

Constitution & By-Laws

THE AMERICAN LEGION

Sipe-Peterson Post 44

Scottsdale, Arizona

Constitution and By-Laws

As ~~Last Amended~~Revised, January ~~2019~~2025

~~Bob Smith, Commander 7-23-98 Rexbell Young, Adjutant
Len Rosenbaum, Commander 9-28-06 Andy Jaime, Adjutant
Andy Jaime, Commander, 11-19-09 Ronald Aubry, Adjutant
John Hyde, Commander, 12-15-11 Rodger Wells, Adjutant
John Hyde, Commander, 9-24-15 Larry Gingrich, Adjutant
Rodger Wells, Commander, 5-12-16/28/2016 — 6/12/2018, Larry Gingrich, Adjutant~~

~~John Orendorff, Commander, 1-24-2019 — 6/16/2021, Rodger Wells, Adjutant
Michael Ragole, Commander, 6/17/2021 — 9/15/2021, Roger Wells, Adjutant
Thomas Smith, Commander, 9/16/2021 — 6/10/2022, Roger Wells, Adjutant
Ed Bogovinch, Commander, 6/11/2022 — 6/27/2023, Roger Wells, Adjutant
Randel Amos, Commander, 6/28/2023 — 6/3/2024, Roger Wells, Adjutant
Ronald Smith, Commander, 6/4/2024 — Herbert Durbin Jr, Adjutant~~

PREAMBLE

For God and Country, We Associate Ourselves Together for the Following Purposes: to Uphold and Defend the Constitution of the United States of America; to Maintain Law and Order; to Foster and Perpetuate a One Hundred Percent Americanism; to Preserve the Memories and Incidents of Our Associations in ~~the Great~~all Wars; to Inculcate a Sense of Individual Obligation to the Community, State and Nation; to Combat the Autocracy of Both the Classes and the Masses; to Make Right the Master of Might; to Promote Peace and Goodwill on Earth; to Safeguard and Transmit to Posterity the Principles of Justice, Freedom and Democracy; to Consecrate and Sanctify Our Comradeship by Our Devotion to Mutual Helpfulness.

CONSTITUTION

ARTICLE I – NAME

SECTION 1. The name of this organization ~~will~~shall be: **SIPE-PETERSON POST 44, AMERICAN LEGION, DEPARTMENT OF ARIZONA**, located in Scottsdale, Arizona.

ARTICLE II – OBJECTIVES

SECTION 1. The Objectives and Purposes of this Post shall be to promote the principles and policies, as set forth in the foregoing Preamble and the National and Departmental Constitution of the American Legion.

ARTICLE III – NATURE

SECTION 1. This Post is a civilian organization and membership therein does not affect or increase liability for military or police service.

SECTION 2. This organization shall be absolutely non-political and shall not be used for the dissemination of partisan principles nor for the promotion of the candidacy of any person seeking public office. No candidate for nomination or election to, nor any incumbent of any remunerative elective public office, shall hold any ~~elective elected or appointed~~ office in this Post of the American Legion ~~nor any appointive remunerative office in this Post, provided that members of Post standing committees shall not be affected.~~

SECTION 3. Rank does not exist in the American Legion. No member shall be addressed by ~~his~~ his or her military title in any meeting of this post.

ARTICLE IV – MEMBERSHIP

SECTION 1. Eligibility for membership in this Post shall be as prescribed by the National Constitution of the American Legion.

SECTION 2. Application for membership shall be made in writing under such regulations as may from time to time be prescribed by the Post Executive Board.

SECTION 3. All applications for membership shall be acted upon at the next Post meeting following the date of such application and shall, at such meeting, be accepted, rejected or referred for further investigation and consideration. If a majority of the members present and voting cast their vote against the acceptance of said application, then such application shall be recorded as rejected. A rejected application shall not again be considered until after the expiration of six months from the date of such rejection.

SECTION 4. Any member of the Post may be expelled for cause, or any officer relieved of duty by a majority vote of the Executive Board after charges are stated under oath in writing, and a fair hearing had regarding such expulsion or relief of duty.

SECTION 5. A member who has been expelled or suspended from this Post for any cause may, at six months after expulsion, be reinstated to membership by a two-thirds vote of the membership present in a Post meeting, provided, however, that ~~he~~ he or her shall make payment of any arrears in ~~his~~ his or her dues at the time of expulsion or suspension and also other regular dues which have been payable in the interval between ~~his~~ his or her expulsion or suspension and ~~his~~ his or her reinstatement.

SECTION 6. No person, who has been expelled by a Post, shall be admitted to membership in another Post without the consent of the expelling Post, except that where such consent has been asked for and denied by such Post, he may then appeal to the Executive Board of the department of the expelling Post for permission to be admitted to membership to another Post, and shall be ineligible for membership until such permission is granted.

ARTICLE V – OFFICERS

SECTION 1. The administrative affairs of this Post of the American Legion shall, except as may be otherwise provided by the By-laws, be under the supervision of an Executive Board which shall consist of five members in addition to the elective chair officers of the post. The term of office of members of the Executive Board shall

be for one year or until their successors are elected which requires a majority vote of the Executive Board. This Post may provide for such other standing committees as the business of the organization may require.

SECTION 2. The officers of this Post shall be a Commander, a ~~Senior~~First Vice-Commander, ~~Junior~~Second Vice-Commander, an appointed Adjutant, a Finance Officer, a Post Historian, a Post Chaplain, and a Sergeant-at-Arms, and such other officers as may be deemed necessary by this organization, including a Board of Trustees composed of three Post members and an Executive Committee composed of five Post members. Nominations and election of Officers, Executive Committeemen and Trustees shall be as provided in the By-laws.

SECTION 3. Every member of this Post in good standing shall be eligible to hold office in this Post, except as otherwise provided in the By-laws.

SECTION 4. The duties of Officers, Executive Committeemen and Trustees shall be those usually appertaining to such offices and as further provided in the By-laws.

SECTION 5. No elected or appointed officer of this Post shall receive any pay or remuneration, bonus, or reward for the performance of his or her duties in the office to which he or she has been elected or appointed, with the following exceptions: ~~(1)-The Commander may be reimbursed for expenses incurred for refreshments to visitors and members at the club up to \$200.00 (two hundred dollars) per month. (2)-Should the Executive Board vote to internally perform payroll and book keeping duties and to prepare the financial statements of both the Club operation and the Post, and in lieu of a paid bookkeeper the Finance Officer may be reimbursed for his/her time up to the amount of money that would be usual and customary for an outside accountant/bookkeeper to perform the same work.~~

ARTICLE VI – FINANCE

SECTION 1. The revenue of this Post shall be derived from membership fees, or annual membership dues and from such other sources as may be approved by the Post Executive Board.

SECTION 2. The amount of such membership fees or annual membership dues shall be as fixed and determined by this Post.

SECTION 3. The Post shall pay to Department headquarters the National and Departmental dues for every paid up member of this post, and District dues to District headquarters.

SECTION 4. All funds received from lottery or gambling-related activities shall be held in a separate Post Operations account, ~~to be withdrawn and spent only after approval of the Executive Board.~~ At least 25% of the lottery or gambling funds will be allocated and all expenditures from these funds shall be distributed to appropriate charitable causes each year. The charitable cause shall be selected by the Executive Board and approved by the Post General Membership.

SECTION 5. Upon the recommendation of the Post Commander and Finance Officer, and by a majority vote of the Executive Board, the Commander shall be authorized to enter into secured or unsecured loan agreements with financial institutions, corporations, or individuals subject to an aggregate total amount of no more than \$50,000 outstanding at any one time and a maximum term of no longer than five (5) years. The purpose of said loans to be covering of seasonal cash flow mismatches between income and expense and/or the replacement of major kitchen or Post equipment.

ARTICLE VII – TRUSTEESHIP

SECTION 1. This Post may establish, through vote of membership, trust funds for single individual causes, as deemed necessary, and elect trustees for same.

ARTICLE VIII – American Legion AUXILIARY

SECTION 1. This Post recognizes an auxiliary organization to be known as the Auxiliary Unit of Sipe-Peterson Post No. 44, The American Legion.

SECTION 2. Membership in the Auxiliary shall be prescribed by the National Constitution of the American Legion Auxiliary.

ARTICLE IX – AMENDMENTS

SECTION 1. This constitution is adopted subject to the provisions of the national Constitution of the American Legion and of the Department constitution of the Department of Arizona, the American Legion. Any amendment to said national constitution or department constitution which is in conflict with any provisions hereof shall be regarded as automatically repealing or modifying the provisions of this constitution to the extent of such conflict.

SECTION 2. This constitution may be amended at any regular Post meeting by vote of two-thirds of the members of said Post attending such regular meeting, providing that the proposed amendment shall have been submitted in writing or by appropriate electronic means and read at the next preceding regular meeting of said Post, and providing further, that written or electronic notice shall have been given to all members at least ten 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 constitution is to be voted upon.

BY-LAWS

ARTICLE I – NAME AND OBJECTIVE

SECTION 1. The Post existing under these by-laws is to be known as **Sipe-Peterson Post 44, American Legion, Department of Arizona.**

SECTION 2. The objectives of this Post are as set forth in the constitution.

ARTICLE II – MANAGEMENT, ELECTIONS AND VACANCIES

SECTION 1. The government and management of this Post is entrusted to an Executive Committee of five members and the elected chair officers of this Post, to be known as the “Executive Board.”

SECTION 2. The Officers and Executive Committee, together with a member of the Board of Trustees shall be elected annually, at the time and in the manner as follows:

- On or before the regular ~~March-February~~ meeting of the Post, a Nomination Committee shall be appointed by the Post Commander, which shall consist of three members, and the committee shall thereupon meet and from a list of Post members, shall place in nomination, on a written list, one or more names of Post members, for each chair office, for the Executive Committee, and for the three Trustees, and thereafter submit its reports at the regular meeting in March.
- After the nominees have been announced at the March meeting, additional nominations may be made from the floor. Following the submission of the report of the Nomination Committee, nominations shall be deemed temporarily suspended.
- No member may run for or hold more than one elected position at the same time.
- A list of nominees shall be published by the Post in the monthly bulletin or, absent the monthly bulletin, by a written or electronic special publication in late March. Candidate biographies may be electronically sent to membership.
- At the regular May-April meeting additional nominations for any office may be made from the floor, providing nominees are present or have accepted the nomination in writing and thereafter, nominations shall be closed.
- Following the closing of nominations, elections for said offices shall be held at the April General Meeting. Such elections may be by written ballot, standing vote or voice vote as the exigencies of the situation may require at the time. When written ballots are used, the Commander shall designate three judges from the meeting attendees who are not themselves nominees for any office.
- When a vote is taken using written ballots, those same ballots shall be destroyed immediately after the winner is announced.
- When an individual is to be elected for an office, the candidate receiving the majority of votes cast shall be elected. When two or more individuals are to be elected for an office, the candidates receiving the highest number of votes shall be elected.
- Only members in good standing with current membership cards shall be entitled to vote.
- Each Officer, Executive Committee member and Trustee elected shall be installed and take office at or before the regular June meeting of the post.
- All elected officers, Executive Committee members and Trustees shall serve for one year and be eligible for re-election.

SECTION 3. No person is eligible for an elected or appointed office or position of the club or post if a relative by blood, marriage or other domestic partnership of said person is employed by the Club or Post. In the event a relative by blood, marriage, or other domestic partnership of the elected or appointed officer becomes an employee of the Club or Post during officer's term of office, said elected or appointed Officer shall immediately resign said office or position.

SECTION 4. All vacancies existing in the Executive Committee, or in any elected office of the Post from any cause other than expiration of term, shall be filled by a majority vote of the remaining members of the Executive Board, and a person so elected shall hold office for the unexpired term of the member or officer whom he or she succeeds. A vacancy of the Board of Trustees shall be filled by vote of membership for the remainder of the term. A vacancy shall exist when a member of the Executive Committee or any elected officer is absent from the Post of office for three consecutive meetings without a legitimate excuse.

SECTION 5. To assure continuing vitality in the management of the Post, the Commander shall not serve more than two consecutive terms unless there are no other nominations for that office.

ARTICLE III – POST EXECUTIVE BOARD

SECTION 1. The Post Executive Board shall meet for organization and such other business as may come before it at the call of the Post Commander within ten days after the installation of new officers. Thereafter, the Post Executive Board shall meet as scheduled by the Executive Board or at the call of the Commander or five or more members of the Executive Board as often as deemed necessary. The Commander shall call a meeting of the Executive Board upon the joint written request of five or more members of said Executive Board. Eight members of the board shall constitute a quorum thereof. In any event and except for unforeseen emergencies, the members of the Executive Board will be given at least 7 (seven) days advance notice of such scheduled meeting. The Commander, at his or her discretion, may invite non-voting guests to all or part of the Executive Board meeting. Every member of the Executive Board shall be responsible for at least one committee. Such responsibility will be determined with the Post Commander.

SECTION 2. The Post Executive Board shall hire and fire the Club Manager and the Club Manager shall hire and fire employees as may be necessary with the approval of the ~~Junior~~Second Vice-Vice-Commander. Any disagreement on the part of the employee shall be reviewed by the Club Committee and if need be, final adjudication will be made by the Executive Board. Pending final resolution regarding employment of the employee, the employee will be on leave of duties without pay. ~~The~~ Post Executive Board shall authorize and approve the expenditure of funds up to \$5,000 with the exception of normal reoccurring expenses. In the event of a bona fide emergency, the Commander may request an expenditure of up to \$10,000 with the approval of 2/3rds of the Executive Board.

SECTION 3. Members of the Board of Trustees and the Executive Committee shall meet with and have voting privileges consistent with the Executive Board

ARTICLE IV – DUTIES OF OFFICERS

SECTION 1. Duties of the Post Commander: it shall be the duty of the Post Commander to preside at all meetings of the Post and to have general supervision over the business affairs of the Post; shall be the Chief Executive Officer of the Post; shall make an annual report covering the business of the Post for the year, recommendations for the coming year and shall perform such other duties as may be directed by the Post.

SECTION 2. Duties of the ~~Senior~~First Vice-Commander: the ~~Senior~~First Vice-Commander shall assume and discharge the duties of the office of Post Commander in the absence or disability of, or when called upon by the Post Commander. The ~~Senior~~First Vice-Commander shall be the Chairman of the Membership Committee.

SECTION 3. Duties of the ~~Junior~~Second Vice-Commander: the ~~Junior~~Second Vice-Commander shall assume and discharge the duties of the office of Post Commander during the absence or disability of both the Commander and the ~~Senior~~First Vice-Commander. The ~~Junior~~Second Vice-Commander shall be the Chairman of the Post Club and Program Committee.

SECTION 4. Duties of the Post Adjutant: the Adjutant shall have charge of and keep a full and correct record of all proceedings of all meetings, keep such records as the department and national organizations may require, render reports of membership and under the direction of the Commander handle all correspondence of the Post. The Adjutant shall be appointed by the Commander with the advice and consent of the Executive Board.

SECTION 5. Duties of the Finance Officer: the Finance Officer shall have charge of all finances and see that they are safely deposited in a reliable bank or banks and shall report once a month to the Executive Board the condition of the finances of the Post, with such recommendation as may be deemed expedient or necessary for raising funds. The Finance Officer is responsible for auditing the accounts and bookkeeping of the Club

finances including the CPA hired to maintain such records and the Club Manager's use of such accounts. The Finance Officer is responsible for the proper use of funds between accounts and shall have full discretion to transfer between accounts with the Commander's approval if deemed necessary to avoid penalties and charges. ~~All checks disbursing monies of the Post shall be signed by one authorized signature.~~ The Finance Officer is responsible for an internally audited and prepared record of Post finances including any Club turnover for the current month and year-to-date. The Finance Officer is also responsible for selecting an independent accountant to file a tax return on behalf of the Post each year.

SECTION 6. Duties of the Post Historian: the Historian shall be charged with the individual records and incidents of the Post and the Post members, and shall perform such other duties as may properly pertain to the office as may be determined by the Post Commander or Executive Board, including the production of an annual history record presented to the Post prior to the Department Convention.

SECTION 7. Duties of the Post Chaplain: the Chaplain shall be charged with the spiritual welfare of the Post membership and will conduct divine, but non-sectarian services in the event of the dedications, funerals, public functions, etc., adhere to the ceremonial rituals recommended by the National and Department headquarters of the American Legion from time to time.

SECTION 8. Duties of the Sergeant-at-Arms: the Sergeant-at-Arms shall preserve order at all E-Board and General meetings Meetings of the American Legion Post 44 and shall perform such other duties, as may be from time to time, assigned by the Executive Board. The Sergeant-at-Arms shall also serve as the official custodian of the stand of Colors and shall see, with selected color guards, that the Colors are properly presented at all meetings.

SECTION 9. Duties of the Board of Trustees: The Board of Trustees is charged with the proper upkeep, repair and maintenance of the grounds and buildings of this Post and any other property of the Post which needs the attention of the Board. The members of the Board shall make such recommendation as deemed advisable for the repair, upkeep and maintenance of the Post property. Upon installation, the Board of Trustees shall elect one Trustee as chairperson of the Trustees and receive the support of the Commander for same.

ARTICLE V – DELEGATES

SECTION 1. Delegates and alternates shall be chosen, according to Department rules, by the Post at a regular meeting, in a manner to be provided by the post, at least 30 days prior to a Department convention.

ARTICLE VI – APPOINTMENTS

SECTION 1. The Post Commander shall appoint the following officers to be confirmed by the Executive Board at its' first meeting after election of officers: the Post Adjutant, Service Officer and Judge Advocate. Appointments shall also be made for the following committees: Membership, Americanism, Child Welfare, Community Service, Boys State, Education and Scholarship and others as required. The Post Commander shall serve as a member of all appointed committees. All appointed persons shall serve at the discretion of the Post Commander.

SECTION 2. Post Finance Committee. In addition to the committees previously provided for, the Post Commander shall appoint, subject to ratification by the Executive Board, a Post Finance Committee to be composed of three members. The Post Finance Officer shall be a member of the committee.

SECTION 3. Duties of the Finance Committee shall include: preparation of annual (periodic) budgets if requested by the Executive Board; supervision of investment programs for Post funds; supervision and control of designated trust funds established by the Post; direct audits of the financial records of the Post; meeting at least twice annually for reporting to the Executive Board on financial condition of the Post. The Finance Committee will oversee monthly all checking accounts of the Post and Club.

SECTION 4. Post Club and Program Committee. In addition to other named committees, there shall be a Post Club and Program committee appointed each year by the Post Commander and subject to ratification by the Executive Board, to be composed of three members. The current ~~Junior~~Second Vice-Vice-Commander shall be the ~~chairman~~chairperson of the Committee during ~~his or her~~their term of office. In respect for our family units of the Post, one representative from the Auxiliary, Sons of the American Legion and the American Legion Riders, as well as the current Club Manager, shall have a voting position on the Committee.

SECTION 5 Duties of the Post Club and Program Committee shall include: meeting at least once a month prior to the Executive Board meeting; promotion of club use and development of social activities and entertainment that will enhance members' participation and render material benefit to ~~the~~ financial condition of the Post; coordinate functions that are supervised by other Post committees (as Boys State, etc.) and generate a calendar for all these programs; supervision of duties of the Club Manager and operational functions of the Club and allied facilities; present monthly financial reports to the Executive Board and incorporate inventory reports monthly; approve expenditures for Club operations (less normal resale stocks) up to \$1,500; monitor all Club activities to determine compliance with laws of municipality, county and state of Arizona, as well as rules of Department Club Committee; certify as to compliance in reporting to the Executive Board; institute written rules of Club operations for approval of the Executive Board, which is to be incorporated as part of our Executive minutes and to post said rules in facilities for information *to* members and guests; recommend to the Executive Board action to be taken for violation of rules and conduct of employees, members and guests, and establish room rental fees for approval of the Executive Board. All matters concerning Club or kitchen will be reported to Club Committee and the Club Committee will report to the Executive Board for final adjudication.

SECTION 6. Post Service Officer. The Post Service Officer shall supervise all matters pertaining to service to comrades, acting as liaison between members and Department Service Officer; and act as contact with members sick or in distress.

SECTION 7. Post Judge Advocate. The Post Judge Advocate shall be charged with the supervision of Post affairs. He or she shall also act as Parliamentarian. As Parliamentarian, the Post Judge Advocate shall participate in Executive Board meetings as a non-voting member.

SECTION 8. Membership Committee. The Membership Committee shall be under the direct supervision of the ~~Senior~~First Vice-Commander and shall have charge of all matters pertaining to the membership of the Post, including procuring new members, reinstatement and eligibility of members.

SECTION 9. Americanism Committee. The Americanism Committee shall be charged with the inspiration of patriotism and good citizenship by arranging for the proper observance of patriotic occasions; encouragement of patriotic and civic phases of instruction in schools; Americanization of aliens, and combating anti-American propaganda by education of the general public in American ideas through such mediums as public forums and activities for community and civic betterment.

SECTION 10. Child Welfare Committee. This committee shall be charged with aid and service to children of veterans, cooperating with other agencies; laboring for the betterment of child conditions, and to act as intermediary for the child of a veteran who shall be in need of the necessities of life for every child.

SECTION 11. Community Service Committee. This committee shall be charged with assisting the community in the furtherance of its' civic betterment programs and in the promotion of new programs.

SECTION 12. Boys State Committee. This committee shall be in charge of Boys State program, contacting schools for applicants and head fund raising activities for same.

SECTION 13. Education and Scholarship Committee. This committee shall be charged with promotion of higher education and scholarships for veterans' dependents.

SECTION 14. Publicity Committee. This committee shall be charged with the promotion of public support of Legion programs by the establishment of proper contact with the American Legion magazine, department, and national news services, and by local publicity of Post programs and activities.

ARTICLE VII – RESOLUTIONS

SECTION 1. All resolutions of state or national scope presented or reported to the Post shall merely embody the opinion of the Post on the subject and copy of same shall be forwarded to the Department headquarters for its' approval before any publicity is given or action other than mere passage by the Post is taken.

ARTICLE VIII – REGULAR MEETINGS

SECTION 1. The regular meeting of the Post shall be held on the fourth Thursday of each month or as scheduled by the Executive Board. The Post Regular meeting each month shall be for the transaction of all business that may be properly brought before the Post.

SECTION 2. The Post Commander or a majority of the Executive Board shall have the power to call a special meeting of the Post at any time.

SECTION 3. Upon written request of ten members, the Commander or Executive Board shall call a special meeting of the Post.

SECTION 4. Twelve members shall constitute a quorum.

ARTICLE IX – NOTICES

SECTION 1. Every member shall furnish the Post adjutant with his or her new address and other contact information.

SECTION 2. The Adjutant shall cause proper notice of all meetings to be given to each member sufficiently in advance so that members shall be advised of such meeting.

ARTICLE X – RULES OF ORDER

SECTION 1. All proceedings of the Post shall be conducted pursuant to Robert's Rules of Order, except as herein otherwise provided.

SECTION 2. A motion to reconsider any rule or regulation may be made after three months has elapsed from the date the rule or regulation was initially approved.

ARTICLE XI – LIMITATIONS OF LIABILITIES

SECTION 1. The Post shall not incur, or cause to be incurred, any liability or obligation which shall subject any other Post, subdivision, group of men, members of the American Legion, or other individuals, corporations or organizations to any liability.

ARTICLE XII – AMENDMENTS

SECTION 1. These By-laws may be amended at any regular Post meeting by a vote of a majority of the members of the Post attending such regular meeting; provided that the proposed amendment shall have been submitted in writing and read at the next preceding regular meeting of said Post; and provided, further, that written or electronic notice shall have been given to all members at least ten 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 and such notice shall also set forth the subject matter of the proposed amendment.

ARTICLE XIII – POST CLUB ROOMS

SECTION 1. The Club room shall be operated under the supervision of the Club and Program Committee by authorization of the Executive Board, under the provision of house rules to be approved by the Executive Board and under the rules laid down by the Department Club Committee.