

Revised January 2022

**Florissant Valley Memorial American Legion Post 444, Inc.  
The American Legion Department of Missouri, Inc.**

**BY-LAWS**

**Article I - Post Headquarters**

**Section 1:** The Headquarters of this Post shall be established and maintained under the direction of the Post Executive Committee.

**Article II - Post Officers**

**Section 1:** The Post Commander can't be a member of the House Committee. No member shall hold more than one (1) Post office at the same time.

**Section 2:** All newly elected officers shall assume their respective duties at time of installation. The formal installation ritual as prescribed by the American Legion Department of Missouri, Inc, and National Organizations shall be held at the direction of the Post Commander.

**Section 3:** Any elective officer of the Post who has failed to attend three consecutive meetings without just reason shall be relieved of their office.

**Article III- Duties of Officers and Corporate Directors**

**Section 1:** It shall be the duty of the Post Commander to preside at all meetings of the Post and the Post Executive Committee, and to have general supervision over the business and affairs of the Post. The Commander shall approve all orders directing the disbursement of Post funds. The Commander shall make an annual report covering the business of the Post for the past year and recommendations for the ensuing year, which report shall be read at the last meeting at which the Commander presides, such report to become a portion of the minutes of that meeting. The Commander shall be the Chief Executive Officer of the Post, and shall be responsible for the enforcement of the National and Department Constitution and By-laws and the Constitution and By-laws of the Post, and shall perform such other duties as the Post may direct from time to time.

**Section 2:** The Vice-Commanders, except the Assistant First and Second Vice-Commanders, as designated, shall assume and discharge the duties of the Commander in the absence or disability of the Commander, and whenever called upon by the Commander to perform such duties. The

First Vice-Commander shall be responsible for issuing membership cards, shall cause the Post roster to be current and maintain a continuous membership record of same and shall also prepare a new roster at the end of each Legion year. The Second Vice-Commander shall be Chairperson of the Ways and Means Committee. The Assistant Second Vice-Commander shall assist the Second Vice-Commander with all activities initiated by the Ways and Means Committee and shall assume and perform the duties of the Second Vice-Commander in his absences or disability.

**Section 3** The Adjutant shall have charge of and keep a complete record of all proceedings at meetings of the Post and the Executive Committee. The Adjutant shall keep all records and make all reports the National, Department and District Organizations may require and direct. The Adjutant shall render reports of the membership annually and under the direction of the Commander, the Adjutant shall handle the correspondence of the Post.

**Section 4:** The Assistant Adjutant shall have charge of the “newsletter” publication and such other printing as may be prescribed by the Commander or the Commander’s representatives. The Assistant Adjutant shall fill the temporary vacancy of the Adjutant.

**Section 5:** The Finance Officer shall be custodian of all the Post funds, except those authorized to committees and shall deposit all such funds in such bank or banks as may be directed by the Post. All deposits of funds shall be made in the name of the Post. The Finance Officer shall report at least once each month at a Post meeting, the condition of the finances of the Post together with such recommendations deemed expedient or necessary for raising funds with which to carry on the activities of the Post. The Finance Officer and all other officers and members of the Post handling Post funds shall be properly bonded with a good and solvent bonding company or other qualified bond. All disbursements of the Post funds shall be made by check, such checks to be valid only when bearing the signature of persons authorized by the Post.

**Section 6:** The Assistant Finance Officer shall assist the Finance Officer in his duties as may be requested. The Assistant Finance Officer shall assume and perform the duties of the Finance Officer in the absence or disability of the Finance Officer.

**Section 7:** The Post Historian shall be charged with the full responsibility for keeping records of incidents on the Post, and individual records of members of the Post and shall perform such other duties as shall properly pertain to the office as may be determined by the Post. The Historian shall keep such records and make such reports as may be required and directed by the National and Department Organizations or by the Post Executive Committee.

**Section 8:** The Chaplain shall be charged with the spiritual welfare of the members of the Post, and shall offer Divine but non-sectarian services in the event of dedications, funerals, public functions, etc. according to such rituals as may be recommended or required by the National or Department Organizations.

**Section 9:** The Sergeant-at-Arms shall preserve order at all meetings. The Sergeant-Arms shall be charged with the proper display and maintenance of the Colors and the Post Flag. The

Sergeant-at-Arms shall perform such other duties as may be assigned by the Commander or the Executive Committee.

**Section 10:** The Assistant Sergeant-at-Arms shall assist the Sergeant-at Arms in his duties as may be requested. The Assistant Sergeant-at-Arms shall assume the duties of the Sergeant-at Arms in his absence or disability.

**Section 11:** The Service Officer shall assist any comrade or ex-serviceman in the just prosecution of all just claims against the United States and State Governments, in employment; relief, etc. and community welfare matters.

**Section 12:** The Assistant Service Officer shall assist the Service Officer in his duties as may be requested. The Assistant Service Officer shall assume and perform the duties of the Service Officer in his absence or disability.

**Section 13:** The Judge Advocate shall advise the Post Officers and the Executive Committee in legal matters, including the interpretation of the National, Department, District and Post Constitution and Post By-Laws, House Committee By-Laws, and Standing Rules, and shall perform all other such duties as are incident to the office. The Judge Advocate shall be Chairperson of the Post Constitution and By-Laws committee.

**Section 14:** It shall be the duty of the Chairman of said Corporation to preside at all meetings dealing with the business of the Corporation, to have general supervision over the business and affairs of the Corporation, and to be responsible for the enforcement of the Post Constitution and By-Laws relative to said Corporation and the State of Missouri statutes relative to said Corporation. The Chairman shall also perform other duties as the Post may direct from time to time.

**Section 15:** The Secretary of said Corporation shall assume and discharge the duties of the Chairman in the absence or disability of the Chairman, shall have charge of and keep a complete record of all proceedings of meetings which are relative to the Corporation, shall handle the Corporation's correspondence, and shall communicate with the State of Missouri in order to maintain perpetual existence of the Corporation under the direction of the Chairman.

**Section 16:** The Treasurer of said Corporation shall be custodian of all Post Corporate funds and shall maintain and disburse such funds as here in before set out as the duties of the Post Finance Officer.

**Section 17:** The Directors of said Corporation representing the Membership-at-Large shall be members of the Post Executive Committee and shall conduct themselves in a manner consistent with the duties here in before set out for the Executive Committee and Officers of the Post Corporation.

**Section 18:** In the event of temporary absence or disability of an elected officer who has an elected assistant, the assistant shall assume and perform the duties of the elected officer in his absence. In the event of permanent absence or disability of an elected officer who has an elected assistant, the assistant shall assume and perform the duties of the elected officer until a new

officer can be nominated and elected in accordance with the established procedures to fill such vacancies.

**Section 19:** Whenever an officer is not available for an Executive Board meeting, the officer may assign their assistant to attend the meeting with voting rights of the assigning officer.

## **Article IV - House Committee**

### **Section 1: Name and Object**

**Section 1.1:** The name of the Committee existing under these By-laws shall be the Florissant Valley Memorial American Legion Post 444 House Committee, hereinafter referred to as the House Committee.

**Section 1.2:** The House Committee shall consist of ten (10) Post Members in good standing with the Post. Five (5) will be elected each year for a two (2) year term. Election will be in the matter and at the time of Post Officers, or by oral or hand vote when the position is uncontested. They shall assume office at the next regularly scheduled meeting.

**Section 1.3:** The House Committee shall be custodian of all Post properties. They shall be responsible for the proper maintenance thereof. To perform all acts necessary to maintain buildings, furnishings and equipment for the use and occupancy of the Post.

### **Section 2: Government and Management**

**Section 2.1:** The government and management of this House Committee shall be entrusted to the officers of the house committee

**Section 2.2:** To eligible to serve on the House Committee you must have been a member of the Post.

**Section 2.3:** The election of House Committee members shall be by ballot or by oral or hand vote when the position is uncontested, and the candidates receiving the highest number of votes shall be elected to the Committee.

**Section 2.4:** The election of the House Committee members will be held at the time of Post election and the same rules apply.

**Section 2.5:** The elected House Committee members shall serve for a term of two (2) year with five (5) being elected each year.

**Section 2.6:** Vacancies occurring in the House Committee from any cause, other than expiration of term shall be filled at an election called by the Commander within thirty (30) days after such vacancy exists, for the remainder of the vacated term. If any member misses more than three (3) consecutive meetings without showing good cause, the office will be considered vacated.

**Section 2.7:** No meeting of the House Committee shall be held without a quorum of five (5) members. A majority Vote of members present is required to pass any action.

**Section 3: - Election of House Committee Officers**

**Section 3.1:** The House Committee shall elect the following Officers; President, Secretary, Treasurer. Any additional appointments considered necessary to assist in the operation of the House Committee shall be under the jurisdiction of the Commander.

**Section 3.2:** The officers of said House Committee shall be elected annually by the Committee members not more than thirty (30) days after the annual election of the Committee members.

**Section 3.3:** The election of officers of the House Committee shall not be held without a quorum of five (5) members.

**Section 4: - Duties of House Committee Officers**

**Section 4.1:** The President of said House Committee shall call a meeting of the members' one (1) time each month and shall preside at all meetings of the Committee. The President shall have general supervision over the business of said Committee. The President shall give a monthly report of all business of said Committee to the Post Members.

**Section 4.2:** The Secretary shall have charge of and keep a full and correct record of all proceedings of committee meetings. The Secretary shall assume and discharge all duties of the President in his/her absence.

**Section 4.3:** The Treasurer of said House Committee shall have charge of all the finances of the Committee and see funds are deposited in a financial institution. The Post shall furnish such surety bond as deemed necessary for the House Committee Officers.

**Section 4.4:** The House Committee shall be responsible for applying and/or renewal of liquor licensing for the Post. The Commander shall appoint an operating manager from the house committee who has responsibility for licensing.

**Section 5: - Duties of the House Committee**

**Section 5.1:** The House Committee shall see that all property (building, ground and equipment) of the Post is maintained and kept in proper condition. They shall be responsible for the operation of the bars, hall and ground use/rental. Paying all, liquor, maintenance and all other normal Operating bills. The sum of money to make repairs or maintenance of items for operation shall not exceed \$250.00 at any one time without Commander approval.

**Section 5.2:** The disposal of any Post property shall have the approval of the majority of the Post members including the sale and/or purchase of real estate which must be approved by the Post members.

**Section 6: - House Committee Major Transaction**

**Section 6.1:** The purchase of any items above \$500.00, except for normal operating expense items must be approved by a majority of the Post members at any given Post meeting.

**Section 6.2:** Any one item to purchase costing in excess of \$500.00 except as noted above must have at least three (3) bids to be presented to members for approval.

**Section 7: - Rules of Order**

**Section 7.1:** All proceeding of this House Committee shall be conducted under and pursuant to the Roberts Rules of Order, Revised, except as herein otherwise provided.

**Section 8: - Limitations of Liabilities**

**Section 8.1:** This House Committee shall not be responsible for any unauthorized indebtedness incurred by any officer, committee, or members in the membership of Florissant Valley Memorial American Legion Post 444, inc.

**Article V - Standing Committees**

**Section 1:** The Commander, immediately after taking office, shall by and with the advice and consent of the Executive Committee appoint an American Legion Riders adviser, Sons of the American Legion advisor. The Commander shall also, with recommendations from the Executive Committee, appoint members of all active committees of the Post, except the elected chairmen and assistant chairmen indicated in the committee descriptions.

**Section 2:** The Charities Committee shall seek out and research situations where available funds may be meaningfully utilized, review requests, and make recommendations to the Post for disbursement of funds. The Service Officer shall be the Chairperson of the Committee. The Assistant Service Officer shall be the Assistant Chairperson of the Committee.

**Section 3:** The Athletic Committee shall be charged with the promotion of physical development of Post sponsored athletic teams and recreations, and by cooperation with and support of the general recreational and athletic programs of the community.

**Section 4:** The Children and Youth Committee shall be responsible for the coordination and promotion of all activities relative to the Children and Youth Program.

**Section 5:** The Color/Honor Guard Committee shall select the members of the Color/Honor Guard and assign them duties and functions as deemed appropriate.

**Section 6:** The Constitution and By-laws Committee shall consist of the Judge Advocate and two (2) appointed members. The Judge Advocate shall be the chairperson of the committee. The Constitution and By-Laws Committee shall be responsible to review all submitted changes to the Constitution, the By-Laws, and the House Committee By-Laws, and in a timely manner make recommendations to the members for approval or rejection of any changes after review.

**Section 7:** The Scholarship Committee shall be responsible for the selection of the recipient of the yearly scholarship award and monitoring the previous recipients for their continued eligibility.

**Section 8:** The Awards Committee shall be responsible for selection of individual, Civic Service organization or others for awards in accordance with the established guidelines and/or direction of the Post Commander with the approval of the Post membership.

**Section 9:** The Public Relations Committee shall be charged with the promotion of public support of the Legion programs by establishing proper contact with American Legion Publications and by the promotion of publicity of the Post activities in the Community and State.

**Section 10:** The Ways and Means Committee shall originate and conduct such activities for the purpose of raising Post general and special funds as are approved and authorized by the Post. The Second Vice-Commander shall be the Chairperson of the Ways and Means Committee. The Assistant Second Vice-Commander shall serve as assistant Chairperson of the Ways and Means Committee.

**Section 11:** The Americanism Committee shall make reports that are informational and moral building.

**Section 12:** The Mortuary Committee shall be responsible for notifying the membership of the illness and/or passing of a member and also whatever arrangements have been made. The Post Chaplain shall be the Chairperson of this committee.

**Section 13:** Committees which do not have a designated “Chairperson”, the Commander will appoint the Chairperson.

## **Article VI - Resolutions**

**Section 1:** All Resolutions of a National, State or District scope presented to the Post and acted upon favorably shall merely embody and express the opinion of the Post on the subject and a copy of the same shall be forwarded to the Department Headquarters for approval before any publicity is given it or any other action taken up.

## **Article VII - Meetings**

**Section 1:** Regular business meetings of the Post shall be held on the First and Third Mondays of each month, unless that date is a holiday, then the meeting will be held on Tuesday. Special business meetings may be called at any time by the Commander or by a majority of the Executive Committee. Each business meeting shall be deemed a Session and may be adjourned from time to time. Any business meeting may at any time be converted to a social meeting by a majority voted of the members present and voting.

**Section 2:** Whenever any special meeting is called, the fact of such call shall be entered in the minutes of such meeting and the minutes thereof shall designate the method by which said Special Meeting was called.

**Section 3:** Fifteen (15) members shall constitute a quorum.

**Section 4:** In the event the Post goes six (6) consecutive meetings without a quorum, at the next scheduled meeting the quorum requirement number may be adjusted by a plurality vote.

## **Article VIII - Delegates and Alternates**

**Section 1:** Delegates and Alternates to the Convention shall be the newly elected delegates and alternates to the District. The Chairperson of the delegation to the American Legion, Department of Missouri, Inc, Convention shall be the Post Commander. The Commander-elect shall serve as Co-Chairperson. The Post Commander and the Commander-elect shall automatically become delegates to the 10th District, Inc., and to the American Legion State Department Convention.

**Section 2:** Any member who is elected or appointed to an office in the 10th District, The American Legion, Department of Missouri or the American Legion Department of Missouri shall automatically become a Post Delegate for the forthcoming year. Delegates must have attended the 10th District, Inc, meeting at which election of officers was held and at least three (3) additional meetings of the 10th District, Inc, either the Spring or Fall Department Conference, and the Department Convention to be eligible to receive payment of a delegate fee.

**Section 3:** Any alternate delegate filling in for a delegate and meets all the delegate requirements shall be eligible for a delegate fee. The delegate fee shall be set at one hundred and fifty dollars (\$150.00).

## **Article IX - Transfers**

**Section 1:** Any member in good standing may transfer their membership to another Post and for this purpose shall be entitled to a certificate stating their membership and the duration thereof. No transfer will be accepted unless the member requesting transfer has a membership card showing membership in good standing at the time the transfer is requested, Members whose dues for the current calendar year are not paid by February 1 of that year are suspended, are not in good standing, and are not eligible for transfer. Transfers to this Post will be admitted without paying any differential in dues.

## **Article X - Notice**

**Section 1:** Every member shall furnish the Post with their address for mailing purposes, and such last recorded address shall be the valid address to which all notices may be sent by mail.

**Section 2:** The Post Adjutant shall cause notice of the annual election to be posted in the newsletter and on the website.

## **Article XI - Rules of Order**

**Section 1:** All meetings of the Post shall be conducted under and pursuant to the revised Roberts' Rules of Order, except as otherwise provided by the Post Constitution and By-Laws or Standing Rules

## **Article XII - Affiliations**

**Section 1:** This Post shall not be, nor become, a member of, nor affiliated with any corporation organization, or body of any public or private nature whatsoever, except The American Legion, unless such a membership or affiliation shall be required by the National or Department Organizations of The American Legion.

## **Article XIII - Limitation of Liability**

**Section 1:** This Post shall not incur nor cause to be incurred any liability or obligation which shall subject to liability any other Post, subdivision, group of men, members of the American Legion or other individuals, corporations or organizations.

## **Article XIV - Funds and Disbursements**

**Section 1:** All moneys or funds which come into the possession of any officer, committee or member of the Post through any Post activity or by appropriation or unconditional gift are Post funds, and whenever any such money or funds shall remain in the possession of such officer, committee or member, alter the purpose for which it is hold is complete, such money or funds shall be placed in the possession of the Finance Officer as part of the General Fund, and no such money or funds shall be appropriated or diverted to any other purpose or use than the original purpose or use, unless it first shall have been given into the possession of the Finance Officer and has become a part of the General Fund.

**Section 2:** No money shall be paid or disbursement made by the Finance Officer on account of any committee, Post or individual activity, unless first approved or appropriated by the Post other than those considered normal operating expenses.

**Section 3:** Whenever any committee or member of the Post shall actually have in its possession funds resulting from activities of the Post. such committee or member may make cash expenditures from such funds as are necessary and incidental to the activities of the committee.

**Section 4:** Any Standing Committee, which has a revolving fund, may make cash expenditures from funds actually in its possession. All such expenditures and obligations incurred shall be only such as are necessary and incidental to the duties of the committee as authorized by Standing rule or Committee By-laws.

**Section 5:** Whenever any Standing Committee, Special Committee. or member of the Post shall be in their possession a revolving fund, they shall report at least once a month on the condition of those funds to the members.

## **Article XV - Miscellaneous**

**Section 1:** Any member of the Post shall have the right to contest any elective office or elective position of the Post. Such contest shall be commenced by filling a written notice thereof setting forth the reasons therefore, with the Post Adjutant, not later than the next regular business meeting of the Post. The Post shall be the judge of all election contests, and may by a three-fourth (3/4) vote of the members present and voting, declare any contested office or position vacant.

**Section 2:** The Post may adopt such Standing Rules as it deems necessary and proper for the expedition of Post Business. Such rules may be adopted at any regular business meeting by two thirds (2/3) vote of the members present and voting. Any Standing Rules may be suspended by two-thirds (2/3) vote of the Post present and voting.

**Section 3:** No member may be nominated for any elective office or position in the Post unless present at the meeting at which they are nominated, or unless they consent to a nomination that shall have been given in writing.

**Section 4:** The annual membership fees shall be fixed by the Post, based on the economics at the time as warranted and approved by the Post members.

**Section 5:** Each member holding an elective office shall at the expiration of their term be awarded a Past Officers Badge at the expense of the Post.

**Section 6:** In the event of the death of a member of the Post, a floral offering or a charitable donation of an amount as established by the Post's Standing Rules shall be made.

**Section 7:** To be awarded a Life Membership in the Post, a member must have 15 continuous years of membership in good standing in this Post. They shall have held some office or offices in the Post. To be so honored would require a two-thirds (2/3) vote of the members present and voting.

## **Article XVI - Dissolution**

**Section 1:** In the event the organization is dissolved or loses its charter, its remaining assets shall be used to pay all outstanding liabilities of the organization, exclusively for the purpose of the organization in such a manner, or to donate to such organizations organized and operated exclusively for the benefit of United States veterans. Such organization shall qualify as tax exempt organizations under section 501 (c)(19) or other 501 (c) Internal Revenue Code for veteran's organizations. Any subsequent assets not disposed of shall be placed "before a Court Competent Jurisdiction in the County of St Louis, Missouri exclusively for such purpose, or to such organizations as the court shall determine which are organized and operated exclusively or such purpose after all administrative costs have been paid. It is specifically provided that upon dissolution of the organization, no assets of the Florissant Valley Memorial American Legion Post 444, Inc, The American Legion Department of Missouri, Inc, shall be distributed to its members.