

These By-Laws are corrected and updated as per changes properly presented to the membership at the required number of Post meetings and passed respectively at meetings on Tuesday, March 1, 1960; September 3, 1963; March 6, 1972; October 1973; February 4, 1975; August 3, 1976; February 1, 1983; April 5, 1988; June 4, 1991; August 2, 1994; March 3, 1998; October 2, 2001; and December 6, 2005, January 2, 2007, February 6, 2007.

By-Laws of Gilbert C. Grafton Post #2, The American Legion Department of North Dakota

ARTICLE I – MEMBERSHIP AND DUES

Section 1. Any person eligible for membership in The American Legion shall be eligible for membership in this Post.

Section 2. Membership in this Post shall be acquired by application through any other member. Applications may be investigated and either approved or disapproved by a committee consisting of the Post First Vice Commander, Post Adjutant, and Post Chaplain. If such application is disapproved, it shall be referred to the next regular meeting of the Post by the Post Commander with reasons for the disapproval of the same. Such applications may then be approved by a two-thirds (2/3rds) vote of the membership present at said meeting.

Section 3. Effective January 10, 2007, annual dues for the membership in this Post shall be twelve dollars and fifty cents (\$12.50) for 2007 and for the yearly dues thereafter. Dues shall be payable in advance upon application for membership. Post dues shall be in addition to Department and National dues. The fiscal year of the Post shall be from 1 July to 30 June of each and every year.

ARTICLE II - NATURE

Section 1. This Post shall be absolutely non-partisan and shall not be used for the dissemination of partisan principles or for the promotion of the candidacy of any person seeking public office or preferment.

Section 2. There shall be no limitation upon the right of any member on account of race, creed, or political beliefs.

Section 3. There shall be no limitation upon the right of any member to the right of free speech at any meeting of the Post or at any and all official meetings of the post executive committee.

Section 4. The right shall be reserved to any member of this Post to impeach any other member for misconduct, non-Americanism, treason to State or Nation, disloyalty, or for non-conformity with the rules and regulations of The American Legion and of this Post.

Section 5. The manual of court martial of the United States of America shall govern all impeachment proceedings. The Commander of the Post shall appoint members to a general court martial to try any and all cases. Such a court shall consist of members of this Post and not holding office in the Post.

ARTICLE III – ADMINISTRATION

Section 1. The elective officers of this Post must be current members of this post and shall be the Post Commander, Post First Vice Commander, Post Second Vice Commander, Post Third Vice Commander, Post Adjutant, Post Historian, Post Finance Officer, Post Chaplain, Post Sergeant-at-Arms, Post Assistant Sergeant-at-Arms, and five Executive Committee Members all of whom shall be elected annually by a plurality of the paid-up membership casting valid ballots and provided for in sub-paragraph (h) hereof. The date of said election shall be the first Tuesday in May of each year and such duly elected officers shall be installed at the first regular meeting in June of each year. Said officers shall continue to hold office until their successors are duly elected and qualified. No person shall hold more than one elective office, except as provided for in sub-paragraph (g) hereof. The duties of said elective officers shall be as follows:

(a) The Post Commander shall preside at all meetings of this Post and shall be deemed the Executive Officer thereof.

(b) The Post Vice Commanders shall in the order, first, second, and third, be vested with all of the duties of the Post Commander during the latter's absence or inability to act or when any of the senior Post Vice Commanders are absent or unable to act.

(c) The Post Adjutant shall have responsibility for all of the secretarial duties in connection with this Post and shall be the custodian of the official seal of the Post. Said Post Adjutant shall purchase a fidelity bond in an amount to be determined by the Executive Committee. The premium on all officers of this Post shall be paid by the Post.

(d) The Post Finance Officer shall have the general duties of Treasurer of this Post. It shall be their duty to keep accurate accounts of all receipts of moneys and expenditures of this Post and shall disburse no unapproved moneys of this Post except upon approval by a two-thirds (2/3rds) majority of the paid-up members present at a regular stated meeting. The Finance Officer has the authority to pay all recurring expenses and bills of the Post without prior approval of the Executive committee providing that new financial obligations are not incurred. The Finance Officer may approve current

nonrecurring bills, and special disbursements, providing they do not exceed Two Hundred Dollars (\$200.00) without the approval of the Executive Committee. The Executive Committee shall have the power to approve and order payment of merchandise, supplies, and labor necessary for Club operations and recreational activities of this Post and require the Finance Officer to pay for them from Post#2 funds.

(e) The Post Chaplain shall have the general duties of a Chaplain including visiting the sick and distressed and conducting the last rites over members who have answered the “call” and are laid to rest by this Post, taking up the sword in defense of honor, love, and purity.

(f) It shall be the further duty of the Post Commander and Post Adjutant, upon express order and direction of the Executive Committee, to execute and deliver all deeds, transfers, and conveyances of the property of this Post, both real and personal, and to execute and deliver all contracts and other instruments for and on behalf of this Post.

(g) The Offices of the Post Adjutant and Post Finance Officer may be combined and held by the same person. The Post Commander, Post Adjutant and the Post Finance Officer may receive such compensation for the faithful performance of their respective duties at a rate of \$100, \$200, \$200 per month, respectively or as determined by the Executive Committee, subject to approval of a two-thirds (2/3rds) majority of the paid up membership present at a stated meeting of the Post.

(h) At the first regular meeting of the Post in the month of February each year, the Post Commander shall appoint a nominating committee of not less than five (5) members nor more than seven (7) members, which shall bring in a report of prospective candidates for all offices, which report will be presented at the first regular meeting in March of each year. At the March meeting, when this report is submitted, additional nominations for the list may be submitted from the floor. Immediately following nominations which have been submitted by report of the committee or from the floor, such list shall be posted on the post bulletin board of the Post.

The procedure outlined for the nominating committee or for entering names on the nomination list shall in no way preclude nominations from the floor at the first regular meeting in April of each year. The Post Commander having determined there are no further nominations shall, following passage of a proper motion, declare the nominations closed, instruct the adjutant to provide the committee on elections, provided for in sub-paragraph (i) hereof, with a list of properly nominated candidates for the various offices. The Commander shall announce at the meeting the date on which balloting by the membership shall occur.

(i) The regular election of Post officers as are properly nominated in accordance with sub-paragraph (h) hereof, shall take place on the first Tuesday in May of each year. The Commander shall appoint a committee of election of at least five (5) members who shall be responsible for fixing the time and place of the election and to make rules and provisions for conducting the election. The committee shall perform any acts not

specifically provided for herein as are necessary to properly conduct such election. The committee will prepare a notice of date, time, and place of election and prepare a list of the nominated candidates for office. Such notice to be mailed to all members who are in good standing as of March 31 of each year. Such notice to be mailed no less than seven (7) days prior to the date of such election.

(j) Casting of absentee ballots will be allowed fifteen (15) days prior to the annual election date. Members, to cast an absentee ballot, must present themselves at Post #2 Headquarters and present a current paid-up membership card, which will be punched, and the members name and card number will be entered in the election register. The members will mark their ballots and place them in a plain envelope which will be sealed. The sealed ballots and voting register will be turned over to the elections committee on the morning of the election.

If a member cannot appear at Post #2 Headquarters because of confinement or long distances from the office, the member may request a ballot by mail. When such ballot is returned to the office it will be sealed in a plain envelope and the member's name and card number will be entered in the elections register. Such ballots and election register to be handled as in preceding paragraph.

The Post Executive Committee, on receipt of proper certificate of election from the committee on elections shall sit as a canvassing board and if otherwise in order, notify each elected officer of the date, time, and place of installation of officers.

(k) No person employed by the Post or the Club and being paid more than the sum of Five Hundred Dollars (\$500) per month shall hold or be appointed to the following elective officers: Post Commander or Executive Committee. Any other elected officer who is employed by the Club and serves on the Executive Committee shall be a non-voting member when actions concerning the operation and recreation activities of the Club are presented to the Executive Committee for approval. The Commander, Adjutant and Finance Officer who may receive compensation from the Post, are not considered employees under this subsection.

Section 2. Executive Committee

(a) The Executive Committee of this Post shall consist of Post Commander, Post First Vice Commander, Post Second Vice Commander, Post Third Vice Commander, Post Adjutant, Post Finance Officer, five elected Executive Committee Members, and the immediate Past Post Commander, who shall automatically succeed to the Executive Committee following the expiration of his/her term of office, and following the election and qualification of his/her successor. The Executive Committee shall manage the business and preserve the assets of this Post. It will meet monthly, and also on call of the Post Commander or of any four or more members of said Executive Committee. Notice of such meeting shall state the date, time, and place thereof and shall be served personally on each member of said Executive Committee, or shall be mailed, e-mailed or telephoned to their address on the records of this Post at least twenty-four (24) hours

before the meeting. Such notice need not state the business to be transacted at said meeting. No notice need be given of an adjourned meeting of the Executive Committee. Meetings of the Executive Committee may be held at such place or places in the City of Fargo as the Executive Committee may determine or as may be specified or fixed in the respective notices or waivers thereof. The Executive Committee may fix its own rules of procedure. A majority of the members of said Executive Committee shall be necessary to constitute a quorum and in every case the affirmative vote of a majority of its membership shall be necessary for the approval of any action authorized by said Executive Committee. It shall keep a record of its proceedings and report same to the Post at the next regular meeting thereof.

(b) Any member of the Executive Committee who fails to attend three consecutive regular Executive Committee meetings, shall, without further act, automatically forfeit their membership on the Committee subject to the right of the Executive Committee upon its own motion and by a two-thirds (2/3rds) vote of the members present and voting to reinstate such member within thirty (30) days thereafter.

(c) In the event a vacancy occurs on the Executive Committee, the Executive Committee shall appoint a member to the vacancy until the next regular annual election of officers.

Section 3. The Executive Committee shall assist the Club Manager, through the Committee member appointed by the Commander, in the management, operation, and recreation activities of the Club, and shall have full power to conduct the activities of the Club, including payment of bills necessary for its operation, the right to apply for and secure for this Post any and all City, State, and Federal permits or licenses necessary to the proper conduct and operation of said Club activities.

ARTICLE IV

Whenever by death, resignation, or other reasons a vacancy shall occur in any office of the Post, except that of Post Commander, such a vacancy shall be filled by the Executive Committee. A majority vote of said Executive Committee shall be sufficient and it shall report its selection at the next regular meeting of the Post. In the event of a vacancy occurring in the office of the Post Commander, the Post First Vice Commander shall assume the position, and the position of the Post First Vice Commander then be filled by the Executive Committee as provided.

ARTICLE V – MEETINGS

Section 1. Robert's Rules of Order shall govern all meetings and assemblies.

Section 2. There shall be twelve (12) regular stated meetings of this Post held during each year and such special meetings as shall be called by the Post Commander. The regular meetings shall be held on the first Tuesday of each month.

ARTICLE VI – MEMORIAL DAY

American Legion uniforms shall be worn, if available, on Memorial Day and when designated by the Post Commander to honor our fallen comrades.

ARTICLE VII

This post shall at all times be subject to and bound by the Constitution and By-Laws of the National American Legion and the Department of North Dakota of said American Legion, so far as the same may be applicable to this post.

ARTICLE VIII – AMENDMENTS

These By-Laws may be amended by a majority vote of the members present at two successive regular monthly meetings.

CERTIFICATE

Know all by these presents that we, the undersigned, constituting the Officers and Executive Committee of Gilbert C. Grafton Post #2, the American Legion, Department of North Dakota, do hereby certify that the above and foregoing By-Laws were adopted as the By-Laws of the said fraternal corporation at a meeting thereof called and held for that purpose on the 6th Day of February, 2007, and that the same now constitute the By-Laws of said post.

(Signatures)

*Keith Kerbaugh,
Commander
Ron Matthews
David Rice
David Johnston*

*Bruce Holtan
Virgil Estenson
Hank Deyle
Randy Wimmer*

*Doug Craik
Jack Barrows
Robert Jacobson*