

Constitution and Bylaws

2020-2021

The Constitution and Bylaws program informs and educates members of the American Legion Auxiliary at all levels on the importance and power of properly written, reviewed and updated documents, policies, and procedures. Our Constitution and Bylaws are the basis for governance of our department, divisions, districts, and units. Preparing and adhering to updated Constitution, Bylaws and Standing Rules ensures a more successful organizational process and provides the structures to follow at all levels of our organization.

The following is provided as a guideline to help facilitate reviews of your current Constitution, Bylaws and Standing Rules. ***Please remember that your Constitution, Bylaws and Standing Rules cannot be in conflict with our National or Department governing documents.***

Guidelines for Units

1. Constitution and Bylaws

- a. Our Constitution and Bylaws are the foundation of our organization.
- b. They should contain the most essential provisions relating to the organization, its name, purpose, membership, officers, meetings, governing board, committees, parliamentary authority and amendments to prescribe structural changes.
- c. They are the law of the organization.
 - They should be reviewed but not changed every year.
 - They have direct bearing on the rights of members.
- d. They should have a standard form and content.
- e. They should define the primary characteristics of the organization.
- f. They should prescribe how the organization is structured and functions.
- g. They should include all rules that are so important that they cannot be changed without prior notice.

2. Standing Rules

- a. Standing Rules relate to the details of administration for the organization.
- b. They may be adopted by a majority vote.
 - They may be amended or rescinded at any regularly scheduled meeting: with prior notification, by a majority vote, unless the bylaws stipulate otherwise; or by a two-thirds vote without prior notification. Standing Rules are normally adopted from time to time as they are needed in the form of resolutions or amendments.

3. Parliamentary Authority

The most recent edition of *Robert's Rules of Order, Newly Revised* shall govern this organization in all cases that are not in conflict with state statute, the constitution, the bylaws, or any special rules of order adopted by the organization.

4. Definitions

a. Resolution: An elaborate, formally written motion. A resolution may contain a preamble that lists the reasons for adoption. Each reason is listed in a separate paragraph starting with the word “whereas.” A resolution must have at least one “resolved” clause that specifies the action or position being proposed.

b. Amendment: Proposes a change to the Constitution, Bylaws, Special Rules of Order, or Standing Rules. It is also used to modify a motion under consideration.

When we review your Unit Constitution, Bylaws and Standing Rules, we look to a) ensure that your C&Bs are not in conflict with the Department and National governing documents; and b) make sure that all members are being treated equally. It is also important that the Executive Committee is not given too much power because we are a “membership” driven organization made up of volunteers. It is the responsibility of an Executive Committee to ensure that the Unit carries out its mission and complies with the requirements of its tax-exempt status. The Executive Committee should come up with ideas, gather information, make recommendations, and report to its membership for voting and decision-making. Only in an emergency can the members of the Executive Committee make a decision without approval of the membership. Why would a member bother to attend meetings if the members of the Executive Committee made all the decisions? We need to make sure that ALL members are allowed a “voice.”

Please follow the procedures below when submitting your updated Unit Constitution, Bylaws and Standing Rules for approval:

1. The Unit Constitution, Bylaws and Standing Rules must be reviewed by a member of the Department Constitution and Bylaws Committee to ensure that they are not in conflict with the National or Department governing documents.
2. Signatures of the Unit President or Secretary and Unit C&B Chairman must appear after the Bylaws and the Standing Rules. In addition, please include a signature and date line that will be signed and dated by your Divisional C&B Committee person after the document has been reviewed and approved.
3. If at all possible, please **email** your Unit C&B to the C&B committee person in your Division in Microsoft **Word** format rather than sending it via snail mail. That way, suggested changes can be highlighted in your attachment and sent back to you via email to fix. Once your Unit C&B has been approved and signed, we will scan your document and email it back to you and to Department.
4. You may also snail mail “one” copy of your C&B to us. We do not need “two” copies. Do NOT send your C&B to Department. We plan to handle everything electronically, because approximately **two third of Units** have not updated their C&B. We are hopeful that “someone” in every Unit – or a family member or friend – will have an email address that can be used for this purpose.

A suggested Unit 2019-2020 Constitution, Bylaws and Standing Rules may be found on the Department website at alateexas.org under Forms. Lots of notes were inserted to help you

update your C&B. **Please don't forget that a Unit's Constitution, Bylaws and Standing Rules will NOT go into effect until after they have been approved and sent back to you signed.**

Most important is the Footnote regarding membership eligibility goes at the **bottom** of the page where Article III – Eligibility, Section 2 c) ends, not after this section.

Constitution and Bylaws Reporting

Mid-Year Reports

Mid-Year narrative report is due to the Constitution and Bylaws Chairman no later than December 15, 2020. Also, please copy the C&B person in your Division.

Year-End Reports

Year-End reports in narrative format are due to the Constitution and Bylaws Chairman no later than May 1, 2021. Again, please copy the C&B person in your Division.

As part of your Narrative Report, please include answers to the following questions:

- Have you done an annual review of your Constitution, Bylaws and Standing Rules?
- When was your Unit Constitution, Bylaws and Standing Rules last revised?
- How was your Unit inspired to review your governing documents?
- Has your Unit sponsored any Constitution, Bylaws and Standing Rules activities? If so, what were those activities?

Department Award

Each Unit that submits and receives their approved Constitution, Bylaws and Standing Rules back will receive a Certificate.

2020-2021 Constitution and By Laws Committee members

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