



**MONTEREY CYPRESS POST 694
AMERICAN LEGION BYLAWS**



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ARTICLE I POST NAME

The name of this Post shall be:

MONTEREY CYPRESS POST NUMBER 694
THE AMERICAN LEGION
DEPARTMENT OF CALIFORNIA, INC.

Herein after referred to as the POST.

It's name, land, structures, or fixtures shall not be named to refer to person or persons living or dead.

ARTICLE II GENERAL

SECTION 1 OBJECTIVES

The objectives of the POST shall be to promote the principles and policies as set forth in the Preamble to the American Legion, the POST Articles of Incorporation, and the constitutions of the Department and National organizations of the American Legion.

SECTION 2 POLITICAL PROMOTION

The POST shall not be used for the dissemination of partisan principles or promotion of any person or group seeking public office.

SECTION 3 AUXILIARY

The POST recognizes an auxiliary known as:

MONTEREY CYPRESS UNIT NUMBER 694
THE AMERICAN LEGION AUXILIARY
DEPARTMENT OF CALIFORNIA

SECTION 4 - MEMBER-IN-GOOD-STANDING

Every member whose membership dues have not expired is a Member-In-Good-Standing except those terminated, or is under a current Post suspension, as defined in these By-Laws

ARTICLE III POST MEMBERSHIP

SECTION 1 ELIGIBILITY

Eligibility for membership is prescribed by the National organization of the American Legion.

SECTION 2 APPLICATION

Application shall be on such form as prescribed by the National Organization of the American Legion, and shall be accompanied with full payment of POST dues. The POST adjutant shall verify the applicant's eligibility prior to presentation to the General Membership. The General Membership shall either accept, reject, or refer the application to the Membership committee for further investigation. Applications rejected shall not be reconsidered for a period of six months.

SECTION 3 MEMBERSHIP CARDS

Membership cards shall be issued as prescribed by the National organization of the American Legion.

SECTION 4 TRANSFER OF MEMBERSHIP

Transfer of membership from one member to another member is not allowed.

SECTION 5 ASSESSMENTS

Members are nonassessable except for POST Dues.

SECTION 6 TERMINATION

Membership in the POST shall terminate:

- (a) On written or oral request of said member.
- (b) On death of said member.
- (c) Upon failure to pay current POST dues.
- (d) Upon transfer to another Post.
- (e) Upon Expulsion.

SECTION 7 EXPULSION

Any member may be expelled from POST membership upon presentation of written charges, based upon disloyalty, neglect of duty, dishonesty or misconduct, and after given a fair trial in such manner and form as the Department By-laws shall prescribe.

SECTION 8 - REINSTATEMENT OF EXPELLED MEMBER

An Expelled member shall not be accepted as a POST member for a period of two years from the date of expulsion

SECTION 9 MEMBERSHIP VOTING

Only Members-In-Good-Standing present shall be entitled to vote at a General Membership meeting. Voting shall be by voice vote unless prescribed otherwise by these By-Laws, or by the Members-In-Good-Standing at the meeting.

SECTION 10 MEMBERSHIP APPROVAL

All actions affecting the POST or executed in the name of the POST shall require Membership approval. Approval shall be a majority vote unless otherwise prescribed in these By-Laws.

SECTION 11 NONLIABILITY OF MEMBERS

POST members shall not be personally liable for the POST debts, liabilities, or obligations.

SECTION 12 POST MEMBERSHIP-DUES

The monetary value of POST dues shall be set and shall require a two-thirds approval vote at a General Membership meeting.

ARTICLE IV SUSPENSION OF POST PRIVILEGES

SECTION 1 SUSPENSION BY CLUB-MANAGER

The Club Manager may suspend any person from the POST clubhouse or any POST social activity for a period of one to thirty days. Suspension shall become effective immediately. The Club manager shall submit written Charges to the Board of Directors within forty-eight hours of the incident. The Board of Directors, within three days from time of receipt of charges, shall accept, amend or reject the suspension and notify the suspended member of its decision. A Hearing shall be scheduled if requested by the charged member.

SECTION 2 SUSPENSION BY MANAGERS ASSISTANT

In the absence of the Club Manager, the person left in charge by the Club Manager shall have the same authority as that of the Club Manager with the exception that the suspension shall be limited to a maximum of seven days.

SECTION 3 SUSPENSION BY OTHER MEMBERS

Any member may submit charges to the Board of Directors requesting suspension of another member. The Board of Directors shall process the charges in the same manner as directed in Section 1 of this article. The Suspension shall not take effect until and if accepted by the Board of Directors.

SECTION 4 SCHEDULING OF HEARING

The Executive Committee shall schedule a Hearing not less than three or more than twenty days after request from the charged member. The charges and time and place of the hearing shall be delivered to the charged person at least three days prior to the hearing.

SECTION 5 HEARING

The Hearing shall consist of all Executive Committee Members and be chaired by the POST Judge Advocate, or such Officer as appointed by the Commander.

The Chair shall:

- a: Reschedule the Hearing within three days if a quorum is not present, reject the charges if a quorum is then not present.
- b: read the charges.
- c: hear witnesses for and against the charges,
- d: allow cross-examination of witnesses.
- e: upon conclusion of debate call for a majority vote to either accept or reject the charges.
- f: If accepted, call for a debate and vote on the term of suspension.
- g: If rejected, declare immediate termination of the suspension.
- h: Present charged member with decision of the hearing.

ARTICLE V AWARDED LIFE MEMBERSHIP

SECTION 1 ELIGIBILITY

Candidate for Life membership must have been a Member- In - Good - Standing for at least the last five years and have performed outstanding service to the POST, over and above that performed by other members, for at least three years preceding the vote for life membership.

SECTION 2 INITIATION

The Executive Committee must approve the candidate by a two-thirds vote prior to presentation to the General Membership.

SECTION 3 APPROVAL

Approval shall require a two-thirds majority of the General Membership at two consecutive General Meetings.

SECTION 4 REJECTION

Candidates rejected shall not be reconsidered for a period of one year after such rejection.

SECTION 5 ANNUAL DUES

Annual Dues of the POST Awarded Life Members shall be paid by the POST as prescribed by the National organization of the American Legion.

ARTICLE VI OFFICERS OF THE POST

SECTION 1 OFFICERS RANK AND TERMS

The Officers of the POST, in order of rank with terms of office shall be as follows:

OFFICER	PROCESS	TERM
COMMANDER	ELECTED	ONE YEAR
FIRST VICE-COMMANDER	ELECTED	ONE YEAR
SECOND VICE-COMMANDER	ELECTED	ONE YEAR
SERGEANT-AT-ARMS	ELECTED	ONE YEAR
DIRECTORS (FIVE)	ELECTED	TWO YEARS
ADJUTANT	APPOINTED	ONE YEAR
JUDGE ADVOCATE	APPOINTED	ONE YEAR
SERVICE OFFICER	APPOINTED	ONE YEAR
FINANCE OFFICER	APPOINTED	ONE YEAR
CHAPLAIN	APPOINTED	ONE YEAR
HISTORIAN	APPOINTED	ONE YEAR

The terms of duty shall be in affect upon installation of office and until a vacancy is declared.

SECTION 2 SUBORDINATE OFFICERS

Subordinate Officers may be appointed by the Commander. Term of office shall be limited to that of the Commander.

SECTION 3 ELIGIBILITY

Any Member-In-Good-Standing is eligible.

SECTION 4 NOMINATIONS AND ELECTIONS

First nominations shall be held at the April General Meeting and final nominations and elections at the May Membership Meeting. Elections shall be by secret ballot and shall require a majority of all votes cast for the Commander and Vice-Commanders, and a plurality vote for all other Officers. The Chairman-of-the-Board shall be selected by the Directors at their first Directors meeting. Non-elective officers shall be appointed by the Commander.

SECTION 5 VACANCIES

(a) vacancy shall be declared if the incumbent:

- 1 is no longer a Member-In-Good-Standing.
- 2 is missing and unexcused for three consecutive Executive Committee and General Membership meetings, and, in the case of a Director three consecutive Board Meetings.
- 3 is declared unsound by an order of a court.
- 4 is convicted of a felony.
- 5 resigns via written or oral testimony.
- 6 is Recalled, as prescribed in this Article.
- 7 refuses to be installed into office.
- 8 If the number of Directors is increased.

(b) Vacancies shall be filled in the same manner as the original office was filled. Nominations for the vacant elective office shall be taken at the General Meeting in which the vacancy was declared with nominations and elections at the next General Membership meeting.

SECTION 6 RECALL OF OFFICERS

(a) Any Officer may be recalled, and the office declared vacant after a petition requesting Recall is presented to the Executive Board and a Recall election upholds said petition.

(b) The Executive Committee shall verify that the petition is signed by ten percent of the POST membership and that each signature is that of a current Member-In-Good-Standing of the POST.

(c) If said petition is invalid it shall be returned to the maker. If valid the Recall shall be scheduled to be held at the next, or the following General Membership Meeting. Notification of the date, time, and place of the Recall election shall be placed in the POST Newsletter, or mailed to every POST Member-In-Good-Standing at least five days prior to the election.

d) Recall shall be by written secret ballot, which shall read;

"Shall (name of officer) be recalled? YES _____ NO ____A yes vote shall is counted as for the recall. A no vote is counted as against the recall.

SECTION 7 DUTIES OF OFFICERS

The duties of the Officers of the POST shall be those duties usually assigned to such offices as prescribed by the American Legion and the POST Articles of Incorporation.

(a) COMMANDER

Shall be the chief executive officer of the POST, and subject to approval by the Executive Committee and as expressly forbidden by law, the Articles of Incorporation, or these By-Laws, shall, in the name of the POST, execute such deeds, bonds, contracts, and other instruments as required for the affairs of the POST; shall be a voting member of all committees.

(b) FIRST-VICE-COMMANDER

Shall, in the absence of the Commander, perform all duties of that office.

(c) SECOND-VICE-COMMANDER

Shall, in the absence of the First-Vice, perform all duties of that office.

(d) ADJUTANT

Shall record and maintain the minutes of all Executive Committee and General Membership meetings; Maintain the General Membership book and all documents and records of the POST not assigned to other members, and to exhibit, at all reasonable times, the same to any POST Member-In-Good-Standing, upon request.

(e) FINANCE OFFICER

Shall have custody, control and responsibility for all financial matters of the POST, except where specifically described otherwise by these By-Laws or Law. All of which shall be done in the name of the POST; shall upon request exhibit, at all reasonable times, the finance records of the POST to any Member-In-Good-Standing; shall prepare, and report the financial statements and reports required and requested by the membership, District, Department, and National Organizations of the American Legion, and other organizations as required by law.

(f) BOARD OF DIRECTORS

All duties of the Board of Directors shall be as prescribed in Article VIII of these By-Laws.

SECTION 8 COMPENSATION OF OFFICERS

All Officers of the POST shall serve without compensation, except that expenses incurred in the line of duty shall be allowed if such expenses have been approved. The compensation of the Finance Officer and the Adjutant shall be fixed by the Executive Committee.

ARTICLE VII EXECUTIVE COMMITTEE

SECTION 1 MEMBERS

The Executive Committee shall be comprised of all Officers.
Subordinate Officers shall have voice but not vote at Executive Committee meetings.

SECTION 2 DUTIES

All fiscal and management matters shall be brought to the Executive Committee prior to presentation to the General Membership.

SECTION 3 EXECUTIVE COMMITTEE MEETINGS

(a) Time and place shall be set by the Commander and approved by the Committee. Special Meetings may be called by the Commander or two Committee members, if a reasonable effort is made to notify all committee members of that meeting.

(b) A quorum requires at least five (5) officers. No business shall be considered without a quorum.

(c) Chairman shall be the Officer of highest rank present.

(d) Order of business shall be as prescribed by the Chairman.

(e) The Adjutant, or appointed representative, shall record the minutes.

(f) Every act of the Executive Committee shall be executed as a group, in the name of the POST, and shall have a majority, approval of the Committee members, and shall then require the approval of the General Membership.

ARTICLE VIII BOARD OF DIRECTORS

The Board of Directors, hereby referred to as the Board, shall consist of all Directors as defined in Article VI of these By-Laws. Number of Directors, terms of office, and eligibilities are also as defined in Article VI of these By-Laws.

SECTION 1 DUTIES

The Board shall have the responsibility for the day to day operations of the POST home and all it's property, including direct supervisor of all paid employees.

SECTION 2 CHAIRMAN OF THE BOARD

The Chairman of the Board shall;

- (a) Preside over all Board Meetings.
- (b) Be the Spokesperson for the Board
- (c) Fix the duties of each Director.

SECTION 3 MEETINGS

(a) Meeting times and place shall be set by the Chairman and approved by a majority of the Board. Special Meetings may be called by the Commander, Chairman, or two Directors, if all reasonable effort is made to notify all Directors and the Commander of the meeting.

(b) A quorum shall require at least half of the Directors be present. No business, other then to adjourn, shall be considered without a quorum.

(c) If the Chairman is not present the members present shall select a temporary Chairman for that meeting.

(d) Order of business shall be prescribed by the Chairman.

(e) The decisions of the Board shall require a majority vote of the Directors present.

(f) The Chairman shall appoint a member to record the minutes of the meeting, and report same at the next General Membership Meeting.

ARTICLE IX GENERAL MEMBERSHIP MEETING

SECTION 1 SCHEDULE

The dates, time, and place of each General meeting shall be established by the Executive Committee at it's first meeting of the year and shall not change except by approval of the Executive Board, and prior notification to the General membership. Meetings will not be held if scheduled day is a legal holiday.

SECTION 2 SPECIAL MEETINGS

No special General Membership meeting is allowed.

SECTION 3 QUORUM

A quorum shall require at least five (5) Members-In-Good-Standing to be present throughout the meeting. No business, other then to adjourn, shall be considered if a quorum does not exist.

SECTION 4 CONDUCT

Conduct shall be governed by Robert's Rules Of Order, latest revision, and as prescribed by the American Legion National Organization.

SECTION 5 PRESIDING OFFICER

Meeting shall be chaired by the Officer of highest rank, as prescribed in Article VI, section 1, of these By-Laws.

SECTION 6 MINUTES

The Adjutant, or appointed representative, shall record the minutes of each meeting, and report same at the next General Membership Meeting.

SECTION 7 ORDER OF BUSINESS

The order of business shall be substantially as follows:

-
- | | |
|---------------------------------------|-------------------------|
| (a) Opening ceremonies | (g) Committee reports |
| (b) Roll call of officers | (h) Unfinished business |
| (c) Reading of the minutes | (i) New business |
| (d) Introduction of guests | (j) Good of the Legion |
| (e) Voting of membership applications | (k) Closing ceremonies |
| (f) Officers reports | |
-

ARTICLE X COMMITTEES

SECTION 1 STANDING COMMITTEES

(a) MEMBERSHIP COMMITTEE

The First Vice Commander shall be the committee Chairman and shall appoint enough members to plan and execute programs for obtaining new and renewed members for the POST.

(b) FINANCE COMMITTEE

The Finance committee shall be chaired by the Finance Officer and shall consist of enough members, appointed by the Chairman or Commander, to advise the Executive Committee on all POST fiscal matters. The Finance Committee is authorized to access all reports, documents, and meetings, which may assist them in this endeavor.

SECTION 2 - AD HOC COMMITTEES

The Commander shall create Ad Hoc committees as required for the needs of the POST.

SECTION 3 TERMS OF COMMITTEE

All committee members shall serve until removed by the Commander or Chairman, or until the purpose of the Committee is fulfilled and the Committee abolished. In all cases the terms of Office shall terminate upon election of Officers.

SECTION 4 – QUORUM Only the Chairman is required for a quorum.

ARTICLE XI - FISCAL MATTERS

SECTION 1 - FISCAL YEAR

The fiscal year shall commence on the first day of July and end on the last day of June.

SECTION 2- FISCAL AUTHORITY

The Executive Committee, except as otherwise provided in these By-Laws, shall be the authorizing agent of the POST. No one shall have the power to bind the POST to any contract, engagement, or pledge of credit, or to render the POST liable for any purpose without prior authorization by the Executive Committee.

SECTION 3 - CHECKS AND NOTES

Except as otherwise approved by the Executive Committee, or as required by law, all promissory notes, orders for payment of money, and other evidences of indebtedness of the POST shall be signed by the Finance Officer and either the Adjutant or Commander.

SECTION 4 – DEPOSITS

All funds of the POST shall be deposited, in the name of the POST, in such financial institutes as authorized by the Executive Committee.

SECTION 5 – INVESTMENTS

The Executive Committee shall have authority to invest POST moneys and properties as long as such action is not prohibited by law.

SECTION 6 - PROFIT AND ASSET SHARING

No one shall receive POST monetary profits or assets, except for payment of reasonable compensation for authorized services rendered to or for the POST.

SECTION 7 - INCOME DISTRIBUTION TRANSACTIONS

(a) Income shall be distributed so as to not become subject to the tax on undistributed income.

(b) The POST shall not engage in acts of self-dealing, retain excess business holdings as defined in the Internal Revenue Code.

SECTION 8 - ANNUAL AUDIT

The POST financial records shall be examined by a licensed accountant or a committee of three competent persons, none of whom shall be the Commander, Adjutant, Finance Officer, or other such person charged with the handling of POST funds. Examination shall be made within ninety days following the installation of new Officers, and shall cover the immediate preceding fiscal year. The POST shall certify the examination on forms provided by the Department Adjutant, and file said report to the Department Adjutant, with copy to the District Commander, prior to the first of December of each calendar year.

ARTICLE XII - DELEGATES

SECTION 1 – DUTIES

Delegates and alternates shall represent the POST at all Department, Area, and District level Conventions and Meetings.

SECTION 2 - NUMBER OF DELEGATES

The number of Delegates and alternates shall be set by Department.

SECTION 3 - APPOINTMENTS-ELECTIONS

All Officers of the POST shall be delegates of the POST. Nominations and election of all unfilled delegate and alternate billets shall be held at the same meeting as officer elections. The members present and voting may move for the appointment of all unfilled delegates and or alternates by the Commander.

SECTION 4 – ELIGIBILITY A delegate shall be a Member-In-Good-Standing.

SECTION 5 - TERM OF OFFICE

Term of office shall begin on the date of the election and terminate at the next election of Delegates.

ARTICLE XIII CLUB MANAGER

The Club Manager shall:

be under the direct supervision of the Board Of Directors.

have compensation, term of employment, and contract, if any, as set by the Executive Board.

be a POST Member, if eligible.

be responsible for the operation of the POST Clubhouse, and shall have exclusive authority to hire and fire such employees as deemed necessary for the proper operations of the Clubhouse.

furnish to the Finance Officer a statement of the prior month's receipts and expenditures on or before the fifth day of each month.

have authority to spend POST funds, make contracts, and otherwise obligate the POST for expenditures of POST Clubhouse activities only.

enforce and maintain House Rules pertaining to Clubhouse maintenance and conduct of member and guests upon the premises. The Club Manager shall insure that the Rules of Conduct are posted at all times within the Clubhouse.

ARTICLE XIV BY-LAWS

SECTION 1 - EFFECTIVE DATE

These By-laws and any amendments thereto shall become effective immediately upon approval by the General Membership.

SECTION 2 - AMENDMENTS

Subject to any limitations of the Articles of Incorporation and law applicable to non-profit corporations, these By-Laws and any part therein may be amended after adoption by the General Membership. The General Membership shall be duly notified of the proposed amendments. Each Amendment shall be read at two consecutive General Meetings. Adoption shall require a two-thirds vote of the members present and voting at both meetings.

SECTION 3 - AMENDMENT BY AFFECT

Any provision of these By-Laws shall be automatically amended to conform to any amendment adopted by the Department and National Organization of the American Legion, and law, in which said amendment affects this POST and its internal organization.

SECTION 4 - CERTIFICATION AND INSPECTION

The POST By-Laws, as currently amended shall be certified by the Commander and Adjutant. The certified By-Laws shall be kept at the POST and shall be exhibited, at all reasonable times, to any Member-In-Good-Standing upon request.

DECLARATION

We; _____ POST Commander and _____ POST Adjutant

hereby jointly declare: The Articles of Incorporation of Monterey Cypress Post 694, Department of California were duly filed with the California Secretary of State on October 25, 1965, corporate number 499107.

The above By-Laws were read at two General Membership meetings, and adopted on _____ (date)

A quorum being present, and by a two-thirds vote of those members present and voting.

The first reading was on _____ (date)

The second reading was on _____ (date)

We declare under penalty of perjury the foregoing to be true and correct.

Executed this ___ day of _____ 19___ at Marina, Monterey County, California.

POST COMMANDER

POST ADJUTANT

ARTICLES OF INCORPORATION

MONTEREY CYPRESS POST, NO. 694

The American Legion, Department of California

DISCLAIMER: Information herein are excerpts only, and is to be used for information only. All portions concerning rules and regulations have been included.

Know all men by these presents: That Monterey Cypress Post No. 694, The American Legion, Department of California, a non profit and existing unincorporated association, does hereby elect to become a non profit corporation under the laws of the State of California, and it hereby certifies:

FIRST: that the name of the corporation shall be Monterey Cypress Post No. 694, The American Legion, Department of California.

SECOND: that the purpose for which said corporation is formed are as follows:

1. (Preamble to the Constitution of the American Legion)
2. The objects and purposes of the Post shall be to dispense charity and to promote the principles and policies as set forth in the foregoing paragraph, and in the National and Department constitutions of the American Legion, as they now exist or may hereafter be amended.
3. This corporation does not contemplate and will not distribute gains, profits, or dividends to the members thereof, and no part of its new earnings shall inure to the benefit of any private individual or any member thereof, and it is organized under and is subject to all the provisions of Part 1 of Division 2 of Title 1 of the Corporations Code of the State of California, insofar as it applies to charitable nonprofit corporations.
4. This corporation has any and all powers possessed by a non profit corporation under the laws of the State of California.

THIRD: The principle office for transaction of the business of the corporation shall be at the city of Marina, Monterey County, California.

FOURTH: That the names and address of the persons who are selected to act in the capacity of directors until the selection of their successors are as follows: (11 names and addresses) That the number of persons named above shall constitute the number of directors of the corporation, until changed by an amendment to the articles or to the by laws increasing or decreasing the number of directors as may be desired, provided however that the board of directors shall not be decreased below three in number; and that the board of directors shall be referred to and known as the Executive Committee.

FIFTH: The property of this corporation is irrevocably dedicated to charitable purposes, and upon the abandonment, liquidation or dissolution of the corporation, said property shall not inure to the benefit of any private person but shall be distributed to the American Legion. The directors shall not be personally liable for the debts, liabilities, or obligations of the corporation.

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SIXTH: That the qualifications for membership in this corporation shall be set forth in the by laws of this corporation; that the minimum number of members shall be fifteen; that there shall be no limit as to the maximum number of members; that there shall be no different classes of membership; that the voting and other rights and privileges shall be equal among all members; that cumulative voting shall not be permitted; that by laws may be adopted, amended or repealed by any means provided in the by laws; and that any and all matters of corporate organization, procedure, government, and management shall be as provided for in the by laws, except as otherwise provided for in the Articles of Incorporation.

SEVENTH: That the name of the existing, unincorporated association which is being incorporated is Monterey Cypress Post No. 694, The American Legion, Department of California.

In Witness thereof, Clarence I. Johnston, Commander, and Norman A. Wolfer, Adjutant, respectfully, of Monterey Cypress Post No. 694, the American Legion, Department of California, have executed these presents this 17th day of May, 1965

(Witnessed and certified on August 4, 1965) by: Gail

M. Szafran..Notary Public of Monterey County

that on May 12, 1965, at a regular meeting of the Post, all the above was approved by a majority vote.

FILED October 25, 1965 in the office of the Secretary of State of the State of California by Bill Holden Deputy

for Frank M. Jordan Secretary of the

State. Filing number 499107