



THE AMERICAN LEGION
Department of Maryland, Inc.

The War Memorial, Baltimore, Maryland 21202
(410) 752-3104

MEMORANDUM

July 24, 2019

TO : All Dept Executive Committee Members
All Posts

FROM : Russell W. Myers Jr., Department Adjutant *RM*

SUBJECT : Passage of Resolution C02-2019 at 101st Department Convention

Attached please find a copy of a Resolution C02-2019 passed at the 101st Annual Department Convention on July 18, 2019. The Resolution establishes a timeline to transition Posts within the Department to a standard **mandatory** set of Post Constitution and Bylaws.

The custom field editable PDF version of the Constitution and Bylaws can be found under the Resources tab (Forms and Publications) on the www.mdlegion.org.

In order to provide more clarity to everyone in the Department and Post leadership I will endeavor to summarize and set out an explanation of the timeline contained in the Resolution.

Timeline for implementation and actions required of Posts:

- **Begin NOW** - Post should prepare and adopt their budget for the current year, if not already adopted. Further a budget for the next fiscal year should be prepared to comply with the provisions of ARTICLE VI – FINANCE, of the Standard Post Constitution and ByLaws.
- **Not Later than January 1, 2020** - Posts shall pass a motion to replace any terms in underlined and italicized font in the Standard Post Constitution and Bylaws (If a Post fails to pass a motion to this effect, the Standard Post Constitution and Bylaws shall be considered adopted utilizing the Name and Post number from the Permanent or Temporary Post Charter as issued by the National Headquarters). **Posts shall use the template from the Department Website for making these changes.**
- **Not later than March 31, 2020** - Posts, if they so wish, may create and pass a set of Special Rules of Orders, Standing Rules, and/or Standing Operating Procedures to incorporate Post specific aspects of governance and operations, in so far as none of the adopted rules or procedures may be in conflict with the Standard Post Constitution and ByLaws.
- **Next Post Elections** - Posts shall use the nomination, election procedures, and officer positions as outlined in the Standard Post Constitution and Bylaws to conduct the 2020 Post election cycle.
- **Department Convention 2020** - The first amendments to the documents shall be considered at the 102nd Department Convention.

- **Post Installation of Officers for 2020 (in accordance with the Department CBL this takes place within 20 days after the Department Convention) -** The Standard Post Constitution and Bylaws shall be considered in force for each Post in the Department of Maryland upon the assumption of duties by the Post Officers elected in 2020.

A number of resources shall be provided on under the Resources tab on mdlegion.org over the next few weeks. Posts are encouraged to use these documents and templates to make this transition easier.

Posts may request assistance with the transition process from the Department, and are encouraged to ask questions and seek guidance on the process if questions remain.

If you have any questions, please feel free to contact me at 410-752-1405 or russell@mdlegion.org.

RESOLUTION
The American Legion, Department of Maryland, Inc.
One Hundredth First Annual Department Convention, Ocean City, Maryland
July 16, 17, 18, 19, 2019

RESOLUTION NO. C02-2019

SUBJECT: ESTABLISHING A STANDARD POST CONSTITUTION AND BYLAWS FOR ALL DEPARTMENT POSTS

REFERRED TO COMMITTEE ON

WHEREAS, The American Legion, Department of Maryland, Inc., Constitution, Article VIII, Section 4(b) states, "The Department may prescribe a Constitution and By-Laws for its Posts."; and

WHEREAS, Currently there are 134 individual Post Constitutions and Bylaws, hereafter Post CBL, that establish various frameworks of governance in each Post; and

WHEREAS, On July 17, 2007, the Department Adjutant at the request of the Department Executive Committee, hereafter DEC , forwarded a letter of request to all Posts requesting a copy of the Post CBL then in effect, and other Corporate documents in order for an Internal Affairs review to be completed for subsidiary Post Corporations; and

WHEREAS, This request of the DEC garnered only 47 returns of such documents, and the records of Department in regard to Post CBLs are still outdated, and incomplete; and

WHEREAS, The lack of Post CBLs in the Department Headquarters records is a major hindrance to the general oversight of Posts, and places the Department in jeopardy, along with hampering the ability of the Department to offer advice or guidance to Posts on the correct governance of the individual Posts; and

WHEREAS, The lack of a review and approval mechanism has led to almost no Department oversight of the Post CBLs; and

WHEREAS, A significant number of Posts cannot supply the documents, or have lost track of their foundational governance documents, which leads to confusion and lack of a standards for decision-making in these Posts; and

WHEREAS, Many of the Posts have, through tradition, added numerous Articles and Sections to the Post CBL that are unnecessary, overly restrictive, or conflict with the Constitution and Bylaws of The American Legion, and/or the Department of Maryland, Inc.; and

WHEREAS, Even after the 2007 review of supplied Post CBLs by Internal Affairs, and repeated letters from Department Officers concerning the conflicts contained in the Post CBLs, many Posts failed to remove these invalid provisions; and

WHEREAS, The DEC's ability to address this issue is limited to Post hearings and Charter actions; and

WHEREAS, The instituting of a Standard Post CBL will remedy the issues with the Post foundational documents that have persisted, and worsened, over the course of the last several decades; and

BELOW THIS LINE FOR CONVENTION COMMITTEE USE ONLY

Approved Approved with Amendment Rejected Received and Recorded

Consolidated with

Referred to Standing Commission or Committee on

Other Action

Signature of Chairman or Secretary



Signature of Department Adjutant



RESOLUTION
The American Legion, Department of Maryland, Inc.
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WHEREAS, There still exists concerns from the Posts that their differences in individual operational aspects shall be harmed or eradicated by the passage of a Standard Post Constitution and By-Laws; and

WHEREAS, The use of Special Rules of Order, Standing Rules, and Standard Operating Procedures at the Post level will allow sufficient flexibility, and provide Posts with the ability to embody certain operational differences in these documents; and

WHEREAS, The Department wishes to emphasize that Posts are separate legal entities and most are incorporated in the State of Maryland, the Department still has a general oversight role with respect to the Posts being under the irrevocable jurisdiction and ensuring that Post are compliant with the Constitution and By-laws of The American Legion and the Constitution and By-laws of the Department of Maryland, and any and all amendments thereof and supplements thereto or repealers thereof now existing or which in the future may be adopted, as well as all the rules, regulations and orders heretofore or hereafter promulgated in pursuance thereof; and

WHEREAS, The Department utilizing the Standard Post CBL, shall establish a uniform framework of governance within the Posts, thereby reinforcing and declaring the locus of decision-making, the financial control, day-to-day operational control, and management aspects of the Post are rightly in the purview of the individual Posts and their members; and

WHEREAS, In other words, these documents do not direct the Posts as to what decisions are to be made; and

WHEREAS, The Standard Post CBL shall be the mandatory Post CBL for all Posts in the Department of Maryland if so adopted; and

WHEREAS, The Department Executive Committee endorsed, forwarded, and recommended adoption of the proposed Standard Post Constitution and ByLaws by the 101st Department of Maryland Convention ; and

WHEREAS, The Standard Post Constitution and Bylaws provides the critically needed stability in the foundational governance of the Posts within the Department, and shall allow the Department to focus on providing assistance as needed on matters, versus the current state of reading and attempting to interpret the 134 current documents which has proven to be totally unmanageable; now, therefore, be it

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REFERRED TO COMMITTEE ON

Resolved, By The Department of Maryland, The American Legion in Department Convention assembled in Ocean City, Maryland, July 16, 17, 18, 19, 2019, that in accordance with the Department of Maryland Constitution, Article VIII, Section 4(b), The American Legion Department of Maryland hereby adopts the Standard Post Constitution and ByLaws attached as the mandatory Constitution and ByLaws for use in all Posts within this Department (Exhibit 1), to be implemented following the timeline of:

- 1. Posts shall pass a motion to replace any terms in underlined and italicized font in the Standard Post Constitution and ByLaws by January 1, 2020. If a Post fails to pass a motion to this effect, the Standard Post Constitution and ByLaws shall be considered adopted utilizing the Name and Post number from the Permanent or Temporary Post Charter as issued by the National Headquarters. If a new Post is created after the passage of this Resolution, said Post shall make such designations for replacing of the terms in underlined and italicized font before filing of the Permanent Charter application.**
- 2. Post should prepare and adopt their budget for the current year, if not already adopted. Further a budget for the next fiscal year should be prepared to comply with the provisions of ARTICLE VI – FINANCE, of the Standard Post Constitution and ByLaws.**
- 3. In order to better provide a smooth transition to the new governance framework, Posts, if they so wish, may create and pass a set of Special Rules of Orders, Standing Rules, and/or Standing Operating Procedures to incorporate Post specific aspects of governance and operations, not later than March 31, 2020, in so far as none of the adopted rules or procedures may be in conflict with the Standard Post Constitution and ByLaws.**
- 4. Posts shall use the nomination, election procedures, and officer positions as outlined in the Standard Post Constitution and ByLaws to conduct the 2020 Post election cycle.**
- 5. The Standard Post Constitution and ByLaws shall be considered in force for each Post in the Department of Maryland upon the assumption of duties by the Post Officers elected in 2020.**
- 6. The first amendments to the documents shall be considered at the 102nd Department Convention; and, be it further**

RESOLVED, That the Internal Affairs Commission shall develop a process for Posts to submit recommended amendments to the documents, this process must focus on ease of submission to maximize input from all Posts; and, be it further

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RESOLVED, That the Department hereby emphasizes that Posts are separate legal entities and most are incorporated in the State of Maryland, the Department still has a general oversight role with respect to the Posts being under the irrevocable jurisdiction and ensuring that Post are compliant with the Constitution and By-laws of The American Legion and the Constitution and By-laws of the Department of Maryland, and any and all amendments thereof and supplements thereto or repealers thereof now existing or which in the future may be adopted, as well as all the rules, regulations and orders heretofore or hereafter promulgated in pursuance thereof; and, be it further

RESOLVED, That the Standard Post Constitution and By-laws establishes a uniform framework of governance within the Posts, however, the DEC reinforces and declares the locus of decision-making, the financial control, day-to-day operational control, and management aspects of the Post are rightly in the purview of the individual Posts and their members, except as otherwise provided; and, be it finally

RESOLVED, That the Internal Affairs Commission be authorized to direct the Department Adjutant to make style, grammatical, typographical, and/or punctuation corrections to the documents, is so far as these corrections do not change the original intent of the Article or Section.

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