



The American Legion  
Department of California  
1601 7<sup>TH</sup> Street  
Sanger, CA 93657-2801

CERTIFICATION OF CONSTITUTION, BYLAWS AND AMENDMENTS  
CONSTITUTION AND BYLAWS COMMISSION, DEPARTMENT OF CALIFORNIA

Post Articles                       District Articles                       \_\_\_\_\_ Articles

Post No.: 0132                      District No.: 29                      Area: 5

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Orange, CA  
(Location)

**Your articles, as submitted have been reviewed and by this Commission for entry into the Department Record. A copy of this form should be kept with your Post or District Records**

**ARTICLES RECEIVED:**

By-Laws  
 Amendment

**REMARKS:** If the Constitution & By-Laws, By-Laws or the Amendments are ever changed or amended after the date of this form, the changes or revisions shall be submitted to the Constitution and Bylaws Commission - Department of California for review and approval. All Articles of any Bylaws must remain in compliance with the American Legion National Constitution and Bylaws as well as the American Legion – Department of California Constitution and Bylaws. It is the responsibility of the Post or District to always keep them current.

Thank you.

DATE: Feb. 7, 2024

Mark L. Rice  
Mark L. Rice  
Chairman and Commissioner, Area 1  
Constitution and Bylaws Commission, DOC

BY-LAWS OF  
**THE AMERICAN LEGION**

Post 132, Orange, California

As Post amended and Department approved.

(Articles of Incorporation for this post are on file with the California Secretary of State under date of December 13, 1950.)

**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 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 good will 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.

**ARTICLE I. NAME:**

**Section 1.** The name of this organization is Orange Post 132, The American Legion, Department of California, located at Orange, California, hereinafter referred to as “the Post”.

**ARTICLE II. OBJECTS:**

**Section 1.** The objects and purposes of this Post shall be to promote the principles and policies as set forth in the foregoing Preamble, the Articles of Incorporation, and National and Department Constitutions 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. Rank does not exist in the Post. No member shall be addressed by military or naval title in any meeting of this Post.

**Section 2.** This Post shall be non-political and shall not be used for dissemination of partisan principles.

**Section 3.** Each member shall perform his full duty as a citizen.

**ARTICLE IV. MEMBERSHIP:**

**Section 1.** Any person shall be eligible for membership in this Post who was a member of the Army, Navy, Marine Corps, Coast Guard, or Air Force of the United States of America and assigned to active duty during the dates and conditions set forth in Article IV, Section 1 of the National Constitution of The American Legion.

**Section 2.** There shall be no form or class of membership except active membership.

**Section 3.** Candidates for membership in this Post shall make application upon a form furnished by the Post, present appropriate evidence of eligibility, and pay therewith the dues for the current year.

**Section 4.** All applications for membership shall be turned over to the Membership Chairman who shall, at each regular meeting of the Post, report all applications received during or after the previous regular meeting. The applicant need not be present to be approved and elected a member. A majority of those present and voting shall elect or reject a candidate. No member shall be elected to membership in this Post who is a member of any other Post in the American Legion.

**Section 5.** No person who has been expelled by a post shall be admitted to membership in this Post without the consent of the expelling Post, except that where such consent has been asked for and denied by such Post, said person may then appeal to the Department Executive Committee for permission to be admitted to membership in this Post, but shall be ineligible for membership until such permission is granted.

**Section 6.** This Corporation does not contemplate and will not distribute gains, profits, or dividends to the members thereof, and no part of its net earnings shall inure to the benefit of any private individual or member of this Post, and is organized under and subject to all provisions of Part I, Division 2 of Title I of the Corporation Code of the State of California insofar as it applies to charitable non-profit Corporations. If Orange Post 132 goes out of existence, all property and assets revert to the Department of California American Legion.

**Section 7.** This Post may, by not less than two-thirds (2/3) affirmative vote by secret ballot of those present and voting after written notice to the membership of such nomination by the Membership Committee, elect any of its members in good standing to HONORARY LIFE MEMBERSHIP for distinguished service rendered to the Post. Mere service as a committeeman of the Post, of itself, shall not constitute distinguished service as referred to herein.

**ARTICLE V. OFFICERS:**

**Section 1.** a. The Officers of this Post shall be:

Commander,  
First Vice Commander,  
Second Vice Commander,  
Third Vice Commander,  
Adjutant,  
Finance Officer,  
Chaplain,  
Historian,  
Judge Advocate,  
Service Officer,  
Immediate Past Commander, and  
Sergeant at Arms.

b. The **ELECTIVE** Officers of this Post shall be:

Commander,  
First Vice Commander,  
Second Vice Commander,  
Third Vice Commander, and  
Finance Officer.

In addition, four Executive Committee persons shall be elected to serve on the Executive Committee.

c. The Commander shall **APPOINT** the

Adjutant,  
Chaplain,  
Sergeant at Arms,  
Historian,  
Judge Advocate  
and Service Officer

and may, at his/her discretion, appoint such additional Offices as Assistant Sergeant at Arms, and Assistant Adjutant, if deemed necessary.

d. Any Post Officer except the Commander, First Vice Commander, and Second Vice Commander, may serve in two offices if so elected or appointed, or a combination of elected and appointed.

**Section 2.** Nominations for elective officers and executive committee persons shall be held at the General Membership meetings in April and May of each year; acceptance shall be by voice acceptance or a written acceptance. A written acceptance shall be read by the Adjutant at either one of the nominations meeting. A write-in is not allowed. All the first nominations shall be put

in the Post newsletter by the Adjutant and communicated in writing by mail, email and/or facsimile to the membership at least 5 days prior to the date of election.

**Section 3.** The elective officers and executive committeeman shall be elected at the General Meeting in May. The Post Officers and Executive Committee members shall be installed at the General Meeting in June. All of these shall be elected to serve one full year. All elections shall be by written ballot and a majority of votes cast shall be necessary to elect the Commander, and Vice Commanders. All others may be elected by plurality vote.

**Section 4.** The Election Board shall consist of three qualified members appointed by the Commander who will validate the credentials of the voters and after the polls close count and tabulate the results and report same to the Commander.

**Section 5.** Every member of this Post in good standing shall be eligible to hold office in this Post if so elected or appointed.

**Section 6.** All vacancies in ELECTIVE offices shall be filled by a written ballot at a regular meeting, provided that notice of such election is given at the meeting preceding the election meeting or published in the Post newsletter at least five (5) days before the election. The Commander at his discretion may fill a vacancy temporarily in the interim.

**Section 7.** Vacancies in appointive offices may be filled immediately by the Commander by appointment to fill the vacancy.

**Section 8.** The office of Finance Officer or any other offices and/or positions charged by the Post Commander and/or Bylaws, with the responsibility of handling Post funds, shall be bonded. ~~under the blanket bond purchased from Department of California and billed to Posts at cost.~~

**Section 9.** In the event that any Post officer or executive committee member is absent for three consecutive meetings without being excused by the Commander the office may be declared vacant by a majority vote of those present at a Post General Membership meeting. If the office is elective, it may be filled by election as specified in Section 6, above. If the office is appointive, the Commander may immediately fill the vacancy by appointment.

## **ARTICLE VI. FINANCE:**

**Section 1.** The Finance Officer is empowered with the Commander to pay all routine operating expenses as they occur. Routine expenses shall include club room supplies, cleaning and routine kitchen expenses. No appropriation of funds other than the foregoing and what is budgeted shall be made without the approval of the General Membership at a regularly scheduled meeting. The exception to this is the Executive committee shall be empowered to spend on emergencies up to \$500 for any one specific purpose and report of same made at the next regular Post meeting. Routine expenses shall include paying bills for supplies and normal expenses upon the authority of the Executive Committee. The Executive Committee shall prescribe the form in which the finance records shall be kept.

**Section 2.** The Finance Officer shall participate in the audit pursuant to Article XIV.

**Section 3.** The fiscal year of the Post shall be from July 1 to June 30 of each year.

**ARTICLE VII. THE AMERICAN LEGION AUXILIARY; THE SONS OF THE AMERICAN LEGION; AND THE AMERICAN LEGION RIDERS.**

**Section 1.** This Post recognizes an auxiliary organization known as the Auxiliary Unit of Orange Post No. 132, The American Legion, Department of California.

**Section 2.** Membership in the Auxiliary Unit shall be as prescribed by the National Constitution and By-Laws of the American Legion.

**Section 3.** This Post recognizes the Organization known as: Sons of the American Legion, Squadron No. 132.

**Section 4.** Membership in the Sons of The American Legion, Squadron No. 132, shall be as prescribed by the National Constitution and By-Laws of the American Legion.

**Section 5.** This Post recognizes the Organization known as the American Legion Riders, Chapter 132.

**Section 6.** Membership in the American Legion Riders, Chapter 132, shall be as prescribed by the National Constitution and By-Laws of the American Legion.

**ARTICLE V111. PROCEDURE:**

**Section 1.** Opening and closing of meetings, initiation of new members and installation of officers shall be conducted as approved by National Headquarters in Manuals of Ceremony and Officers Handbooks.

**Section 2.** Robert's Rules of Order, Revised, shall govern the conduct of all Post meetings except as otherwise provided in the by-laws and the American Legion guide books on ceremonies and meetings.

**ARTICLE IX. MANAGEMENT: THE EXECUTIVE COMMITTEE**

**Section 1.** The overall administration, government and management of this Post are entrusted to the Post's Executive Committee.

**Section 2.** ~~The Executive Committee shall consist of the~~

~~Second Vice Commander,  
Third Vice Commander,  
Finance Officer,  
Adjutant,  
Judge Advocate,  
Immediate Past Commander,  
and the four elected Executive Committee persons at large.~~

~~All are voting members.~~

~~Any or all Officers can be members of the Executive Committee except that only the elected officers can have voting privileges.~~

**Section 3.** The Executive Committee shall consider all matters affecting the Post and make recommendations to the Post at the next General Meeting which thereafter shall be approved by the Post before becoming effective.

**Section 4.** The Commander, First Vice Commander and Adjutant shall be Chairman, Vice Chairman, and Secretary of the Executive Committee, respectively.

**Section 5.** The Post has the option to meet by electronic means using either phone, internet, or other electronic means in order to conduct Post business and/or elections as scheduled or otherwise any business required by these. Bylaws. The Post membership must be notified by either mail or electronic mail at least 10 (ten) days prior to said meeting and the same quorum as for all other meetings will be required to conduct business.

## **ARTICLE X. MEETINGS:**

**Section 1.** A General Membership meeting of the Post shall be held on the second Thursday of the month at the Post Legion Hall or at a place designated by the Post Commander, except that when such meeting falls on a State or National holiday, then no meeting will be held unless otherwise decided by the Commander at a preceding meeting.

**Section 2.** Special General Meetings may be called by the Commander with at least **ten (10) days** ~~48 hours~~ verbal or written notice. Such notice shall include the date, time, place and subject of the meeting.

**Section 3.** Quorum at all General Membership meetings shall be ten (10) members.

**Section 4.** The Executive Committee shall meet on the 1st Thursday of the month. A quorum at the Executive Committee meetings will be no less than 7 Executive Committee members. It may hold such **emergency**/special meetings as it or the Commander may deem advisable, notice being given to each committee member at least **seventy-two (72)** ~~twenty-four~~ hours before the time and place, stating the matter to be considered.

**Section 5.** No member shall take part in any Post meeting unless in good standing.

**Section 6.** No member shall be represented by or vote by proxy. There shall be no absentee balloting.

**Section 7.** All notices required to be written by these by-laws shall be deemed sufficient when such notice has appeared in the official publication of this Post and sent by regular or electronic mail to the membership.

## **ARTICLE XI. DUTIES OF OFFICERS:**

**Section 1. Duties of the Post Commander.** It shall be the duty of the Commander to preside at all meeting of the Post and to have general supervision over the business affairs of the Post. The Commander shall be the Chief Executive of the Post as such is responsible for overseeing all aspects of the Post.

**Section 2. Duties of the First Vice Commander.** The First Vice Commander:

a. is charged with solicitation and retention of the Post's Membership and will select and chair the Post's Membership Committee.

b. shall assume and discharge the duties of the office of Commander in the absence or disability of or when called upon by the Post Commander.

**Section 3. Duties of the Second Vice Commander.** The Second Vice Commander:

a. is responsible for attracting members into the Post, its activities and its meeting.

b. is responsible for devising, scheduling and advertising of the social calendar for the Post.

c. is responsible to the Commander for Veteran's Affairs.

d. is responsible for devising projects to raise money for the post.

e. shall assume and discharge the duties of the office of First Vice Commander in the absence or disability of such officer, and shall perform such duties as directed by the Post.

**Section 4. Duties of the Third Vice Commander.**

a. Coordination of the Post's Children and Youth programs including, but not limited to:

1. The Oratorical Contest

2. Boy's State

3. Children's Halloween Party

4. Children's Christmas Party

5. Children's Easter Party

b. The Third Vice Commander shall assist the Second Vice Commander with his duties.

**Section 5. Duties of the Adjutant.** The Adjutant:

a. is an ad hoc member of all Post committees.

b. is solely responsible for the Post membership roster.

c. responds to all correspondence.

d. issues membership cards.

e. processes monies received from dues with the Finance Officer.

f. keeps the meeting minutes; reduces such to written form; presents a preliminary version at or before each meeting for consideration, correction and approval; and certifies the same.

**Section 6. Duties of the Finance Officer.**

a. The Finance Officer shall be charged with the custody of the funds of the Post.

b. He/she shall keep its accounts and report thereon at regular meetings of the Post presenting such at or before each meeting for consideration, correction and approval.

c. He/she shall receive all funds of the Post and pay all bills approved by the Post.

~~d. He/she shall be bonded under a blanket bond procured from the Department of California and paid for by the Post.~~

d. e. Furthermore, the Finance Officer is responsible within 30 days of taking office for the development of a budget with the approval of the Executive committee for Post events and activities.

**Section 7. Duties of the Historian.** The Historian shall be charged with keeping records of Post activities and incidents of the Post and perform such other duties as directed by the Post and Executive Committee.

**Section 8. Duties of the Judge Advocate.** The Judge Advocate shall be ready to advise the Post Officers on the construction and interpretation of the Post By-Laws, be familiar with local and state laws and regulations, and perform such duties as are usually incident to that office.

**Section 9. Duties of Chaplain.** The Chaplain shall be charged with the spiritual welfare of the Post Comrades and will offer divine but non-sectarian service in the event of dedications, funerals, public functions, and the opening and closing ceremonies at Post meetings, and adhere to such ceremonial rituals as recommended by National or Department Headquarters from time to time.

**Section 10. Duties of the Service Officer.** The Service Officer shall perform those duties of service to veterans as are usually incident to that office, and perform such other duties as directed by the Post.

**Section 11. Duties of the Sergeant at Arms.**

- a. Preserve order at all meetings
  - b. Arrange the meeting area
  - c. Is responsible for flag etiquette
  - d. Greets, introduces and makes new and old members feel at home
  - e. Shall perform such other duties as may be assigned by the Post Commander
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**ARTICLE XII. DUES, FEES, AND FUNDS:**

**Section 1.** The Post dues shall be payable in advance. The amount of dues shall be determined by the Executive Committee and passed by a majority vote of members present at the General Membership Meeting after written notice to the membership. The dues of all our World War One Veterans who are members of the Post shall be paid by the Post so long as they remain members of the Post.

**Section 2.** From such dues the Post shall pay all per capita assessments from District, Department, and National Headquarters, and such other expenditures as the Post may approve. Payment of per capita is automatic and needs no further approval.

**Section 3.** A member whose dues for the current year, have not been paid in advance before January First shall be classed as delinquent. If such dues are then paid on or before February First, the member shall be automatically reinstated. If member's dues are still unpaid after February First, said member shall be suspended from all privileges. If a Member is delinquent on June Thirtieth, said member shall be dropped from Post membership rolls. A member dropped from the rolls, may be reinstated by a vote of the membership upon payment of current dues.

**ARTICLE XIII. DELEGATES AND ALTERNATES:**

**Section 1.** ~~The Delegates and Alternates to represent this Post at District and Department Meetings shall be elected as prescribed by the Committees and By-Laws of the American Legion and by Article V of these Post By-Laws.~~ Delegates of the Post to the Area and the

representatives to the District shall be appointed or elected as prescribed by Area and District By-Laws and shall serve a one (1) year per term.

**Section 2.** Delegates and Alternates shall serve for a term of one year, immediately following their election. The Adjutant is charged with certifying them immediately with the 29<sup>th</sup> District and the Department of California. The number of Delegates and Alternates is governed by the Post membership at cut-off date before convention in accordance with Department By-Laws.

**Section 3.** ~~The Incoming Commander will automatically become a Delegate and shall be designated as “Chairman of the Delegation”.~~ The delegates and alternates to represent the Post at Department conventions shall be elected at a regular meeting of the members of the Post by vote of those present and voting. The election shall be held and submitted no later than June 1<sup>st</sup>. The time and place for holding the election must be announced by the Post Commander at least one regular meeting in advance of the election.

#### **ARTICLE XIV. APPOINTMENTS:**

**Section 1.** This Post Commander, immediately after being installed in office, shall appoint committee chairpersons as necessary to carry on the programs of the Post and the additional members of these committees shall be determined by the Post Commander and Chairman with Post approval.

#### **Section 2. Audit.**

a. The Post will keep financial records and shall cause said records to be examined by a licensed accountant or a committee of three (3) competent persons, none of whom will be the Commander, Adjutant, Finance Officer or any other person charged with the responsibility of handling Post funds.

b. Such examination will be made prior to October 1<sup>st</sup> following installation of Post officers, and for the period of the immediately preceding fiscal year of the Post, said fiscal year ~~will be period-~~determined by the Post. ~~(Posts with Should the~~ gross annual revenues ~~exceed~~ fifty thousand dollars (\$50,000) and over, ~~will have their the~~ books ~~shall be~~ examined by a reputable bookkeeper or certified public accountant ~~and attach with~~ a copy of their report ~~attached~~ to the Post Financial Audit Certification.) The Post shall certify to the Department Adjutant prior to November 15<sup>th</sup> each year that such an examination has been made and file ~~the original thereof~~ with the Department Adjutant before said date, sending a copy thereof to the District Commander of the District of said Post.

c. The Department Commander, Department Executive Committee, the District Commander, the Post Commander, or the Post Executive Committee may order an audit of the financial records of the account at such other times during the current year as may be deemed advisable. Failing to submit the certification by deadline or any general or special extension thereof will cause the post to be placed on probation until submission has been verified by the Department Adjutant.

**Section 3. Membership Committee.** The membership committee shall have charge of all

matters pertaining to membership of the Post, including the procuring of new members, reinstatement and eligibility of members subject to approval of the Post. The Adjutant will issue cards to reinstatements so approved, and to all new members accepted by the Post as well as all members upon payment of current dues. The Adjutant will handle automatic reinstatements.

**Section 4. Finance Committee.** The Executive Committee shall be the Finance Committee of this Post and shall be charged with the administration of financial policy. The Finance Officer is responsible for providing the following records:

- a) Budget for year being audited
- b) Month ending statement showing receipts/expenditure
- c) Check Register
- d) Post Receipt Book
- e) Copies of Post minutes showing expenditures authorized by motions.

Items b), c) and e) are to be in individual jackets for each of the 12 months.

The audit team will, at their discretion have the option of auditing monthly or selecting not less than 4 months to make their audit.

The audit will encompass:

- a) A comparison of bank deposits against receipts
- b) A comparison of bank withdrawals against budget, motions from the minutes and invoices for payment.

#### **ARTICLE XV. LIMITATIONS OF LIABILITIES:**

**Section 1.** This Post shall not incur, nor cause to be incurred, any liability or obligations whatever which shall subject to liability any other individuals, corporations or organizations.

#### **ARTICLE XVI. TRIALS:**

**Section 1.** Members of this Post shall be subject to disciplinary action as provided in the ~~Trial Manual of the Department of California as adopted, and as the same may be amended from time to time hereafter. A copy of the verdict, certified by the Post Commander and the Post Adjutant, shall forthwith be forwarded to the~~ Department Adjutant. Administrative Hearing Manual as adopted, and as the same may be amended from time-to-time hereafter.

#### **ARTICLE XVII. RECALL PROVISION:**

**Section 1.** A petition signed by ten percent (10%) of the membership in good standing requesting the holding of an election for the purpose of recalling an elective officer or a member of the Executive Committee may be filed at any time with the Adjutant. The Adjutant shall, within five (5) days after filing said petition, shall ascertain if signatures on said petition are those of members in good standing. The Adjutant shall deliver the said petition and his/her report therewith certifying this action to the Executive Committee at its next meeting.

If it shall appear from the report of the Adjutant that ten percent of the membership have signed said petition, the Executive Committee shall fix the date for the recall election, which date shall be fixed for a regular meeting of the Post to be held not less than two weeks or not more than six weeks after the meeting of the Executive Committee.

If the report of the Adjutant shall shows less than ten percent of the membership have signed the petition, it shall be forthwith returned to the member who filed same with the Adjutant who shall then have ten days thereafter to obtain the required number of valid signatures and re-file said petition with the Adjutant who shall recheck with his records and resubmit the same to the Executive Committee at its next meeting with his report. If the petition is then found being sufficient, the recall election shall be fixed as set forth above.

**Section 2.** Notice of the date, time, and place of holding the recall election shall be sent by mail or electronically to each member of the Post in good standing at his address as the same appears in the Post records, at least ten (10) days before the election.

**Section 3.** All recall elections shall be conducted by written secret ballot.

**Section 4.** At a recall election, the ballot shall read as follows:

SHALL \_\_\_\_\_(Name of Officer or Ex. Comm.) \_\_\_\_\_  
BE RECALLED? YES \_\_\_\_\_ NO \_\_\_\_\_

A YES vote shall count for recall, and a NO vote shall be counted as against recall. Only members in good standing shall be entitled to vote at such elections.

**Section 5.** If the Officer or member of the executive committee shall be recalled, the Post at its next General Membership meeting shall elect a successor to fill the unexpired term. Nominations shall be held the same meeting as the election. The person recalled shall not be eligible as a candidate for election to fill the vacancy.

## **ARTICLE XVIII. AMENDMENTS:**

**Section 1.** Proposed amendments to these By-Laws must be submitted in writing at a General Membership meeting of the Post and read thereat. After written notice to the membership, at the next General Membership meeting or subsequently if postponed, the proposed amendment may be adopted by a two-thirds affirmative vote of those present and voting if a quorum is present.

**Section 2.** These By-Laws shall be amended to conform to any changes in the National or Department Constitution and By-Laws. Failure of this Post to adopt the required amendments

shall not delay or modify the effect of such changes.

**Section 3.** Any amendment initiated by this Post shall not be in force or effect until approved by the Constitution and By-Laws Commission of the Department of California.

**Section 4. CERTIFICATION:**

Above the signatures of the Commander and the Adjutant, certify to the following:

"We hereby certify that the above By-Laws were read at two meetings and adopted on Thursday, May 13, 2021, a quorum being present, and approved by two-thirds majority vote of those present and voting.

First Reading: September 10, 2020  
Second Reading and Adoption: October 8, 2020  
Third Reading and Amended as Required by Department and Adopted: May 13, 2021

Signed: -----



Post Commander: Victor DE LA ROSA

Signed: -----



Post Adjutant: Brian JOHNSON

Certification in the event of any subsequent amendments is required. These By-Laws or any Amendments thereto, must be sent in Duplicate to Department Headquarters, as one copy is kept by Department and the original is returned to the Post.

ARTICLES OF INCORPORATION FOR THIS POST ARE ON FILE WITH THE SECRETARY OF STATE UNDER THE DATE OF DECEMBER 13ru 1950.

CORPORATE NUMBER: C0250086  
POST NAME: ORANGE - NUMBER 132