

By-Law changes

Sec. 212—Defunct Posts.

The Commander-in-Chief shall revoke a Post's Charter if such Post has less than ten (10) members on February 1.

Disposition of Property. In all cases of surrender, revocation or forfeiture of a charter, title to all real and personal property shall immediately pass to the Department who shall take possession and control for disposition as directed by the Department Council of Administration for the purposes set forth in the Congressional Charter. In addition, the books and records of the post shall be recovered by the Department.

In case of surrender or forfeiture of a charter, the Department Council of Administration in the case of trust funds or trust property, or both, shall carry out the intent and purpose of such trust to the extent of such funds or property, or both.

Sec. 217—Nomination, Election, Installation and Term of Office.

Post officers shall be nominated, elected and installed as prescribed in Section 217 of the Manual of Procedure.

An officer elected and assuming the duties of his office shall continue to hold office for the period for which elected and until his successor assumes the duties of the office, unless the office is declared vacant under the provisions of Sections 216 or 220 of these By-Laws. Except as may be otherwise provided in Post By-Laws, chairmen and members of committees shall cease to hold office at the end of the administrative year. Absentee ballots and proxy votes are prohibited.

Term of Office. Officers shall be elected for a term of one (1) year except that three trustees shall initially be elected for terms of one (1), two (2) and three (3) years and thereafter one (1) trustee shall be elected each year for a term of three (3) years. Officers shall assume their duties at the close of the National Convention. Officers shall be elected for a term of one (1) year.

Sec. 403—Regular, Special and Committee Meetings; Convention; Quorum; Authorized Attendees.

Regular Meeting. Unless otherwise provided for in Department By-Laws, Districts shall hold at least three (3) regular meetings each year for purposes as prescribed in the Manual of Procedure.

Special Meeting. Special meetings will be called in accordance with the procedures set forth in the Manual of Procedure. No business shall be transacted at any special meeting except that for which the meeting was called.

Committee Meeting. Meetings called by District Committee Chairmen, or as authorized by the District By-Laws, for the purpose of conducting the business of that committee.

Convention. Each District shall hold an annual District Convention for the purpose of electing District officers and for the transaction of business; such Convention to be held not less than ten (10) days nor more than forty-five (45) days prior to the convening of the Department Convention.

Quorum. The minimum number of delegates required to constitute a quorum for the transaction of business at a regular meeting, special meeting or District Convention shall be not less than one (1)

delegate each from fifty (50) percent of Posts in the District; provided, the Department By-Laws may prescribe a different number of delegates required to constitute a quorum for the transaction of business.

Authorized Attendees. Any member, not a member of the District Convention, may attend the Convention, however, they shall have no voice in business discussions unless requested by the Commander, and shall have no voting privileges.

Those on official business shall be recognized by the Commander for the conduct of business.

Sec. 410—Surrender of Charter.

Voluntary Surrender. A District may voluntarily surrender its charter only upon a vote at a District convention conducted in accordance with the procedures herein set forth. A proposition to surrender the charter must be made at a meeting of the District at least four (4) weeks before the convening of the District Convention and due notice of the proposition must be given, in writing, to every Post in the District, and to the Department Commander. If a majority of the Posts vote to surrender the Charter, the District Commander shall, within thirty (30) days, notify the Department Commander of such action and unless the Department Commander during said thirty (30) day period receives a demand in writing from two-thirds (2/3) of the Posts in the District to continue the District, the cancellation or revocation of the District Charter shall be effected by requesting the Commander-in-Chief to cancel or revoke the Charter.

Sec. 412—Defunct Districts.

Notwithstanding the provisions of Section 410, if and when the Posts in good standing in a District are less than five (5) in number, the District's charter may be canceled by the Department Convention.

Disposition of Property. In all cases of surrender, revocation or forfeiture of a charter, title to all real and personal property shall immediately pass to the Department who shall take possession and control for disposition as directed by the Department Council of Administration for the purposes set forth in the Congressional Charter. In addition, the books and records of the District shall be recovered by the Department.

In case of surrender or forfeiture of a charter, the Department Council of Administration in the case of trust funds or trust property, or both, shall carry out the intent and purpose of such trust to the extent of such funds or property, or both.

Sec. 417—Nomination, Election, Installation and Term of Office.

The elected District officers shall be nominated and elected annually at the District Convention. Nomination, election and installation shall be in the manner prescribed in the Manual of Procedure.

An officer elected and assuming the duties of his office shall continue to hold office for the period for which elected and until his successor assumes the duties of the office unless the office is declared vacant under the provisions of Sections 416 or 420 of these By-Laws. An officer or committee member must remain in good standing in a Post in the District, otherwise he forfeits the office and the office shall be vacated.

Term of Office. Officers shall be elected for a term of one (1) year except that three trustees shall initially be elected for terms of one (1), two (2) and three (3) years and thereafter one (1) trustee shall be elected each year for a term of three (3) years. Officers shall take office at the close of the National Convention. Officers shall be elected for a term of one (1) year.

Sec. 511—Suspension and Revocation of Charter.

(a) **Actions by the Commander-in-Chief—Suspension.** The Commander-in-Chief may suspend a Department Charter for a period of up to six (6) months for violations of the National By-Laws and Manual of Procedure.

(b) **Establishment of a Trusteeship.** Upon the imposition of any suspension under this section, the Commander-in-Chief shall establish a trusteeship as prescribed in Section 511 of the Manual of Procedure.

(c) **Actions by the Commander-in-Chief—Revocation.** The Commander-in-Chief may revoke the charter of a Department.

(d) **Property and Funds.** Disposition of property and trust funds shall be as prescribed in Section 512 of the By-Laws.

Sec. 512—Defunct Departments.

The Commander-in-Chief shall revoke a Department's Charter and declare it defunct if such Department has less than ten (10) Posts.

Disposition of Property. In all cases of surrender, revocation or forfeiture of a charter, title to all real and personal property shall immediately pass to the Veterans of Foreign Wars of the U.S. who shall take possession and control for disposition as directed by the National Council of Administration for the purposes set forth in the Congressional Charter.

In case of surrender or forfeiture of a charter, the National Council of Administration in the case of trust funds or trust property, or both, shall carry out the intent and purpose of such trust to the extent of such funds or property, or both.

Sec. 517— Nomination, Election, Installation and Term of Office.

With the exception of District Commanders, Department officers shall be nominated, elected or appointed and installed as prescribed in the Manual of Procedure.

An officer elected and installed shall continue to hold office for the period for which elected and until his successor is installed unless his office is earlier declared vacant under the provisions of Sections 516 or 520 of these By-Laws. Appointed officers and appointed committee members shall hold office during the pleasure of the appointing officer. An officer or committee member must remain in good standing in a Post in the Department, otherwise he forfeits the office and the office shall be declared vacant.

Term of Office. Department Officers shall be elected for a term of one (1) year and shall assume their duties at the close of the National Convention.

Sec. 522—Council of Administration—Composition, Powers and Duties.

(a) **Composition.** The Council of Administration of a Department shall consist of the Commander, Senior Vice Commander, Junior Vice Commander, Adjutant, Quarter master, Judge Advocate, Chief of Staff, Inspector, Surgeon, Chaplain and District Commanders. In the absence of a District Commander the District Senior Vice Commander and in the absence of the District Senior Vice Commander, the District Junior Vice Commander may function as a member of the Council of Administration. The retiring Department Commander shall also be a member of the Department Council of Administration until such time as another Department Commander retires. In the event the retiring Department Commander is

unwilling or unable to serve on the Department Council of Administration, his place shall be filled by the last retired Past Department Commander who is ready, willing and able to serve. In the Departments of Alaska, District of Columbia, Hawaii, Latin America/Caribbean and Europe, the Commanders of all Posts in good standing shall be voting members of the Department Council of Administration. Other Departments having a membership of 9,500 or less may adopt By-Laws to include all Post Commanders as voting members of the Department Council of Administration. Also the four (4) immediate Past Department Commanders may be voting members of the Council of Administration, on the condition that the By-Laws adopted by the Department Convention so provide.

(b) **Administration of Affairs Between Conventions.** The Department Council of Administration shall be responsible for administering the affairs and transacting the business of the Department between Department Conventions. The Council shall be governed in its duties by the mandates of the National Convention, the Congressional Charter, By-Laws, Manual of Procedure, Ritual and laws and usages of the Veterans of Foreign Wars of the United States as well as by the mandates of the Department Convention, Charter and By-Laws.

(c) **Budget.** The Council of Administration shall approve an annual budget by October 31 covering the financial operations of the Department for the ensuing year.

The Council of Administration shall have the power to establish the compensation of all Department officers and employees.

(d) **Audits-Accounts.** The Council of Administration may authorize an audit of the accounts of all Department officers.

(e) **Disposition of Property.** In the case of surrender or forfeiture of a Post or District charter, the Department Council of Administration shall have the authority to make disposition of all proper ties in accordance with Sections 210 and 410 and its action therein shall be final.

(f) **Regular Meetings.** The Council of Administration shall meet in regular session not less than twice each year and shall hold such other meetings as the Department By-Laws may provide.

(g) **Special Meetings.** The Department Commander may call a special meeting of the Council of Administration whenever the same may be necessary for the welfare of the Department. The Department Commander shall call a special meeting upon written request signed by a majority of the members of the Department Council of administration. In case the Department Commander refuses to call such meetings, the Department Council of Administration may proceed to hold such meetings, due notice of which shall be sent to all members of the Council of Administration by the Department Adjutant not later than ten (10) days prior to the date of said meeting. No business shall be transacted at any special meeting except that business for which the meeting is called, as set forth in the notice.

(h) **Time and Place.** Meetings of the Department Council of Administration shall be held at such times and places as the Department By-Laws may provide, or as may be provided by majority vote of the Council. Special meetings shall be called at such times and places as may be decided by the Department Commander, except in case of a special meeting ordered by a majority request of the Council of Administration, which shall be held at such time and place as may be determined by those requesting the meeting.

(i) **Quorum.** A majority of the members of the Council of Administration shall constitute a quorum for the transaction of business.

(j) **Voting.** Each member of the Council of Administration present at a meeting shall be entitled to one vote. On matters requiring action by the Department Council of Administration between stated meetings, the Department Commander may direct the Department Adjutant to conduct mail ballots, the results of such mail ballots shall be reported for the record at the next stated meeting.

(k) Any valid action taken by the Council of Administration in the performance of its duties shall be effective upon passage and shall remain in effect until such time as it may be terminated or superseded by the Council of Administration or by a Department Convention acting within the limits of its own authority.

Sec. 604—Governing Body; Composition.

The supreme power of this Organization shall be lodged in the National Convention. The National Convention shall consist of:

1. The Commander-in-Chief and Past Commanders-in-Chief and all other elective National officers, the Adjutant General, Inspector General and Chief of Staff who are members in good standing in their respective Posts.

2. All Council of Administration members.

3. Department Commanders. In the absence of the Department Commander, the Department Senior Vice Commander, or, in his absence, the Department Junior Vice Commander may be registered and function as a member of the National Convention.

4. Elected Post delegates.

Sec. 615—Eligibility to Office.

Any member in good standing in a Post shall be eligible for any National Organization office, provided that no member shall hold two (2) elective National Organization offices at the same time but may hold one (1) elective and one (1) or more appointive National Organization offices. National officers elected or appointed shall be eligible to hold office in a lower body, and such offices may be held concurrently.

National Council members shall be ineligible to simultaneously hold an elected National office.

Sec. 617—Nomination, Election, Installation and Term of Office.

The elective National officers shall be nominated, elected and installed as prescribed in the Manual of Procedure.

An officer, elected and installed, shall continue to hold office for the period for which elected and until his successor is installed unless the position is declared vacant pursuant to the terms of Section 620 of these By-Laws or Manual of Procedure. An appointed officer shall hold office during the pleasure of the appointive power. In either case the elected or appointed officer must remain a member in good standing in a chartered Post.

Officers shall be elected for a term of one (1) year. National Officers shall assume their duties at the close of the National Convention.

Sec. 619—National Committees.

There shall be the following National committees:

- a. National Veterans Service Advisory Committee.
- b. National Committee on Awards and Citations.
- c. Trust Fund Committee.

The Commander-in-Chief may establish such other committees as may be appropriate to properly conduct the affairs of the National Organization and disband such other committees as may be appropriate. The Commander-in-Chief may appoint the committee chairmen and members and remove them at his pleasure.

(a) National Veterans Service Advisory Committee.

(1) **Composition:** The National Veterans Service Advisory Committee shall consist of the Commander-in-Chief, Senior Vice Commander-in-Chief, Junior Vice Commander-in-Chief and the four immediate Past Commanders-in-Chief. Whenever a Commander-in-Chief shall retire at the end of his term, he shall thereupon become a member of the National Veterans Service Advisory Committee and the senior Past Commander-in-Chief shall thereupon retire from the Committee.

(2) Under the supervision of the National Council of Administration, and subject to provisions of the National By-Laws and orders of the National Convention, the National Veterans Service Advisory Committee shall establish the policy under which the Veterans Service work of the organization shall be conducted and may thereto make appropriate budget recommendations.

(3) The National Veterans Service Advisory Committee shall establish the practice and procedures for representation by service officers accredited by the Department of Veterans Affairs or other federal government agencies through the Veterans of Foreign Wars of the United States.

(4) All welfare, poppy and service monies allocated to Veterans Service work shall be kept in a separate fund and disbursed as prescribed in Section 618(d) of these By-Laws.

(5) Departments may provide in their By-Laws the means of organization and control of their respective Veterans Service work.

(b) National Committee on Awards and Citations.

(1) **Composition:** The National Committee on Awards and Citations shall consist of five (5) members appointed by the Commander-in-Chief, subject to confirmation by the National Council of Administration, with the Commander-in-Chief serving as an ex-officio member. One member shall be appointed each year for a five-year term. The Commander-in-Chief shall designate the Chairman each year.

(2) The National Committee on Awards and Citations shall determine the name, title, type and style of each authorized award or citation, the qualifications and/or accomplishments of the suggested recipients and shall make recommendations with respect thereto to the National Council of Administration for its approval.

(c) Trust Fund Committee.

(1) **Composition:** The Trust Fund Committee shall consist of the Commander-in-Chief, Adjutant General, Quartermaster General and three (3) members elected by the National Council of Administration. One member shall be elected each year for a three-year term. The Quartermaster General will be the Treasurer of the Trust Fund Committee.

(2) The Trust Fund Committee shall have custody of monies contributed by donors for the express purpose of promoting the objectives and purposes of the Veterans of Foreign Wars of the United States. The committee shall have broad administrative powers. It shall invest and reinvest funds in its custody in Class A securities and administer said trust funds in the best interests of the Veterans of Foreign Wars of the United States.

Sec. 622—National Council of Administration-Composition, Powers and Duties.

(a) **Composition:** There will be a National Council of Administration which shall consist of all elective National Officers, the Adjutant General, Chief of Staff, Inspector General and the immediate past Commander-in-Chief.

In addition members are elected by departments as prescribed in Section 623 of the By-Laws.

(b) Powers and Duties:

(1) **Administration of Affairs Between Conventions:** The National Council of Administration shall be responsible for administering the affairs and transacting the business of the Veterans of Foreign Wars of the United States in the intervals between conventions. The Council shall be governed in its duties by the mandates of the National Convention and by the Congressional Charter, By-Laws, Manual of Procedure, Ritual and laws and usages of the Veterans of Foreign Wars of the United States.

(2) **Budget:** The National Council of Administration shall, at a stated meeting not less than thirty (30) days nor more than ninety (90) days following the National Convention, approve and adopt an annual budget. The National Council of Administration shall have full power to fix salaries of all officers and employees of the Veterans of Foreign Wars of the United States.

(3) **Audits—Accounts:** The National Council of Administration shall have the power to audit the accounts of the National officers and/or employees and require that the records and accounts of the Adjutant General and Quartermaster General be audited at least once annually by a Certified Public Accountant (firm).

(4) **Disposition of Property:** In the case of surrender or forfeiture of the charter of a Department, the National Council of Administration shall have the authority to make disposition of all properties taken over from such Department, and its actions therein shall be final. The National Council of Administration shall have full power, by resolution, to authorize the purchase by the Veterans of Foreign Wars of the United States of real estate deemed necessary and incidental for the corporate purposes of the Veterans of Foreign Wars of the United States and to authorize the sale and conveyance of any real estate owned by the Veterans of Foreign Wars of the United States. They may direct the execution by the Commander-in-Chief, on behalf of the Veterans of Foreign Wars of the United States, of any deeds or other documents necessary to convey title to a purchaser, pursuant to such resolution, any such deed or document to have the seal of the Veterans of Foreign Wars of the United States affixed and to be attested by the Quartermaster General.

(5) **Manual of Procedure:** It shall be the duty of the National Council of Administration to adopt, amend and promulgate a Manual of Procedure and provisions and amendments thereto for the Veterans of Foreign Wars of the United States not inconsistent with these By-Laws. The Manual of Procedure or

amendments adopted by the National Council of Administration may also be amended or deleted by a majority vote of the National Convention.

(6) **Ritual:** It shall be the duty of the National Council of Administration to adopt, amend and promulgate a Ritual for governmental and ceremonial purposes. The Ritual may also be amended or deleted by a majority vote of the National Convention.

(7) **Regular Meetings:** The National Council of Administration shall meet in regular session not less than twice each year.

(8) **Special Meetings:** The Commander-in-Chief may call a special meeting of the National Council of Administration whenever the same may be necessary for the welfare of the National Organization. The Commander-in-Chief shall call a special meeting upon written request signed by a majority of the members of the National Council of Administration. In case the Commander-in-Chief refuses to call such meeting, the National Council of Administration may proceed to hold such meeting, due notice of which shall be sent to all members of the National Council of Administration by the Adjutant General not later than ten (10) days prior to the date of said meeting.

The meeting shall be convened within thirty (30) days after the request is submitted to the Commander-in-Chief. When a special meeting of the National Council of Administration is to be held by order of the Commander-in-Chief or upon the call of the members of the National Council of Administration acting within authority conferred by this section, it shall be the duty of the Quartermaster General to pay to the members of the Council of Administration minimum necessary expenses required to attend the special meeting, wherever it may be held.

(9) **Time and Place:** Regular and special meetings, shall be conducted in Kansas City, Missouri, except that one meeting may be held in such other place as the council shall determine, and except such meetings as may be held in the National Convention city immediately prior to and subsequent to the National Convention.

(10) **Quorum:** A majority of the members of the National Council of Administration shall constitute a quorum for the transaction of business.

(11) **Proceedings:** The National Council of Administration shall keep a full and detailed record of its proceedings and shall submit to its members and Department Commanders abstracts of its proceedings.

(12) **Voting:** Each member of the National Council of Administration present at a meeting shall be entitled to one vote. If requested by at least 15 members of the council, a roll call vote shall be taken. Each regional member shall receive a pro-rata share of votes based on one per 25,000 members or fraction thereof, based on the Quartermaster General's records as of June 30. On matters requiring action by the National Council of Administration between stated meetings, the Commander-in-Chief may direct the Adjutant General to conduct mail ballots, the results of such mail ballots shall be ratified for the record at the next stated meeting.

(13) Any valid action taken by the National Council of Administration in the performance of its duties shall be effective upon passage and shall remain in effect until such time as it may be terminated or superseded by the National Council of Administration or by a National Convention acting within the limits of its own authority.

Sec. 623 National Council of Administration, Department Members—Election, Vacancies and Removal

At the close of the 113th National Convention, each Department of the Veterans of Foreign Wars of the United States shall be entitled to a member on the National Council of Administration.

Election: Following the completion of the transitional rule in Section 624, members will be elected to a four year term. Said member shall be elected at the Department Convention preceding the National Convention at which the term is to commence, in the same manner and at the same time as Department officers are elected and shall be installed into office at the National Convention.

These members shall be initially elected for terms of one, two, three and four years beginning in 2012 and thereafter shall be elected to four-year terms.

Transition Schedule:

<u>One Year Term</u>	<u>Two Year Term</u>	<u>Three Year Term</u>	<u>Four Year Term</u>
Connecticut	Alabama	Illinois	Alaska
Delaware	Arkansas	Indiana	Arizona
Dist. of Col.	Florida	Iowa	California
Europe	Georgia	Michigan	Colorado
Maine	Kentucky	Minnesota	Hawaii
Maryland	Louisiana	Missouri	Idaho
Massachusetts	Mississippi	Nebraska	Kansas
New Hampshire	North Carolina	Ohio	Latin America/ Caribbean
New Jersey	Oklahoma	South Dakota	Montana
New York	South Carolina	Wisconsin	Nevada
Pennsylvania	Tennessee		New Mexico
Rhode Island	Texas		North Dakota
Vermont	Virginia		Oregon
	West Virginia		Pacific Areas
			Utah
			Washington
			Wyoming

Removal: The Department Commander may, with the concurrence of two-thirds of the Department Council of Administration, remove their elected National Council of Administration member who fails to fulfill the duties of his office as required by Section 622, provided that such member has been given seven (7) days written notice that removal will be sought, including the reasons for removal, and the member is provided an opportunity to be heard by the Department Council at a regular meeting or special meeting called for that purpose, prior to such removal.

Any National Council of Administration removed by the Department Commander for reason of failure to pay current dues or under the provisions of this section, shall not be eligible to serve in any National office in the same administrative year in which the officer is removed.

Notification of Removal: Such actions and reasons therefore, shall be in the form of a Special Order, and delivered personally or by certified or registered mail at the removed member's last known address. The special order shall advise the member of his rights to appeal under these By-Laws.

Vacancies: All other vacancies occurring in the office of National Council of Administration, shall be filled by the Department Council of Administration in accordance with section 520 of the Manual of Procedure.

624 – Transitional Rule. (March '11)

To accommodate the transition period, the 2011-2012 council shall be comprised of members as follows:

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| 1. Maine, New Hampshire | 15. New Mexico, Arizona |
| 2. Vermont, Massachusetts | 16. Latin America/Caribbean,
Pacific Areas, Alaska, Hawaii |
| 3. Maryland, New Jersey | 17. Utah, Nevada, Oregon |
| 4. District of Columbia,
Delaware, Europe | 18. Connecticut, Rhode Island |
| 5. Indiana, Missouri | 19. Louisiana, Mississippi |
| 6. Virginia, West Virginia | 21. Minnesota, Nebraska |
| 7. Tennessee, Kentucky | 23. Michigan, South Dakota |
| 8. Georgia, Alabama | A. Pennsylvania |
| 9. South Carolina, North Carolina | B. Illinois |
| 10. Oklahoma, Arkansas | C. New York |
| 11. Wisconsin, Iowa | D. Ohio |
| 12. North Dakota, Wyoming | G. California |
| 13. Kansas, Colorado | H. Texas |
| 14. Montana, Washington, Idaho | J. Florida |

Sec. 702—Politics.)

No officer or member of the Veterans of Foreign Wars of the United States shall in any manner use the Veterans of Foreign Wars for partisan politics and no discussion of partisan questions shall be permitted at any meetings nor shall any nominations, recommendations or endorsements for political office be made, provided this shall not apply to discussion of policies of any organization that seeks to alter our present form of government by force, violence or other unlawful means.

Participation in activities supporting or opposing legislation or administration of laws for veteran's welfare or relating to other matters pertaining to the purposes of the organization shall be permitted. Such participation shall be consistent with the legislative and welfare programs and policies approved by the National Convention.

No Post, County Council, District or Department shall participate in a labor dispute, either on behalf of labor or management. No member of the Veterans of Foreign Wars of the United States shall wear the VFW uniform or VFW cap in any plant or picket line or meeting of employees where a labor dispute arises.

Nothing contained in this Section shall prevent the organization of a lawful political action committee to further the purposes of the VFW as set forth in Section 230102 of the Congressional Charter, nor prevent any discussion of the activities of such a committee.