Duties of First Vice-Commander. The First Vice-Commander shall assume and discharge the duties of the office of Commander in the absence or disability of the Commander or when called upon to do so by the Commander. The First Vice-Commander shall appoint the chairman of the Membership Committee. The First Vice-Commander shall keep and submit such membership records as the Department and National organizations may require and shall render reports of membership when called upon to do so by the Commander or Executive Committee.

Section 5.3. – Duties of Second Vice-Commander. The Second Vice-Commander shall assume and discharge the duties of the office of First Vice-Commander in the absence or disability of the First Vice-Commander. The Second Vice-Commander shall appoint the chairman of the Social Activities Committee. The Second Vice-Commander shall perform such other duties as directed by the Commander or Executive Committee.

Section 5.4. – Duties of Sergeant-at-Arms. The Sergeant-at-Arms shall preserve order at meetings. An Assistant Sergeant-at-Arms may be selected by the Sergeant-at-Arms with the Commander's consent. The Sergeant-at-Arms shall appoint the chairman of the Uniformed Groups Committee. The Sergeant-at-Arms shall perform such other duties as directed by the Commander or Executive Committee.

Section 5.5. – Duties of Adjutant. The Adjutant shall keep a complete record of all meetings, keep such records as the Department and National organizations may require and under direction of the Commander handle all correspondence. The Adjutant shall appoint the chairman of the Public Relations Committee. The Adjutant shall perform such other duties as directed by the Commander or Executive Committee.

Section 5.6. – Duties of the Finance Officer. The Finance Officer shall manage all financial affairs, ensure that all moneys received are safely deposited in a local bank or banks insured by the Federal

Deposit Insurance Corporation, advise the Executive Committee concerning financial matters when called upon to do so, make recommendations to the Executive Committee with regard to the allocation of funds, present a current monthly and year to date financial report to the membership at regular monthly Post meetings. The Finance Officer shall appoint the chairman of the Finance Committee. The Finance Officer shall perform such other duties as directed by the Commander or Executive Committee.

Section 5.7. – Duties of Service Officer. The Service Officer shall assume and discharge the duties of the Chaplain in the absence or disability of the Chaplain. The Service Officer shall appoint the chairman of the Veterans Affairs & Rehabilitation Committee. The Service Officer shall perform such other duties as directed by the Commander or Executive Committee.

Section 5.8. – Duties of Ways and Means Officer. The Ways and Means Officer shall be responsible for providing financial stability in the Post. The Ways and Means Officer shall appoint the chairman of the Ways and Means Committee. The Ways and Means Officer shall perform such duties as directed by the Commander or Executive Committee.

Section 5.9. – Duties of Judge Advocate. The Judge Advocate shall advise the officers and Executive Committee on construction and interpretation of the Constitution, Bylaws and Post Rules. The Judge Advocate shall perform such other duties as directed by the Commander or Executive Committee.

Section 5.10. – Duties of Chaplain. The Chaplain shall be charged with the spiritual welfare of the members and will offer divine but nonsectarian service in the event of dedications, funerals, public functions, adhering to such ceremonial rituals as set forth in the most recent edition of the American Legion's Officers Guide and Manual of Ceremonies or recommended by the National or Department headquarters. The Chaplain shall perform such other duties as directed by the Commander or Executive Committee.

Section 5.11. – Duties of Historian. The Historian shall perform such duties as determined by the Commander or Executive Committee.

Section 5.12. – Duties of Parliamentarian. The Parliamentarian shall advise the Commander and other Officers, committees and members on matters of parliamentary procedures in accordance with the publication "Robert's Rules of Order Newly Revised." The Parliamentarian shall perform such other duties as directed by the Commander or Executive Committee.

Section 5.13. – Duties Executive Committeemen. The First and Second Executive Committeemen shall perform such duties as directed by the Commander or Executive Committee.

Section 5.14. – Duties of Scouting Advisor. The Scouting Advisor shall be responsible for the success of the Scouting program, ensure that youth protection guidelines are followed, and report to the Commander or Executive Committee on Scouting activities when called upon to do so. The Scouting Advisor is the liaison to Scouting. The Scouting Advisor shall keep and submit such records as the Department and National Organizations may require. The Scouting Advisor shall perform such duties as directed by the Commander or Executive Committee.

Section 5.15. – Duties of Squadron Advisor. The Squadron Advisor shall be a liaison for establishing and maintaining mutual understanding and cooperation between the Post and Squadron Commander. The Squadron Advisor shall maintain a current understanding of The Sons of the American Legion program literature and ensure the squadron constitution and by-laws comply with the requirements of The American Legion and the Department of California constitution and by-laws. The Squadron Advisor shall perform such other duties as directed by the Commander or Executive Committee.

Article 6. – Committees

Section 6.1. – Committees. To advise the Commander and Executive Committee the Post shall have a Membership, Social Activities, Uniformed Groups, Public Relations, Finance, Veterans Affairs & Rehabilitation, Ways and Means, Audit, Facilities, Americanism, Children and Youth, and such other committees as may be established by the Executive Committee. With the consent of the Commander, each chairperson shall select at least two other members to serve on each committee and they will serve for an indefinite term at the discretion of the chairperson.

Section 6.2. – Committee Memberships. With the exception of the Audit Committee any member in good standing is eligible to serve as a committee member.

Section 6.3. – Membership Committee. The Membership Committee shall have charge of all matters pertaining to membership growth, acceptance, retention, and renewals. The committee chairman shall be appointed by the First Vice-Commander.

Section 6.4. – Social Activities Committee. The Social Activities Committee shall be responsible for organizing, supervising and successfully implementing the Post's social activities. The committee chairman shall be appointed by the Second Vice-Commander.

Section 6.5. – Uniformed Groups Committee. Under the direction of the Sergeant-at-Arms the Post's color guard, firing squad and bugler shall provide Military Funeral Honors at either a graveside or memorial service when requested by the next of kin of a deceased, eligible veteran. They will also: participate in Post services and functions; maintain the supply of uniforms; properly care for ceremonial rifles; and participate at the discretion of the Executive Committee in other public events and parades. The committee chairman shall be appointed by the Sergeant-at-Arms.

Section 6.6. – Public Relations Committee. The Public Relations Committee shall promote the Post by local publicity of Post programs and social activities. The committee will also be responsible for the Old Town Report and the post534.org web site. The committee chairman shall be appointed by the Adjutant.

Section 6.7. – Finance Committee. The Finance Committee shall supervise the receiving, disbursement, and accounting of all funds; prepare annual budget recommendations; and advise the Executive Committee on all financial policies. The committee chairman shall be appointed by the Finance Officer.

Section 6.7.1. – The Post shall acquire the services of a licensed accounting firm to maintain financial records, prepare monthly statements of accounts and year-to-date statements of accounts for the fiscal year and timely prepare all financial reports required by local, state and federal authorities in regard to obligations in financial matters.

Section 6.7.2. – The Finance Committee shall establish procedures for the bar manager to account daily for all income received and expenses paid in the lounge area.

Section 6.7.3. – The Financial Committee shall determine the Post's fiscal year.

Section 6.8. – Veterans Affairs & Rehabilitation Committee. The Veterans Affairs & Rehabilitation Committee shall be responsible for bringing to the attention of members and their dependants the rights and benefits granted them by law. They shall assist veterans in the pursuance of claims and in obtaining other veteran's rights and benefits; to visit comrades who are sick or disabled; to visit and comfort members of their families when sick or bereaved. The committee chairman shall be appointed by the Service Officer.

Section 6.9. – Ways and Means Committee. The Ways and Means Committee shall develop projects to raise money for the Post. Once a project is approved by the Executive Committee the

Ways and Means Committee, under the guidance of the Ways and Means Officer, is responsible for the implementation and success of the project. The committee chairman shall be appointed by the Ways and Means Officer.

Section 6.10. – Audit Committee. The Post shall keep books of account, and shall cause said books to be examined by a licensed accountant or Audit Committee of three (3) members, none of whom shall be the Commander, Adjutant, Finance Officer, or any other person charged with the responsibility of handling funds. The committee chairman shall be appointed by the Commander.

Section 6.10.1. – The Audit Committee shall meet in the first month following the end of the fiscal year and every third month thereafter throughout the balance of the fiscal year to examine the statements of accounts for each quarter of the preceding fiscal year.

Section 6.10.2. – The American Legion's California Department Commander, the Post Commander or the Post Executive Committee may order an examination or audit of the Post's accounts at such time during the fiscal year as may be deemed advisable.

Section 6.10.3. – Prior to the first day of December of each year, the Finance Officer shall certify to The American Legion's, Department of California's Adjutant that the examination under *Section 6.10.2.* has been completed by sending an original certification document to the Department Adjutant and a copy of the certification document to the District Commander of the Post's assigned California District. The certification to the Department Adjutant and District Commander may be submitted on forms furnished by the Department Adjutant's office.

Section 6.10.4. – Failure of the Post to meet any of the requirements of *Article 6, Section 6.10.4* within said times or special extension thereof shall be deemed a delinquency by the Department of California and the Post's Delegates shall not be entitled to be accredited at the Department of California's convention in the year following the date(s) for submitting the certification documents referred to in *Article 6, Section 6.10.4.*

Section 6.11. – Facilities Committee. The Facilities Committee shall be responsible for the overall maintenance of the Post. The committee chairman shall be appointed by the Commander.

Section 6.12. – Americanism Committee. The Americanism Committee shall be charged with the inspiration of patriotism and good citizenship. Activities of the Americanism Committee shall include American Legion Baseball, Boys State/Boys Nation, High School Oratorical Competitions, Scouting sponsorship, Flag education, Scholarship information, Junior Shooting Sports, and Patriotic Holiday Observances. The committee chairman shall be appointed by the Commander.

Section 6.13. – Children and Youth Committee. The Children and Youth Committee shall have three main objectives: 1) to strengthen the family unit; 2) to maintain well-rounded youth programs; 3) to support other organizations which serve children and youth through support for The American Legion programs for National Family Week, Teenage Suicide Prevention, Temporary Financial Assistance for needy children of eligible veterans, and the American Legion Child Welfare Foundation and the Legion's alliance with the Children's Miracle Network. The committee chairman shall be appointed by the Commander.

Article 7. – Membership Dues

The annual membership dues of the Post shall be as set forth in the Post Rules.

Article 8. – Delegates

Section 8.1. – Official Representatives. The Post shall elect Delegates and Alternate Delegates to officially represent the Post at The American Legion's, Department of California convention, Area

and District meetings in the Area and District to which the Post is assigned by the Department and such other meetings as determined by the Post Commander.

Section 8.2. – Number. The number of Delegates and Alternate Delegates shall be as determined by The American Legion, Department of California.

Section 8.3. – Nomination. The Delegates and Alternate Delegates shall be nominated from the floor at the regular monthly meetings in March and April.

Section 8.4. – Election. Immediately following the nomination of Delegates and Alternate Delegates at the regular monthly meeting in April, each nominee shall be elected by a majority voice vote of members in attendance at the meeting.

Section 8.5. – Office Term. The term of office for Delegates and Alternate Delegates shall be one calendar year commencing on the first day of the month immediately following the month in which the Delegates and Alternate Delegates are elected.

Article 9. – Delinquency

Section 9.1. – Membership Year. Membership in The American Legion is annual and the membership year is the calendar year from January 1 through December 31. Membership dues become payable commencing in October for the ensuing calendar year.

Section 9.2. – Delinquency Defined. A member whose dues have not been paid by January 1 of each calendar year becomes delinquent. If the member's dues are paid by February 1 the member is automatically reinstated. If the member's dues have not been paid by February 1, the member is suspended, but nevertheless a member with no privilege except that of reinstatement by vote of the membership and payment of dues. If the member is still under suspension on June 30, the member is dropped from the roll of The American Legion by constitutional mandate and the membership is 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 membership and payment of current dues for the year in which reinstatement occurs. Provided, however, that the Post may waive the provisions hereof, upon payment of dues for the year in which reinstatement occurs, with reference to former members who have been prevented from the payment of dues by reason of active military service.

Article 10. – Resignation or Transfer

Section 10.1. – Resignation. A member may resign from the Post at any time while dues are paid and can thereafter join another Post as a new member. However, in doing so the continuity of Legion membership is broken and upon resignation the Post is not required to rebate any part or portion of the resigning member's dues.

Section 10.2. – Transfer. A member may request to transfer his membership from the Post to another American Legion post of his choice. In doing so the continuity of Legion membership is unbroken. However such transfer must be approved by The American Legion post receiving the request to transfer.

Article 11. – Board of Directors

Section 11.1. – Incorporation. Orcutt Post 534, The American Legion is incorporated under the laws of the State of California under Section 501(c)(19) of the Internal Revenue Code as a nonprofit corporation.

Section 11.2. – General Powers. The affairs of the corporation shall be managed by its Board of Directors. The Commander shall be the Chairman.

Section 11.3. – Directors. The Directors shall be the Commander, First Vice-Commander, Second Vice-Commander, Finance Officer, Sergeant-at-Arms, Judge Advocate and Adjutant.

Section 11.4. – Annual Meetings. The Board of Directors shall convene an Annual Meeting at the Post during the first calendar quarter of each of the Post’s fiscal years. The Chairman of the Board shall determine the date and time for the meeting.

Section 11.5. – Special Meetings. A Special Meeting of the Board of Directors may be called by either by the Chairman of the Board or any two (2) Directors who jointly submit a written request for a Special Meeting to the Chairman of the Board. The Chairman of the Board shall determine the date and time for a Special Meeting. The person or persons authorized to call a Special Meetings of the Board of Directors shall determine the date and time for the Special Meeting.

Section 11.6. Notice. Notice of any special meeting of the Board of Directors shall be given at least seven (7) days previously thereto by notice delivered personally, by telephone, or sent by mail to each director at their address shown by the records of corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon paid. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these bylaws.

Section 11.7. - Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the board.

Section 11.8. – Voting. All matters coming before the meeting of the Board of Directors shall be approved or disapproved, as the case may be, by a voice, majority vote of the directors, exclusive of the Chairman, of the directors attending the meeting. In the event the same number of votes is cast for or against a matter, the Chairman shall cast the deciding vote.

Section 11.9 - Compensation. Directors shall not receive any payment for their service on the Board of Directors.

Article 12 – Limitation of Liabilities

The Post shall not incur, nor cause to be incurred, any liability or obligation whatever which shall subject to liability any other individuals, corporations or organizations.

Article 13 – Recall of Elected Post Officers

Section 13.1. – Petition. A petition signed by a minimum of ten percent of the Post membership in good standing requesting an election for the purpose of recalling an elected Officer may be filed at any time with the Adjutant.

Section 13.2. – Certification. The Adjutant, within five days after receiving said petition, shall certify that the names on the petition are those of Post members in good standing. If found to be those of Post members in good standing, shall present the petition to the Executive Committee at its next meeting. The Executive Committee shall fix the date for a recall election, said date shall be fixed for a regular meeting to be held not less than two weeks or more than six weeks after the Executive Committee meeting.

Section 13.3. – Petition Return. If the Adjutant finds that less than a minimum of ten percent of the members in good standing have signed the petition the Adjutant shall so advise the Executive Committee of this finding and the Executive Committee shall return the petition to the member that presented the petition to obtain the required number of valid signatures and refile the petition with the Adjutant.

Section 13.4. – Recall Election Date. If the Adjutant finds the refiled petition is in proper order the Adjutant shall so advise the Executive Committee and the Executive Committee shall fix a date for a recall election as set forth in Article 13, Section 13.2.

Section 13.5. – Ballot. Only Post members in good standing shall cast a ballot in a recall election.

Section 13.6. – Notification. Notice of the date, time and place for holding the recall election shall be mailed to each Post member in good standing at the member’s address that appears in the Post’s records at least ten days prior to the date set for the recall election and such notice shall enclose a written ballot which shall read as follows:

“Shall _____ be recalled from office?” Yes _____ No _____
Name of Officer

A “Yes” vote shall be counted as a vote for recall. A “No” vote shall be counted as against recall. If the majority of the ballots cast are "Yes" votes the recall shall succeed and the Officer in question shall be immediately removed from office. If the majority of the ballots cast are “No” votes the recall shall fail and the Officer in question shall remain in office.

Section 13.7. – Secret Ballot. All recall elections shall be conducted by written secret ballots submitted to the Adjutant via the United States Postal Service or submitted in person to the Adjutant at the recall election. Ballots received at the Post via the United States Post Office after the date and time fixed for the recall election shall be null and void.

Section 13.8. – Ballot Committee. Prior to the recall election the Commander shall appoint a ballot committee of three Post members in good standing to count the ballots immediately following the recall election and the success or failure of the recall election shall be verbally reported to the members attending the meeting at which the recall election is held and thereafter the success or failure of the recall election shall be published in the issue of the monthly newsletter next issued after the recall election.

Section 13.9. – Not Eligible. A recalled Officer shall not be eligible to be nominated or elected in the future to serve as a Post Officer.

Article 14 – Amendments

Section 14.1. – Notification. Written notice of the presentation of proposed amendments must be given to the Post membership at least five days in advance of the date the proposed amendments will be presented.

Section 14.2. – Presentation. Amendments must be presented to the membership in writing and read to the membership at two regular Post meetings. The reading of amendments during a meeting may be waived by a majority voice vote of members present. Proposed amendments will be made available at the Post for review by Post membership during the period between the two said regular Post meetings.

Section 14.3. – Post Adoption. Having a quorum present at the second regular Post meeting and after the proposed amendments have been presented, adoption requires a two-thirds vote of the Post members present and voting at the meeting. Adoptions of amendments are subject to the provisions of the National Constitution of The American Legion and of the Department Constitution of the Department of California, The American Legion.

Section 14.4. – Approval. Amendments initiated and adopted by the Post shall not be in force or effect until approval of the amendments is obtained by the Constitution and Bylaws Commission of the Department of California.

Certification

We hereby certify that the enclosed revision of the Bylaws of Orcutt Post 534, The American Legion, Department of California located at 145 West Clark Avenue, Orcutt California 93455 were presented at two regular Post meetings and were adopted at the regular Post meeting on Wednesday, July 9, 2008, a quorum being present at the meeting, by a two-thirds vote of the Post members present and voting at the meeting.

First Presentation: Wednesday, April 9, 2008

Second Presentation: Wednesday, May 14, 2008

Post Commander

Post Adjutant