



**The American Legion
Department of Michigan**

By-Laws

Revised at the 2019 Annual Convention

Article I

NAME

Section 1: The organization existing under these By-Laws is to be known as: The American Legion, Department of Michigan.

Section 2: The objects of this organization are as set forth in the Constitution.

Article II

ELIGIBILITY TO OFFICE

Section 1: Any paid-up member in good standing of a Post in the Department of Michigan may be elected to any office in the Department, except as otherwise provided herein.

Section 2: No person shall be eligible for any office in The American Legion, Department of Michigan, or any of the Posts thereof, nor if elected, shall such person continue to hold such office, unless within thirty (30) days after such election such person shall have furnished proper and satisfactory evidence of honorable service, complying with Article IV, Section 1 of the Constitution, to the Department Adjutant, in the case of Departmental officers, District Commanders and Alternates, and to the Post Adjutant in the case of Post Officers. Department and Post Commanders shall examine the evidence of eligibility of their respective Adjutants.

Section 3: All questions affecting the election, eligibility and conduct of Department officers, District Commanders and Alternates shall be referred to and determined by the Department Executive Committee as the final authority thereon.

Section 4: Except Department Executive Committeemen, all officers of District Associations, County Councils, City Councils and Posts in this Department shall be elected as provided by the Constitution and By-Laws of each organization, respectively.

All questions affecting the election and eligibility of any of the above-named officers shall be referred to and determined by the Commander of the District in which the organization is

located, with right of appeal to the Department Executive Committee by such procedure as shall be determined by the Department Judge Advocate.

Article III DEPARTMENT EXECUTIVE COMMITTEE

Section 1: There shall be five (5) annual meetings of the Department Executive Committee. Two (2) of these are dependent upon the time and location of the Department Convention.

Section 2: The first (1st) meeting of the Department Executive Committee shall take place within twenty-four (24) hours of the conclusion of the annual Department Convention.

Section 3: The second (2nd) annual meeting of the Department Executive Committee shall be within forty-five (45) days, and no more than fifty-five (55) days, of the adjournment of the Department Annual Convention provided, however, that the Department Commander shall have authority to extend said forty-five (45) day period for sufficient reasons to the Commander appearing, upon approval of the Department Executive Committee.

Section 4: The third (3rd) meeting of the Department Executive Committee is to be held in September or October, after the adjournment of the National Convention, during the Fall Conference at which is provided Schools of Instruction for Commanders, Adjutants, Service Officers or other topics.

Section 5: The fourth (4th) meeting of the Department Executive Committee, to be known as the Winter Meeting, is to be held within the first three (3) months of the year. Dates and locations of the third (3rd) and fourth (4th) meetings will be determined one (1) year in advance by the Department Executive Committee when assembled in Fall Conference, upon the recommendations of the Permanent Time and Place Committee.

Section 6: The fifth (5th) and last meeting of the Department Executive Committee shall be known as the Pre-Convention Meeting, taking place at the site of and just prior to the next year's convention.

Section 7: In addition to the above regular meetings, special meetings shall convene upon call of the Department Commander or upon petition signed by the majority of the members of the Department Executive Committee, duly filed with the Department Adjutant, setting forth the reasons therefor.

Section 8: Notice of all meetings shall be given not less than five (5) days before any such meeting is held. In case a meeting convenes upon petition, the same shall be called by the Department Adjutant with ten (10) days after the filing of the petition with the Adjutant.

Section 9: The Commander may require members of the Department Executive Committee when, in the Commander's opinion, such action is necessary, to vote by mail or e-mail vote. If

an e-mail vote is implemented, each response must be forwarded to all members of the Committee. If standard mail, the voting shall be considered closed at the end of seven (7) business days, provided a majority of members of the committee have returned to the Chairman their votes by that time, or it shall be considered closed at any time prior thereto and when all the members have returned their votes. In the event one-third (1/3) members of the committee objects in writing, the matter shall not be decided and will be considered as the first order of business at the next regular meeting or special meeting and the Chairman shall notify the committee of the action taken

Section 10: A quorum shall exist at any meeting of the Department Executive Committee when a majority thereof shall be present, or shall have replied to letter, telegram and/or fax or such other electronic conveyance.

Article IV ADMINISTRATIVE COMMITTEE

Section 1: The Commander, the 1st and 2nd Vice Commanders, the Zone Commanders, the Finance Officer, with vote and the Judge Advocate, who shall be without vote, shall constitute the Administrative Committee.

Section 2: Administrative Committee shall, upon emergency, possess and may exercise the authority of the Executive Committee between meetings of such committee.

Section 3: The Administrative Committee shall meet only upon call of the Department Commander, and its actions shall be reported to the Department Executive Committee at its first meeting thereafter.

Article V DEPARTMENT OFFICERS

Section 1: Department Commander shall be the chief executive officer of the Department and shall be empowered and directed to do such acts as may be necessary and proper to conduct the business of the Department. The Commander shall preside at the Annual Convention and at all meetings of the Executive Committee and shall issue all necessary orders and may direct the Adjutant or any other Department officer, when necessary, to proceed to any place on American Legion business. The Commander shall appoint all standing committees, subject to the approval of the Executive Committee, except as otherwise provided. The Commander shall represent the Department in all of its relations with the federal, state and local government and with the people of the State of Michigan. The Commander shall see that all provisions of the National Constitution and By-Laws and all policies established under them are duly observed. The Commander shall be reimbursed up to the budget allowance for necessary actual travel expenses while in performance of the duties of the office, with any additional funding to be determined by the Finance/ Personnel Committee, subject to the approval of the Department

Executive Committee. The Commander shall not be eligible for more than one (1) term of office as Commander.

Section 2: Past Commanders: Each retiring Commander shall, upon the installation of his successor, be declared to be a Past Department Commander and shall be presented with a Past Department Commander's symbol. Each past Department Commander shall become a delegate to each succeeding Convention and shall have, if present, all the rights of a Delegate in the affairs of the Convention provided he remains a member in good standing in the Department of Michigan and is not an employee of the Department of Michigan. If a Past Department Commander shall become an employee of the Department, he shall waive his voting right as a Delegate and shall continue to waive his voting right so long as he remains an employee. The vote of each Past Department Commander, except as stated above, shall be announced with the vote of the District in which his Post is located.

Section 3: First and Second Vice Commanders: First and Second Department Vice Commanders shall be elected annually at the State Convention and shall not serve more than one (1) consecutive term with the same office. It is preferred that Legionnaires desiring to serve as Department Commander become a part of the "team" by being elected Department Second Vice Commander, then progressing by receiving the official nomination for Department First Vice Commander and, eventually, by receiving the official nomination for Department Commander."

Section 4: Department Vice Commanders shall perform such duties as may be required of them by the Department Commander or the Department Executive Committee. For the purpose of administration by the Vice Commanders, the various Districts shall be grouped into "Zones." The Vice Commander representing each "Zone" shall represent the Department in the Districts comprising the "Zone" from which they were elected, and it shall be their duty to attend all District Conventions within their "Zone", so far as possible, and to initiate constructive programs and policies for the furtherance of the interest of the Posts therein. Immediately upon their installation, they will elect one of their group as Chairman. The Vice Commanders shall not be eligible to serve two (2) consecutive years. The Districts and Zones will be determined by the Department Executive Committee and published in the DEC Manual each year.

Section 5: Department Adjutant shall be the chief administrative officer of the Department. The Adjutant shall be the custodian of and shall cause to be kept all official Department records. The Adjutant shall perform all administrative and clerical acts necessary to conduct the business of the Department. The Adjutant shall receive all dues and monies from Posts, keep a record thereof, and shall deposit the same in the name of "The American Legion, Department of Michigan" in a bank or banks as ordered by the Finance/Personnel Committee, with the approval of the Department Executive Committee. The Adjutant shall perform any other duties as may be directed to do by the Department Commander or the Department Executive Committee.

The Adjutant shall receive such salary as shall be fixed by the Finance/Personnel Committee, subject to the approval of the Department Executive Committee.

The Adjutant shall be reimbursed for actual traveling expenses while in the performance of the necessary duties of the office.

Section 6: Department Finance Officer shall be the custodian of the funds of the Department. He shall pay out money only on vouchers properly signed by himself, or the Department Adjutant, or Finance Chairman, and only for such purposes as shall have been duly authorized. He shall keep a full and complete record of all transactions, including receipts and disbursements, and shall exhibit all records when requested to do so by any Department Officer or member of the Executive Committee or Finance/ Personnel Committee.

The Finance Officer of the Department, immediately upon his election, shall appoint an Assistant Finance Officer, whose powers and duties shall be such as may be prescribed by the Finance/Personnel Committee. The Assistant Finance Officer shall not be a member of the Department Executive Committee or of the Department Finance/Personnel Committee, except when delegated by the Finance Officer to represent him in attendance at meetings of these committees. The official financial records of the Department shall be kept at Department Headquarters.

Section 7: Department Judge Advocate shall advise the officers of the Department upon all legal matters of The American Legion, including interpretation of the Department Constitution and By-Laws, and shall perform such other duties as may be required of him by the Commander or Executive Committee. The Department Judge Advocate, by and with the approval of the Commander and Executive Committee, shall appoint such Assistants or County Judge Advocates as may be necessary. The Judge Advocate shall receive such reimbursement for expenses of the office as shall be determined by the Finance/Personnel Committee, subject to the approval of the Department Executive Committee

Section 8: Historian shall prepare a history of this Department during the term of office and shall submit such history to the Department Convention. The Historian shall collect such other information as may be required to complete the History of the Department from its inception. The Historian shall receive compensation for his services.

Section 9: Department Chaplain shall perform such divine and non-sectarian services as may be necessary, adhering to such ceremonial rituals as may be recommended by National Headquarters from time to time.

Section 10: Department Sergeant-at-Arms shall have charge of the ceremony of advancing and retiring the colors at the official Department meetings, and shall be in charge of the ushering, seating and keeping order during all official Department meetings. Sergeant-at-Arms shall be empowered to appoint such Assistants as may be necessary to carry out his/her duties.

Section 11: Vacancies occurring in any of the elective offices of the Department shall be filled by the Department Executive Committee. In the event of a vacancy in the office of Department Commander, the Department Adjutant shall forthwith call a meeting of the Executive Committee to be held within seven (7) days thereafter to fill such vacancy. The Department 1st Vice Commander shall serve as Department Commander until the vacancy is filled by the Executive Committee. In the event of a vacancy in the office of National Executive Committee member, the Alternate Executive Committee member shall become the National Executive Committeeman. The vacant position of the Alternate National Executive Committeeman will be filled by the Department Executive Committee.

Section 12: The Department Judge Advocate and the Department Chaplain shall be appointed by the Commander, subject to the approval of the Department Executive Committee. Such an appointment of a Chaplain shall be in the spirit traditionally practiced in The American Legion on the National and Department levels; that the rotation of a Chaplain among the three major faiths be continued whenever a Chaplain is available.

Section 13: The Department Adjutant shall be hired by the Department Administrative Committee. When a vacancy occurs in the office of the Department Adjutant, the exiting Department Adjutant will sit in an advisory capacity, without vote, in the selection process, except when the exiting Department Adjutant has been removed for cause. The term of office for the Department Adjutant shall be three (3) years, on a contractual basis renewable at the end of three (3) years, as long as said Department Adjutant's service is satisfactory and acceptable. The Department Adjutant shall be given an Annual Effectiveness Evaluation by the Department Commander forty-five (45) days prior to the Department Convention. Said Effectiveness Evaluation shall be reviewed by the Department Administrative Committee for filing and/or necessary action. The first Employment Contract shall be for a period of three (3) years, commencing January 1, 1987.

Article VI COMMITTEES

Section 1: The following permanent Department Standing Committees and Subcommittees are hereby authorized:

- Americanism and Community Service
 - Subcommittee: Junior Shooting Sports
 - Subcommittee: Law & Order
 - Subcommittee: Scouting
- American Legion Baseball
- American Legion Boys' State
- Children and Youth
- Education and Scholarship
- Finance/Personnel
- Internal Affairs
 - Subcommittee: Constitution and By-Laws

Subcommittee: Legion Riders
 Legislative
 Media & Communications

 Membership
 Subcommittee: Post Development
 National Security and Foreign Relations
 Subcommittee: Blood, Eye and Vital Organ Bank
 Subcommittee: POW/MIA
 Permanent Time and Place/Resolution Assignment
 Reconnect
 Subcommittee: Homeless Veterans Task Force
 Veterans Affairs and Rehabilitation
 Subcommittee: Heroes to Hometown
 Subcommittee: V.A.V.S./V.H.V.S.
 Veterans Employment & Education

Section 2: Such other special committees and liaisons may be appointed by the Department Commander and authorized by the Department Executive Committee.

Section 3: All Department Committees and Subcommittees shall function under Rules of Procedure approved and adopted by the Department Executive Committee. Committee Rules of Procedure may be amended in content, but not in format, by a majority of the members of the Committee, submitted to the Internal Affairs Committee for review and recommendations and finally approved by the Department Executive Committee.

Section 4: All committee members shall be appointed and may be removed for cause by the Department Commander, with the approval of the Department Executive Committee. The Department Commander shall name the Chairman of each committee to serve until the next Department Convention.

Members that are on mandated committees (Permanent Time and Place), or serving in an Alternate or Assistant position on the Department Executive Committee, may also serve on an appointive Department committee but not in a Chairmanship, with the exception of the Permanent Time and Place Chairman, who may serve in that role.

No member shall receive per diem and travel pay more than once per call, regardless of the number of committees they serve on."

Section 5: The term of office of all members of Department Committees shall be staggered so that the term of one-half of the Committee shall expire at the close of the annual Department Convention each year. Appointments, except when a shorter term shall be necessary to comply with this provision, shall be for a term of two (2) years each.

Section 6: No Legionnaire may be appointed to serve on more than one regular standing appointive Department Committee at any one time.

Section 7: Finance/Personnel Committee: The Commander shall appoint, subject to ratification by the Department Executive Committee, a Department Finance/Personnel Committee to be composed of five (5) members, one (1) member to be appointed from each Zone of the Department and two (2) Alternate members, without vote. The Commander and Finance Officer shall be ex-officio members of this committee, with vote, the Director of Veterans Affairs and Rehabilitation shall be an ex-officio member of this committee and the Adjutant shall be ex-officio Secretary of this committee, without vote.

Section 8: All funds received from any source for the Department of Michigan, including any Board or Committee created and or appointed by The American Legion, Department of Michigan, shall be under the possession, control and supervision of the Finance/Personnel Committee. Said Committee shall be charged with the duty of setting up a proper and adequate system of centralized control and procuring audits of such funds.

Section 9: The Finance/Personnel Committee shall be charged with the preparation of a yearly budget, the financial policy of the Department, the handling of funds under the budget, and approval of expenditures of all Department funds not budgeted, and preparation and approval of the audit of all books and records of the Department and other additional audits as often, in addition thereto, as it may deem expedient. It shall file a written report including the official audit with the Annual Convention, setting forth in detail the financial recommendations as it considers advisable.

Section 10: The Finance/Personnel Committee shall be charged with the duty of fixing the amount of and providing a proper and adequate fidelity and crime insurance for the Department Adjutant, the Department Finance Officer and all other Department officials and employees who handle Department funds; in an insurance company or companies approved by the National Adjutant. The expense of the insurance provided for herein shall be borne by the Department. The Finance/Personnel Committee shall also be responsible for the investing of all trust funds, excepting those funds left in trust for purposes of the authorized subsidiary corporation.

Section 11: The Constitution and By-Laws of all Department Subsidiary Corporations shall be adopted and amended only with the consent of the Department Executive Committee.

Article VII DUES AND REVENUE

Section 1: The revenue of the Department shall be derived from annual membership dues and from such other sources as may be approved by the Department Executive Committee.

Section 2: The revenue of the District Associations may be derived from dues and such sources as may be approved by the Department Executive Committee.

Section 3: The revenue of the Posts shall be derived from annual membership dues and from such other sources as shall be approved by the Post.

Section 4: Each Post shall pay to the Department, as annual dues for the ensuing year, the amount determined by the Annual Convention.

Section 5: The annual dues shall be collected by each Post and transmitted promptly through the Department to the National Treasurer. Departments are designated agents for collections for The American Legion with respect to such annual dues and, upon receipt thereof, shall remit them promptly to The American Legion.

Section 6: In no event shall the period transpiring between the receipt of such annual dues by a Post of the Department and the remittance thereof to the National Treasurer through the Department exceed thirty (30) days.

Section 7: Public Solicitation: No Post, City or County Council shall engage in any activity where money or property is solicited from the public, without first securing the approval of the District Commander of said District. Violation of this provision shall be reported to the Department Commander by the District Commander.

Section 8: Arrears in Dues — A member whose dues for the current year have not been paid by January 1st, shall be classed as delinquent. If the dues are paid on or before February 1st, the member shall be automatically reinstated. If the member is still delinquent after February 1st, such member shall be suspended from all privileges. If such member is still under suspension on June 30th of such year, the member's membership in The American Legion shall be forfeited. A member so suspended, or whose membership has been forfeited, may be reinstated to active membership in good standing by vote of the Post and payment of current dues for the year in which the reinstatement occurs. The Post, at its option, may also require a member whose membership has been so forfeited to pay one year's arrearage in dues. The Department and National Organization may waive the provisions hereof, with reference to former members who have been prevented from the payment of dues by reason of active military service, upon payment of dues for the year in which reinstatement occurs.

Section 9: Dues shall be paid annually, or for life.

Article VIII

REPORTS, EXPENSES, SALARIES AND DEPARTMENT HEADQUARTERS

Section 1: Reports - It shall be the duty of all officers and chairpersons to make annual detailed written reports for publication in the Michigan Legionnaire, setting forth the activities of their respective offices or committees for the preceding year. Any supplemental reports shall be read

during the Convention. The reports shall be entered in their entirety in the minutes and shall be filed with the Department Adjutant for publication in the Department annual History.

Section 2: Expenses - No Department officer or member of any committee shall be paid or reimbursed from the funds of the Department for any travel or other expense incurred upon Department business, unless an expense voucher or other suitable permission, duly Called by the Department Commander or Duly signed by the Department Adjutant, shall accompany the order for payment thereof.

Section 3: Salaries - No officer, committee member or employee of the Department shall receive any salary unless the same is specifically provided for in the Constitution and By-Laws or unless duly authorized by the Annual Convention or by the Department Commander, with the approval of the Department Executive Committee. The authorization in each case shall be filed with the Department Adjutant.

Section 4: Department Headquarters - The Headquarters of the Department shall be established and maintained under the direction of the Department Executive Committee.

Section 5: All official records of the Department shall be kept at Department Headquarters, under the custody of the Department Adjutant.

Article IX RULES

Section 1: The Department shall be governed by the Department and National Constitution and By-Laws and amendments thereto, by the mandate of the Department Convention and any such miscellaneous rules as may, from time to time, be ordered by the Department Executive Committee.

Article X USE OF THE NAME AND EMBLEM

Section 1: The Department Officers are charged with resisting and restraining the unauthorized use of the name "The American Legion" or the emblem.

Section 2: The name "The American Legion" may be used only in carrying out the purposes of the organization by the Posts and the Department, in connection with appropriate language to indicate the Post or the Department name.

Section 3: The use of the emblem by the individual Legionnaire shall be limited to the wearing of the official insignia and to the possession of authorized jewelry or merchandise bearing the emblem.

Section 4: The use of the emblem by Posts shall be confined to using imprint of the emblem upon stationery and office supplies, upon Post publications and to the use of authorized regalia or merchandise bearing the emblem.

Section 5: The use of the emblem by the Department shall be the same as set forth in Section 4 of this Article excepting, however, that the Department shall be privileged to use the emblem for decorations and souvenir purposes, subject to approval secured in each instance from the National Adjutant.

Section 6: Any other use of the name "The American Legion" or the emblem shall be subject to the approval of the National Adjutant, provided that the approval of the Department Commander has first been granted.

Article XI DISCIPLINE

Section 1: The Executive Committee may, by two-thirds vote of all of its members, remove from office any officer or committee member of the Department for malfeasance, misfeasance, or nonfeasance in office or for conduct unbecoming a member of The American Legion. Complaints seeking removal of such officer or committee member shall be reduced to writing, signed by a member of the Michigan Department and verified by oath that the charges therein contained are true of the member's own knowledge. Such complaint shall be immediately referred to the Administrative Committee, which shall cause the matters therein set forth to be investigated by the Judge Advocate, unless the Judge Advocate be an interested party or necessary witness, in which case the Commander or the Administrative Committee shall appoint a special Judge Advocate for such purpose. The Judge Advocate shall cause a copy of the complaint to be sent by registered letter to the official address of the accused and shall afford the accused opportunity to reply thereto. The result of such investigation shall be reduced to writing and promptly returned to the Administrative Committee, with the recommendation of the Judge Advocate endorsed thereon. Unless the Administrative Committee shall, by a four-fifths vote of all the members, find the complaint to be without merit, the matter shall be referred to the Department Executive Committee.

It shall be the duty of the Commander to forthwith call a special meeting of the Executive Committee to convene within twenty (20) days thereafter to consider and act upon the complaint. Upon failure of the Commander to call such a meeting within a period of five (5) days after the complaint shall have been referred to the Executive Committee by the Administrative Committee, any other officer of the Department shall be authorized to call such meeting. The Executive Committee shall, by resolution, determine the manner in which such complaint shall be heard and action taken thereon. The action of the Executive Committee shall be final and conclusive.

Article XII AMENDMENTS

Section 1: These By-Laws may be amended by two-thirds vote at any Annual Department Convention, provided notice be published electronically on the Department website at least 60 days prior to said convention and be published in paper form in a spring edition of the Michigan Legionnaire. Said proposed amendment shall be referred to the Convention Constitution and By-Laws Committee, which shall submit the same to the Department Convention with its recommendations with regard thereto.

Section 2: This Constitution and By-Laws is adopted subject to the provisions of the National Constitution and By-Laws of The American Legion. Any amendment to the National Constitution and By-Laws which is in conflict with any provisions hereof shall be regarded as automatically repealing or modifying the provisions of this Constitution and By-Laws to the extent of such conflict.

Section 3: That no proposed amendment shall be submitted through the Department Adjutant to the several Posts of the Department and members of the Department Executive Committee, as provided in Section (1) of this Article, unless said proposed amendment shall first have been submitted by a Post or District or Department Association, or by the standing Department Constitution and By-Laws Committee or the Department Executive Committee.

Adopted: June 30, 2019

Article XIII REPEAL-EFFECT CLAUSE

The Constitution and By-Laws of the Department of Michigan, as they existed prior to the action of the Kalamazoo 2019 Convention, are hereby repealed. These Constitution and By-Laws shall take effect immediately upon the close of the 2019 Department Convention.