

ENCLOSURE 4

POST 177 * AMERICAN LEGION
POST OFFICE BOX XX - CANFIELD, OHIO 44406

DEPARTMENT OF OHIO

BY-LAWS

DRAFT

ARTICLE I

Section 1. The By-Laws herein set forth and the foregoing constitution are provided for and shall govern the Post existing under these By-Laws, which shall be known as Post 177, The American Legion, Department of Ohio, Inc.

Section 2. The objects and purpose of this Post are as set forth in the Constitution of the Post.

ARTICLE II

Section 1. The administrative authority of this Post shall be vested in a committee which shall be known as the **Executive Committee** of which the Post Commander shall preside as Chairman.

Section 2. The Executive Committee shall consist of elected and appointed officers of the Post; the Commander, First Vice Commander, Adjutant, Finance Officer, Immediate Past Commander, Chaplain, and two (2) elected from the floor, holding no other office. Four (4) members will comprise a quorum. The members of the Executive Committee shall hold office for one (1) year or until their successors are chosen.

Section 3. The Executive Committee shall meet for organization and the transaction of such business as may properly come before it at the call of the Post Commander, subsequent to the installation of the newly elected Post officers after the election and thereafter the Committee shall meet at the call of the Post Commander. The Post Commander shall call a meeting of the Committee upon the joint written request of three (3) or more members of the Committee.

Section 4. The Executive Committee shall exercise administrative and managerial power over the affairs and business of this Post, except where otherwise provided; it shall determine the place of the meeting and shall authorize and approve all expenditures and disbursements of the funds of this Post, first authorized by the members of this Post assembled at Post meetings at which a quorum is present, except where otherwise provided. The Committee shall require adequate surety bonds from members of this Post or officers of this Post having custody of monies or property of this Post. It shall hear the reports of Committee Chairmen when deemed necessary to expedite the Post program.

Section 5. Any vacancy existing in the Executive Committee or any office of this Post, for any cause other than the expiration of the term of said office, shall be filled by a majority vote of the remaining members of the Executive Committee and a person so appointed shall be a member in good standing and shall hold office for the unexpired term of the Committee member or officer whom he succeeds.

Section 6. A vacancy in the Executive Committee or in any office of the Post shall exist when a member of the Committee or an officer of the Post shall be found guilty after written charges have been filed and determined or is absent from his/her office for a period of three (3) unexcused consecutive meetings.

Section 7. A two-thirds (2/3) vote of the Executive Committee shall be necessary to remove from office for good cause shown, a member of the Executive Committee or an officer of the Post.

Section 8. No resolution or action adopted by the officers of the Post or the Executive Committee shall become effective unless ratified by a majority vote of the members of the Post assembled at a regular Post meeting or at a special Post meeting of which a written notice has been given to each Post member seven (7) days in advance of the date of such special meetings; said notice shall contain the time, the place, and the agenda of such a special meeting.

Section 9. In cases of emergency where inability of the Executive Committee and the Post to meet and act upon such emergencies by reason of limitation of time, wherein resulting delay would be detrimental to the Post and/or to The American Legion, the Post Commander shall make a full report of such emergencies and such action as has been taken, at the Executive Committee and Post meeting next following.

ARTICLE III

Section 1. The following officers are elective officers of the Post and are to be elected at the annual election meeting:

- a. Commander
- b. First Vice Commander
- c. Two members from the floor for the Executive Board

Section 2. It shall be the duty of the Post Commander to preside at all meetings of the Post and to have general supervision over the affairs and business of this Post and such officer shall be the Chief Executive Officer of this Post. He/She shall make and read at the annual meeting a report of the business of this Post during his/her year of office and shall make recommendations for the ensuing year. He/She may cast the deciding vote on any question upon which an even vote has been recorded. He/She shall be ex-officio member of all committees, the Post Commander shall have the authority, under emergency conditions, to make an expenditure of Post funds not to exceed one hundred (\$100) dollars, for use in furthering the aims of The American Legion.

Section 3. The First Vice Commander shall render reports of membership annually. He/she shall keep an accurate membership roster containing the name and addresses of each member, the date of admission to membership, the date of termination of such membership for any cause, such fact and date of termination shall be recorded in the governing records as required by Section 1703.13, the Ohio Code of Laws, governing records of nonprofit corporation together with other such records as the Executive Committee may require. He/she shall assume and discharge the duties of the Post Commander during the absence or disability of the Post Commander and shall assume such other duties of this office as may be assigned by the Executive Committee. He/She shall be

Chairperson of the Membership Committee.

ARTICLE V

Section 1. The Post Commander immediately upon taking office shall appoint the following officers:

Adjutant
Post Chaplain
Finance Officer

Section 2. The Post Adjutant shall have charge of and keep a full and correct record of all proceedings of all meetings of the Post and the Executive Committee. He/She shall keep such records as the National and the Department organizations may require. He/She shall handle all correspondence of the Post under the direction of the Post Commander.

Section 3. The Finance Officer of this Post shall have charge of and keep a record of such funds of this Post as are provided in the By-Laws and shall deposit all such funds in a depository designated by the Executive Committee. The Finance Officer shall make a report each month to the conditions of the finances of the Post. The Finance Officer shall furnish such surety bonds as the Executive Committee shall determine. He/She shall make such recommendations as he/she may deem expedient or necessary for raising funds with which to carry on the activities of the Post.

Section 4. The Post Chaplain shall be charged with the spiritual welfare of the comrades of this Post and will offer divine but non-sectarian service in the event of dedications, funerals, public functions, etc., and adhere to such ceremonial rituals as are recommended by the National and Department Headquarters from time to time.

ARTICLE VI

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

ARTICLE VII

Section 1. All elections of officers of this Post, Executive Committee persons, members of the Board of Trustees and delegates and alternates shall be by secret written ballot and the candidate or candidates receiving the highest number of votes shall be declared elected to the office or offices for which they are candidates.

Section 2. All officers of the Post shall be elected ten (10) or more days prior to the Annual District Convention and be sworn in at such meeting.

Section 3. Delegates and alternates to Mahoning County Council shall be elected at the Annual Election of Post Officers and they shall serve for a term of one (1) year or until their successors have been duly elected.

Section 4. Delegates and alternates to the District, Department or other conventions shall be elected at the Annual Election of Post Officers and shall serve for a term of one (1) year or until their successors have been duly elected. The newly elected Commander shall be an automatic delegate to each.

Section 5. Each Post officer shall be installed in office according to the prescribed Departmental or National ritual and shall hold office until his successor is elected and installed. Each retiring officer shall deliver to his successor in office or to the Post Commander all property or funds in his possession upon the expiration of his term of office or the vacation thereof.

Section 6. A written notice of the annual election of officers is to be given each member at least fifteen (15) days prior thereto.

Section 7. There shall be two (2) calls for nominations of officers prior to the annual election of officers. First call shall be the first meeting in March and second call shall be the first meeting in April with election of officers to be held at the first meeting in May.

Section 8. The Executive Committee shall appoint a chairperson for a nominating committee.

ARTICLE VIII

Section 1. The regular meetings of this Post shall be held on the first Tuesday of each month at 7:00 P.M., provided a quorum of eleven (11) Post members in good standing are present or as may be otherwise enacted by a majority vote of the members of this Post at a regular meeting.

Section 2. In the event that neither the Post Commander nor the First Vice Commander are present at a meeting of the Post, then the Past Commander in order of seniority shall preside. In the absence of all the aforementioned officers, and Past Commanders, then the Adjutant, Finance Officer, or Chaplain shall preside, in the order as herein specified.

Section 3. Unless otherwise provided the order of business at regular Post meetings shall be as specified in The American Legion Manual of Ceremonies.

Section 4. Robert's Rules of Order will govern all procedures of this Post, unless otherwise specified in these By-Laws.

Section 5. No business shall be transacted at a regular meeting or a special meeting of the Post or at a meeting of the Executive Committee or at a meeting of the Board of Trustees unless a quorum shall be present.

Section 6. The Post Commander or a majority of the Executive Committee shall have the power

to call a special meeting of this Post, at any time, upon not less than seven (7) days written notice to each member in the manner provided in Article II, Section 8.

Section 8 7. Upon the written request of the number of Post members constituting a quorum required to open a special meeting and transact business, the Executive Committee shall call a special meeting of this Post and shall direct the Post Adjutant to provide each member of this Post with a written notice thereof not less than seven (7) days prior to the date of such meeting and in the manner provided in Article II, Section 8.

SECTION IX

Section 1. Each member shall furnish the Post Adjutant with his or her address for mailing purposes, and any change of address thereafter.

SECTION X

Section 1. This Post shall incur, or cause to be incurred, no liability nor obligations whatsoever which shall subject to liability any other Post, subdivision, group of men and/or women, members of the American Legion, or other individuals, corporations or organizations.

SECTION XI

Section 1. These By-Laws may be amended at any regular Post meeting by a vote of two-thirds (2/3) of the members of said Post attending such regular meeting: provided, that the proposed amendment shall have been submitted in writing and read at the next two (2) successive meetings of this Post, and written notice thereof has been given to all members of this Post at least five (5) days in advance of the date when such amendment is to be voted upon, notifying said members that at such meeting a proposal to amend the By-Laws is to be voted upon.

SECTION XII

Section 1. If charges are preferred against a member of this Post, the Executive Committee shall appoint a Trial Board to consist of not less than five (5) nor more than seven (7) members in good standing in The American Legion of Ohio, within five (5) days after the filing of written charges. Said Trial Board shall commence the taking of testimony on said charges within ten (10) days after its appointment. The decision of the Trial Board, which may be an acquittal, a reprimand, or a removal from office, suspension or expulsion from this Post, shall be reported to this Post forthwith and acted upon by this Post at its next regular meeting.

Section 2. This Post excepting in the case of an acquittal by the Trial Board, may affirm, modify or reverse the findings and sentence of the Trial Board. If this Post suspends or expels the accused or removes him from office, he may appeal such decision to the Department of Ohio Executive Committee which shall hear and determine the issue at its meeting next following the action of this Post. The Department Executive Committee shall conduct its hearing upon the transcribed testimony heard by the Trial Board or oral testimony, or both. The decision of the Department Executive Committee shall be final on such an appeal; otherwise the decision of this Post shall be final.

SECTION XIII

Section 1. These proposed By-Laws shall be read and introduced at the regular meeting held by this Post on *Thursday*, _____ *Friday*, _____ and shall be voted upon for adoption at the next regular meeting of this Post following the meeting aforesaid, provided that notice of such proposed adoption of these By-Laws shall be given to the members of this Post at least five (5) days prior to the date of said next regular meeting.

Section 2. A favorable vote of two-thirds (2/3) of the members of this Post attending the regular meeting at which the question of adoption is to be voted upon shall be necessary for the adoption of these By-Laws.

Section 3. At such regular meeting as herein before provided for and after giving due notice as required by Section 1, hereof, the question of adoption of these By-Laws came for a vote at the regular meeting of this Post held on the _____ day of _____ 20____, and the vote thereon was as follows: For the adoption of the By-Laws, _____ votes; against the adoption of the By-Laws, _____ votes; and such vote being two-thirds (2/3) or more of the members of this Post attending said regular meeting cast in this Post, do hereby declare these By-Laws to be henceforth in full force and effect.

Dated _____
_____ **Post Adjutant**

Attest _____
Post Commander _____ **Chairman, By-Laws Committee**