

BYLAWS
TOWN & COUNTRY MEMORIAL POST 152,
THE AMERICAN LEGION, DEPARTMENT OF
FLORIDA, INC.

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ARTICLE I

Section 1. The Post existing under these By-Laws will be known as Town & Country Memorial Post 152, The American Legion, Department of Florida, Inc.

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

ARTICLE II - OFFICERS

Section 1. The Elective Officers of the Post shall be the Commander, First Vice Commander, Second Vice Commander, Finance Officer, Historian, Sergeant-at-Arms, Chaplain, and such other elective Officers as are deemed necessary by the Post. The Commander will appoint an Adjutant, a Service Officer, and a Judge Advocate.

Section 2. - QUALIFICATIONS. All Officers of this Post shall be Members in good standing at the time of the election and throughout their term of office.

ARTICLE III - DUTIES OF ELECTIVE OFFICERS

Section 1. The commander shall preside at all meetings of the Post. He shall be the Chief Executive Officer of the Post, and he shall have general supervision over all its activities. He shall be a member ex-officio of any committee, regular or special, created by the Post or by its authority.

Section 2. The First Vice Commander shall do the duties of and have the authority of the Commander in his absence.

A. The First Vice Commander shall be the Chairman of the Membership Committee and it shall be his primary duty to maintain and increase the Membership of the Post.

B. The Second Vice Commander shall be Chairman of the Program Committee and it shall be his primary duty to see that appropriate programs are arranged for Post meetings and for the observance of patriotic occasions.

Section 3. The 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, Including serving as Chairman of the Veterans' Administration Volunteer services Committee (VAVS), visiting the sick and infirm, officiating when requested at funerals of deceased Members and other services to the bereaved and needy families of the Post as may come to his attention, keeping the Post Membership informed about the activities of his office.

Section 4. Finance Officer. The Post Finance Officer shall maintain a complete set of records of receipts and disbursements by accounts, reporting monthly to the Executive Committee on the financial condition of the Post and submit all his records for audit semiannually or when called for. He shall be furnished adequate surety bond, paid for by the Post, in such sum as may be required by the Executive Committee and approved by the Post. The office and duties of the Finance Officer may be combined with those of the Adjutant, subject to the approval of the Executive Committee and the Post.

Section 5. The Historian shall compile and keep an accurate record of the activities of the Post to be incorporated in the history of the Post. He shall submit his Historical Report to the Department of Florida each year for the History Competition.

Section 6. The Sergeant-at-Arms shall preserve order during the meetings, and shall do such other duties as may be prescribed by the Commander.

ARTICLE IV - DUTIES OF APPOINTED OFFICERS

Section 1. The following Officers shall be appointed by the Post Commander subject to approval of most the Executive Committee:

The Adjutant
Service Officer
The Judge Advocate

Section 2. - ADJUTANT: The Adjutant shall have charge of and keep a full and correct record of proceedings of meetings of the Post and the Executive Committee, keep such record correctly and currently as required by the National and Florida Departments, render annual Membership reports, or when called for by the Post under the direction of the Commander, handle all correspondence. ~~furnish lists of accepted Members in duplicate after Post meetings, retaining one and giving one to the Finance Officer and transmit all Department and National dues and Membership cards promptly.~~ He shall discharge all duties of the office of the adjutant and such other duties as the Post may direct, and maintain an attendance roster to be signed by all present at Post meetings. He may be furnished adequate surety bond, paid for by the Post, in such sum as may be required by the Executive Committee and approved by the Post.

Section 3. The Service Officer shall keep on hand always an adequate supply of necessary Veterans Administration forms for use by Veterans and their families, assist in filing and prosecuting claims, securing employment and affording relief to Members or their families as directed by the Post and remain currently advised about all benefits, governmental or otherwise, pertaining to Veterans, or their affairs.

Section 4. The Judge Advocate shall advise the Commander, Post Officers and Executive Committee on all legal matters, including construction and shall perform such other duties as are incident to the office. He shall have in the assembly and always available, a current copy of the National, Department and Post Constitutions and By-Laws, and a current edition of Roberts Rules of Order Revised.

ARTICLE V - EXECUTIVE COMMITTEE

Section 1. - COMPOSITION. The Executive Committee shall consist of the following officers who shall be elected annually by the Post: the Commander, as Chairman; the Adjutant as Secretary; the First Vice Commander, the Second Vice Commander, the Outgoing Commander, the Finance Officer, Chaplain, Historian, Sergeant At Arms and a minimum of 3 Members of this Post, plus one additional member for each two hundred (200) Members or fraction thereof over five hundred (500) Members. The member who receives the most votes will serve for a term of three years, to insure continuing experience and competency to the Executive Committee. The Post Adjutant, Service Officer, and Judge Advocate shall be appointed by the Post Commander-elect and shall be ex-officio non-voting members of the Executive Committee.

Section 2. - DUTIES AND POWERS. The Executive Committee is the executive body of the Post and shall have the following powers and duties, it shall have general supervision and control over the property, real and personal of the Post, and other business of the Post, including the hiring of and supervision of employees as may be necessary; authorizing and approving all expenditures; requiring adequate bonds from all persons having custody of Post funds; hearing reports of committee chairmen; and generally having charge of and being responsible for the affairs of the Post.

A. Bills payable of a routine and recurring nature, including all budgeted items shall not require Executive Committee approval. The Executive Committee shall approve or disapprove all other bills payable that are presented it by the Finance Officer, or in his absence, by the Adjutant, and shall further decide the policy of the Post and its various Officers as far as expenditures are concerned. The action of the Executive Committee in this respect shall be subject to approval by the Post. Nothing in this section shall be construed as prohibiting or limiting the Post from making any expenditure, which it shall by a majority vote, but without an emergency, expenditures more than \$200.00 shall require approval by the Executive Committee. Expenditures more than \$300.00 shall require approval by the Executive Committee and General Membership.

Section 3. In a National, Local, or Post emergency, the Executive Committee may act in the name of the Post for the protection of life, property, or for the maintenance of good order, and the upholding of the law and Justice in the

community; any such action taken in an emergency shall be binding upon the Post despite its subsequent approval or disapproval, if such action is taken by a two thirds vote of the Members of the Executive Committee.

Section 4. All contracts or agreements by which the Post may become financially obligated shall be first submitted to the Executive Committee and it shall report its recommendation at the next regular meeting of the Post. If the Post shall approve the recommendation by a majority vote such action shall decide the matter; but, if the Post shall disapprove the recommendation of the Committee, the action shall lie upon the table until the next meeting of the Post, when the recommendation must be again submitted to the Post for its approval or disapproval, as a special order of business immediately following the reading of the minutes, and the action of the Post then at this second meeting shall decide the matter.

Section 5. ATTENDANCE. Any member of the Executive Committee, elected or Ex-Officio, who shall be absent from three consecutive Executive Committee meetings, without presenting fair and reasonable justification to the Post Commander, within three (3) days before each meeting during which the absence will occur, shall be automatically dropped from the Executive Committee and his office declared vacant.

ARTICLE VI - MEETINGS

Section 1. The annual Meeting of this Post shall be held the First Saturday of May each Year. The Department Constitution provides that the election of Post Officers must occur not more than 90 days, nor less than 10 days prior to the Department's Annual Convention. In the event that the First Saturday of May does not occur within the 90 days, nor less than the 10 days prior to the Department's Annual Convention, the Annual Meeting of the Post shall be rescheduled to comply with the Department Constitution. The membership shall be notified of the new date not less than 90 days prior to the rescheduled date of the Annual Meeting of the Post.

Section 2. Regular meetings shall be held no less than once per month upon dates as may be fixed in a resolution adopted by the Post, unless a regular meeting falls on a National Holiday, no meeting shall be held on that date, but shall either be canceled, or the date changed at the option of the Executive Committee. This Section will not restrict or preclude the holding of more than one meeting each month or the calling of special meetings.

Section 3. Special meetings of the Post may be called by the Commander or by order of a majority of the Executive Committee, if the Membership is given at least two (2) days notice of it by mail, publication in newspapers, telephone, ~~or~~ radio announcements email or social media (facebook, twitter etc).

Section 4. - QUORUM: The presence of 6 voting members of the Executive Committee Members at any regular or special meeting of the Post constitutes a quorum. ~~Without a quorum no action taken shall be binding upon the Post until approved by the Membership.~~

Section 5. - EXECUTIVE COMMITTEE: Regular meeting of the Executive committee shall be held at least once a month preceding the Post meeting, at such time as shall be fixed by the Executive Committee.

~~A. A majority of the Executive Committee is a quorum; without a quorum no action taken shall be binding upon the Post until approved by the Post.~~

ARTICLE VII - ELECTION AND VACANCIES

Section 1. All elective Post offices shall be filled by election, at the annual meeting of the Post, by secret ballot.

A. Every active member of the Post is eligible to put the name of a member in good standing in nomination for an office provided the nominated member is present to accept, or if a letter, signed by the nominee, is presented to the Commander at the time of the nomination for a particular office, which letter states that the nominee will accept the nomination. Each nominee for an office shall be required to submit their Military Service Discharge Form DD-214 for review. At least two (2) members of the Nominating Committee shall document the submission of said form, verifying the nominee's eligibility.

B. The nominating committee shall be appointed by the Commander at open meeting at least four meetings preceding the annual meeting.

C. Nominations for elective offices shall be made by the Nominating Committee at the second meeting preceding the annual meeting and shall remain open for further nominations until the close of the meeting next preceding the annual meeting.

D. Balloting for Post Offices shall begin at ~~9:00~~ 11:00 AM and end at 3:00 PM on the day of the Annual meeting. ~~and shall continue until such balloting is duly closed during the annual meeting.~~ Only those Members whose dues have been paid for the current year shall be allowed to vote. Ballots shall be received and held by the Adjutant in such manner as to prevent tampering therewith and preserve the secrecy thereon for a Period of at least 90 days.

Section 2. - VACANCIES IN NOMINEES. In the event that a vacancy shall occur between the day the nominations close and the day of the annual meeting by which there shall be no nominations for an elective office in this Post. One

nominee therefore shall be named by the Executive Committee at a Special Meeting called after the annual meeting.

Section 3. - VACANCIES IN OFFICE. In the event that a vacancy shall occur in any office of the Post, after election thereto and either prior or after formal installation, such vacancy shall be filled with a qualified candidate (see Section 1.) by a majority vote of the Executive Committee at its first meeting after such vacancy shall occur that action of the Executive Committee shall be subject to the approval of the Post at its next regular meeting.

Section 4. In all elections the Candidate receiving the highest number of votes shall be declared duly elected, and for the Executive Committee, the candidates receiving the highest number of votes shall be declared duly elected. All elective Post Officers, except those picked to fill vacancies that exist for any reason before the completion of the term of office, shall be installed on the date that shall be fixed by the Post at the annual meeting, which shall not be later than sixty days after the close of the Department Convention.

Section 5. At the beginning of the election, the Commander will appoint three (3) tellers, who must be active Members as defined in Section I(A) who will see that all eligible Members have ballots, will count the votes and announce the results. This committee will be called the Election Committee.

Section 6. Absentee ballots will be allowed for special emergency medical cases only, as determined by the Election Committee. All such sealed ballots must be returned to the Election Committee by twelve o'clock noon of Election Day.

Section 7. A member may not be nominated to more than one office.

Section 8. Members of this post would normally only hold one office. It is permissible however to hold a maximum of two offices if one is an elected office and the other is an appointed office.

ARTICLE VIII - COMMITTEES

Section 1. The Commander, immediately upon taking office each year, shall appoint the following standing committees; Americanism, Children and Youth, Audit, Foreign Relations, Entertainment, Membership, Sons of The American Legion, VAVS, Constitution and By-Laws, Boys State, Oratorical, and any other committees deemed necessary by the Commander.

A. The Commander shall appoint a committee of three (3) or more members from the Post to govern and advise the Sons of the American Legion Squadron.

Section 2. Such standing committees shall consist of Members, and the chairman of it, as shall be designated by the Commander.

Section 3. The name of the committee shall designate its duties and the purpose for which it is created, if a doubt arises which committee a certain matter pertains, the decision of the Commander with the approval of the Executive Committee is the final word.

Section 4. Whenever an entire standing committee or a member of it ceases to do its (or his) duties, the Commander may discharge the committee or a member, and make a new appointment.

Section 5. The Membership Committee shall include three (3) Members as a Membership Screening Committee. It shall be the responsibility of this committee to insure that all applicants for Membership, to include new Members, transfers, reinstated Members and nominees for office, (either elective or appointive), is screened to find eligibility for Membership or office in the Post. Eligibility will be determined as defined in the American Legion National Bylaws.

Section 6. There shall be such special committees as the Commander may direct. Any special committee appointed by the Commander to conduct specific activities, including profit making projects, is empowered, under the oversight of the Finance Officer, to pay bills and expenses connected with such activities from funds accruing to it, before delivering any profits to the Post.

Section 7. Ongoing committees will conduct their activities in an orderly and business like manner, and funds of any such committee will be turned over to the finance officer for the benefit of that particular fund or for the benefit of the Post.

A. - THE ENTERTAINMENT COMMITTEE. The Entertainment Committee of American Legion Post 152 will be comprised of members as described from time to time by the Executive Committee of the Post.

B. - The Finance Officer will serve as an advisor to the Entertainment Committee on financial matters about the General Fund and advise the Executive Committee on recommended expenditures by the Entertainment Committee that will require money from the General Fund.

ARTICLE IX - POLITICAL RESOLUTIONS

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

ARTICLE X - FINANCE

Section 1. The revenue of this Post shall be derived from annual Membership dues and from such other sources as may be approved by the Post Executive Committee.

Section 2. The amount of Membership dues or initiation fees and the amount of annual dues shall be fixed and determined by this Post.

Section 3. The Post shall pay to Department Headquarters, the National and Departmental Membership dues for every member of the Post.

Section 4. No member, Officer or committee shall have authority to bind the Post on any contract or incur any obligation binding the Post without the approval of the Executive Committee.

Section 5. Funds set aside for special purposes shall not be used for any other purpose, until the purpose has ceased to exist. Whenever the purpose of the fund has ceased to exist, the Finance Officer should report the situation to the Executive Committee, the Executive Committee will direct the money remaining in the fund be returned to the General Fund or the Post and the Special Purpose Fund closed.

ARTICLE XI - DELEGATES TO THE DEPARTMENT CONVENTION

Delegates to the Department Convention shall be elected at the annual meeting of the Post; if upon motion duly made and passed, the Post may authorize the appointment of delegates by the Commander.

ARTICLE XII - MISCELLANEOUS

Section 1. - CONFLICTS. The National Constitution and By-Laws of the American Legion and the By-Laws of the Department of Florida, and all amendments thereto, shall govern in the event any provision of the Post Constitution or BY-Laws conflict with it or fail to provide for any matter that may arise.

Section 2. All Members of the Post shall conduct themselves in an orderly and gentlemanly manner at all meetings and when on the property or near the property of the Post. The Commander, assisted by the Sergeants-at-Arms and other Officers and Members of the Post will supervise the behavior at and near the Post always and at all meetings. The Executive Committee shall be the Authority for any disciplinary action required.

Section 3. It shall be the policy of the Post that Paid Membership by the Post may be awarded to the Post Members only and shall not be used as an inducement to obtain new Members, awarding Paid Membership shall not be

authorized unless completely justified and approved by the Executive Committee, this requiring a 2/3 vote of the Executive Committee Members present and voting. Final Approval will rest with the Post Membership, thus requiring a majority approval of the Members present and voting.

Section 4. Life Membership in this Post may be given to a member of this Post upon the following conditions of eligibility.

- A. Active and continuous Membership in the Post of not less than three (3) years and three (3) years in the American Legion.
- B. Clearly proven qualities of leadership.
- C. Initiative in proposing and carrying out Post and Legion Programs and work.
- D. Constant activity in securing new Members and renewing Membership.
- E. Attendance to at least 75% of the regular meetings of this Post during the past three years.
- F. The belief by the Post that based on the record of the proposed recipient, he shall continue to merit the honor of a life Membership award.
- G. Outstanding and meritorious service to Post 152 and the American Legion.

Before submitting to the assembly for the Post vote the name of any member considered for a Life Membership Award, his name and qualifications shall first be submitted in writing to the Executive Committee, which shall carefully study the matter, and make favorable or unfavorable recommendation to the Post in regular meetings assembled, advising the Members of its reasons to the recommendation. A majority vote of the Post Members present and voting shall be required to pass such recommendation.

ARTICLE: XIII - RULES OF ORDER

Section 1. This Post shall use and follow The American Legion Post Officers Guide in conducting its meetings.

ARTICLE XIV - AMENDMENTS

Section 1. Amendments to the Charter of this organization shall be made as provided by the Florida Statutes.

Section 2. Amendments to these By-Laws may be proposed in writing by any member of the Post at any meeting of the Post.

Section 3. The By-Laws may be amended at any regular Post meeting by a vote of two thirds of the Members of said Post attending such regular meeting if the proposed amendment is submitted and read at the next preceding regular meeting of said Post and, to Members at least 30 days before the date the amendment is voted upon, notifying said Members that at such meeting a proposal to amend the By-Laws is to be voted upon.

**ARTICLE XV - MEMBERSHIP DEFINED TO COMPLY WITH
THE DIVISION OF ALCOHOLIC BEVERAGE AND TOBACCO
PRIVATE CLUB LICENSE REQUIREMENTS**

Section 1. Membership in the Club Room will include all Adult Members of the American Legion, The American Legion Auxiliary, Sons of the Legion, and members whose application for membership is pending. All persons participating in the social activities of the Club Room will furnish Proof of their eligibility while at the Club Room if they are not recognized by an on duty employee or an Officer of the Post.

These Bylaws were approved by the Executive Committee on December 14, 2017 and the general membership on March 15, 2018. Original Signatures by Theresa Zipler, Commander, attested by Doug Fivehouse, Adjutant, and are filed in the Post records. They remain in effect until revised or revoked.

Theresa Zipler

Doug Fivehouse