

**BY-LAWS**

**SONS OF THE AMERICAN LEGION**

**VETERANS MEMORIAL SQUADRON 347**

**LADY LAKE, FLORIDA**

**DETACHMENT OF FLORIDA**

**EST. January 2007**

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**BY-LAWS**  
**SONS OF THE AMERICAN LEGION VETERANS MEMORIAL**  
**SQUADRON 347**  
**LADY LAKE, FLORIDA**

**ARTICLE I: NAME AND PURPOSE**

**Section 1:**

This Squadron, Sons of the American Legion Veterans Memorial, Squadron 347, existing under these By-Laws, shall operate as a non-profit organization and as an integral part of the National Sons of the American Legion; the Detachment of Florida, Sons of the American Legion; and Veterans Memorial Post 347, The American Legion. The objectives of the Squadron are as set forth in the National Sons of the American Legion Constitution; the Detachment of Florida, Sons of the American Legion Constitution; and the Constitution of the Sons of the American Legion Veterans Memorial, Squadron 347.

**ARTICLE II: MANAGEMENT**

**Section 1:**

The Executive Committee shall have charge of and entrusted with the management of the affairs of Squadron 347. All standing committees will report to the Executive Committee through their respective Chairman.

**Section 2:**

The Executive Committee shall consist of the Commander, First Vice-Commander, Second Vice-Commander, Finance Officer, Chaplain, Historian, Sergeant-at-Arms, two (2) Members at Large, the immediate Past Squadron Commander in good standing, Adjutant, and Judge Advocate. Only these officers will have a vote on the Executive Committee and be counted in ascertaining a quorum. Appointed Assistant Officers shall not have voting rights unless filling in for the absent officer.

**Section 3:**

- (A) Succession of Office for Squadron Commander: Should the Commander become unable to perform his duties and has more than 120 days remaining in his term, the First Vice-Commander may assume the duties of Commander pending a special election. A Special Election for Squadron Commander must be held no later than 45 days, or at the earliest possible Squadron 347 General Membership meeting of the Commander leaving office. Self-nominations, in writing, will be requested through a notice on Squadron 347 bulletin boards. At the Special Election, nominations from the floor will be accepted if the Nominee is present. The interim Commander elected by Special

Election will take office immediately following the Special Election and serve the remainder of the current term year. Elections for the following (next) year will take place in the usual manner as directed by these By-Laws. If there are less than 120 days remaining in the Commander's term of office, the First Vice-Commander will assume the duties of Squadron Commander for the remainder of the term.

- (B) Any other vacancy occurring on the Executive Committee for whatever reason shall be declared a vacant office and shall be filled by a candidate appointed by the Squadron Commander and approved by a majority vote of the Executive Committee and ratified by membership. If the vacancy cannot be filled in this manner, the vacant office will be subject to nomination and election by the Squadron Membership during a regular Squadron Membership Meeting. The newly appointed/elected officer will remain in the position for the remainder of the current term. Members of the Squadron may hold only one (1) elected position in the Squadron in any one (1) administrative year.
- (C) Prior to a newly elected officer taking office, the officer elect will not be able to fulfill the duties of the office, (death or resignation in writing to the Squadron Commander) the election will be considered incomplete and a Special Election must be conducted.
- (D) In the event that a Squadron Officer is absent from either a Squadron or Executive Committee meeting for three (3) consecutive meetings without a valid excuse, he shall be charged with neglect of duty by the Squadron Commander and a trial held in accordance with The Department of Florida Constitution, Article X, Section 14, Department Executive Committee document entitled Rules Governing Trials.

#### Section 4:

- (A) After the Election of Officers, the incoming Executive Committee shall meet for organizational purposes at a date determined by the incoming Commander. Executive Committee meetings will then be held at least monthly at a time as specified in the Squadron 347 Standing Rules.
- (B) Members of the Squadron in good standing may attend Executive Committee meetings but may not vote. They may speak on agenda items with permission of or, at the request of the Chair. Members wanting an item added to the agenda must contact the Commander prior to the meeting.
- (C) The Squadron Commander may call a Special Meeting of the Executive Committee or a Special Meeting may be called upon a request in writing by a majority of the Executive Committee.
- (D) The Commander must give a minimum of at least twenty-four (24) hours notice of a Special Meeting. A majority of the Executive Committee Officers shall constitute a quorum for an Executive Committee meeting. Poling by the Commander, or the Adjutant as directed by the Commander, shall serve as a meeting. Results must be recorded in the minutes of an Executive Committee meeting.

#### Section 5:

The Executive Committee shall have the authority to appoint or dismiss any volunteer(s) as may be deemed necessary for just cause. The Executive Committee shall hear all reports from Squadron Committee Chairpersons.

## ARTICLE III: DUTIES OF OFFICERS

### Section 1:

Duties of all officers will be described in the most recent copy of the Squadron Handbook of the Sons of the American Legion. Any Elected Officer may assume the duties of another Officer due to that Officer's absence or disability when called to do so by the Squadron Commander or the Executive Committee. Duties will not exceed a period of 60 days. After 60 days the position will be declared vacant, refer to Article II, Section 3B.

### Section 2:

Duties of the Squadron Commander:

- (A) The Squadron Commander will preside over all business and affairs of the Squadron.
- (B) The Squadron Commander shall act as Chief Executive Officer of the Squadron and file an annual report at the end of the elected term reviewing the past year's Squadron business and make recommendations for the coming year. This report shall be read at the annual Election Meeting after the election of Officers and filed with the Squadron Adjutant as a matter of record.
- (C) The Squadron Commander will act as an ex-officio member of all committees.
- (D) The Squadron Commander shall be responsible for seeing that in his absence there is at least one (1) Officer conducting Squadron affairs in his stead. This person may include, in rank-of-office order; the First Vice-Commander, Second Vice-Commander, Finance Officer, Historian, Chaplain, Sergeant-at-Arms, Members-At-Large, Squadron Adjutant, or the immediate Past Squadron Commander in good standing.
- (E) The Squadron Commander may authorize and approve any expenditures, not in excess of the dollar amount specified in the Standing Rules, during recess between Squadron meetings. The Executive Committee will be notified of such expenditures at the next Executive Committee meeting.

### Section 3:

Duties of the First-Vice Commander:

- (A) The First Vice-Commander shall assume all the duties of the Squadron Commander in the event of the Commander's absence or disability or when called upon to do so by the Commander or Executive Committee.
- (B) The First Vice-Commander shall have the responsibility for membership and chair the Membership Committee. The First Vice-Commander shall be in charge of contacting possible and interested new members, the renewal of present members, the reinstatement of lapsed or delinquent members, and shall render a report of membership at each monthly meeting or when requested to do so by the Squadron Commander.

**Section 4:**

**Duties of the Second Vice-Commander:**

- (A) The Second Vice-Commander shall be in charge of the entertainment and activity programs of the Squadron and Chair the Entertainment and Activities Committee.
- (B) The Second Vice-Commander may also serve on the Membership Committee and act as Chair of this committee in the First Vice-Commander's absence or disability, or when called upon to do so by the Squadron Commander.
- (C) The Second Vice-Commander will review all entertainment and activities contracts to ensure all contracts are compliant with SAL requirements and no conflicts of dates occur. After reviewing a contract, he will initial indicating his approval and forward to the Squadron's Finance Officer.

**Section 5:**

**Duties of the Squadron Adjutant:**

The Squadron Adjutant shall have charge of and shall keep full and correct record of all proceedings of the Squadron and Executive Committee meetings, publish such meeting records, keep records as the National and State Detachment organizations may require, and under the direction of the Squadron Commander, shall handle all correspondence as necessary.

**Section 6:**

**Duties of the Squadron Finance Officer:**

- (A) The Finance Officer shall be the treasurer of the Squadron and shall be charged with the custody of all Squadron funds.
- (B) The Finance Officer ensures all Squadron funds are deposited in the proper accounts and keeps an itemized account of all monies received and disbursed through the accounts of the Squadron.
- (C) The Finance Officer provides a written financial report to the Squadron membership and Executive Committee at their scheduled meetings and a copy submitted to the Squadron Adjutant as a permanent record.
- (D) The Finance Officer shall pay all invoices, by check, as authorized by the Squadron Executive Committee and Squadron Membership.
- (E) The Finance Officer shall advise the Executive Committee on all financial matters as may directed by the Squadron Membership and Executive Committee.
- (F) The Finance Officer shall be responsible for the implementation, application and control of the Squadron's financial practices.
- (G) The Finance Officer shall perform such other duties concerning financial matters as may be directed by the Squadron Executive Committee.

**Section 7:**

**Duties of the Squadron Historian:**

The Historian shall be responsible for the historical records and incidents of the Squadron and Squadron members and shall perform other duties as shall be determined by the Squadron Commander and Executive Committee. The Historian or the Historian's representative should

attend all social and award functions to gather photographs and information for input to the Squadron's historical records.

**Section 8:**

**Duties of the Squadron Chaplain:**

- (A) The Squadron Chaplain shall be in charge of the spiritual welfare of the Squadron and shall offer divine, but non-sectarian, services at meetings, dedications, funerals, public functions, and to the community as needed.
- (B) The Squadron Chaplain shall adhere to the National or State Detachment recommendations for ceremonial rituals.
- (C) The Squadron Chaplain has the duty to visit the sick and assist, if requested, in funeral duties.
- (D) The Squadron Chaplain is responsible for mailing appropriate Sympathy/Get Well cards for the Squadron.

**Section 9:**

**Duties of the Sergeant-At-Arms:**

- (A) The Sergeant-At-Arms shall preserve order at all meetings, verify attendee's membership cards, and shall perform other duties as assigned by the Squadron Commander or the Executive Committee.
- (B) The Sergeant-At-Arms shall be custodian of all colors and Squadron ceremonial equipment and introduce visiting Sons of the American Legion, Legionnaires, and other guest to the Squadron Commander.

**Section 10:**

**Duties of the Judge Advocate:**

- (A) The Judge Advocate shall advise the Squadron Commander and the Executive Committee in the conduct of the Squadron's business and procure proper counsel.
- (B) The Judge Advocate is the guardian of the constitution form of the Squadron government including the construction and interpretation of the National, Detachment and Squadron Constitutions, By-Laws, and Standing Rules.
- (C) The Judge Advocate shall be an advisor to the Executive Committee as a lawfully constituted body only and shall be an advisor to the Commander or any other officer.
- (D) The Judge Advocate shall preside at all meetings called to hear charges against any member of the Squadron as outlined in the Constitution and By-Laws of the Sons of the American Legion.
- (E) The Judge Advocate shall perform such other duties as are usually incident to the office.

**Section 11:**

**Duties of the Members-At-Large:**

- (A) The Members-At-Large are responsible for the inventory of the Squadron's property. Inventory will be conducted during the fourth quarter (April, May, June).
- (B) The Members-At-Large may be assigned other duties by the Squadron Commander and/or Executive Committee.

- (C) The Members-At-Large will assist Committee Chairs as needed.**
- (D) The Members-At-Large should become knowledgeable and aware of Squadron operation, Squadron activities, and the Squadron's involvement in Sons of the American Legion programs.**

## **ARTICLE IV: APPOINTMENTS**

### **Section 1:**

**The Squadron Commander, upon being elected, shall immediately appoint officers and committee chairpersons to be approved by the Squadron Executive Committee and ratified by membership. Officers would include but not limited to the Squadron Adjutant, Squadron Judge Advocate, and Assistant Officers as deemed necessary. Committees would include but not limited to: Americanism, VA&R, Community Affairs, Auditing, Membership, Entertainment and Activities, and Finance. Each Committee shall consist of such members as deemed necessary by the Committee Chair and approved by the Executive Committee and ratified by membership.**

### **Section 2:**

#### **Membership Committee:**

**The First Vice-Commander shall chair the Membership Committee which may consist of the Second Vice-Commander and at least one (1) Squadron member in good standing. The committee shall review all matters concerning membership of the Squadron including procurement of new members, reinstatement of former members, renewal of present members, and prospective members to the membership for their approval.**

### **Section 3:**

#### **Entertainment and Activities Committee:**

**The Second Vice-Commander shall chair the Entertainment and Activities Committee. The Entertainment and Activities Committee shall act as the social planning entity of the Squadron with the sole purpose of carrying out all social and entertainment activities.**

### **Section 4:**

#### **Finance Committee:**

**The Finance Officer shall chair this Committee with the Assistant Finance Officer and others acting as committee members. The Finance Committee shall be charged with administration of the financial policy as approved by the Executive Committee. The Finance Committee shall prepare a budget recommendation, supervise receiving of funds, disbursing of funds and accounting for all Squadron funds. The Finance Committee will also review all committee funds and prepare a resulting report to the Executive Committee for review.**



## ARTICLE V: MEETINGS

### Section 1:

#### Squadron Membership Meeting:

There shall be at least one (1) Squadron meeting held every month during the year. Squadron meetings will be held the third Wednesday of each month at the Veterans Memorial Post 347 Home in Lady Lake, Florida. Time of the meetings will be as stated in the Squadron Standing Rules. Business of the Squadron shall be transacted as may be properly brought forth. Any monthly Squadron Membership meeting may be converted or changed into a social or entertainment meeting or may meet at different locations with the approval of the Executive Committee and ratification by membership.

### Section 2:

#### Squadron Executive Committee Meeting:

There shall be at least one (1) Executive Committee meeting held every month during the year at a minimum. Executive Committee meetings will be held every first Wednesday of each month at the Veterans Memorial Post 347 Home in Lady Lake, Florida. Time of the meetings will be as stated in the Squadron Standing Rules. Business of the Squadron shall be transacted as may be properly brought forth.

### Section 3:

#### Quorum:

Ten (10) members including a majority of the Executive Committee present at a regular Squadron Membership or Special meeting shall constitute a quorum and a majority of the Executive Committee shall constitute a quorum at any Executive Committee meeting.

### Section 4:

#### Drinking of Alcoholic Beverages:

The drinking of alcoholic beverages in the Post by Squadron members shall be prohibited during any Squadron Membership or Executive Committee meetings.

## ARTICLE VI: DUES

The annual membership dues in this Squadron shall be designated by the Executive Committee and ratified by the general membership. The Squadron Membership shall be notified of any change in the amount of dues at the next Squadron meeting, by publishing the change in the meeting minutes and by posting the change on the Squadron website. The annual Squadron Membership dues shall be as designated in the Squadron's Standing Rules.

## **ARTICLE VII: NOMINATIONS AND ELECTIONS**

### **Section 1:**

Nominations and elections shall be as outlined in the Constitution of the Sons of the American Legion, Department of Florida. No name shall appear on the ballot for more than one (1) office.

### **Section 2:**

At the regular meeting in February the First Vice Commander will appoint a Nominating Committee and present the members to the Executive Committee for approval. The Nominating Committee shall consist of three (3) Squadron members in good standing. None of the members may be candidates for an elected office of the Squadron. The Nomination Committee is responsible for conducting interviews to ensure:

- a. The nominated member is willing to serve in the position,
- b. The member's dues are current,
- c. The member is fully aware of the duties of the position,
- d. The member is aware that a personal presentation of not more than five (5) minutes is permitted before the close of nominations at a general membership meeting,
- e. The member will have the available time and commitment required for the position.

### **Section 3:**

At the regular meeting in April the Nominating Committee will present a list of one or more candidates for each office required to be elected under the Constitution of this Squadron. Nominations from the floor may be made by any Squadron member. Upon said nomination(s) being seconded, the same shall be considered as though contained in the report of the Nominating Committee after said report has been accepted and adopted by the Squadron.

A member will not nominate another member for elected office unless the member to be nominated is a member in good standing and has agreed to serve. The member to be nominated must either be present at the meeting or provide a letter stating that if elected the member will serve in the position for which nominated. Once nominations are closed no changes in the ballot will be permitted.

### **Section 4:**

The Squadron Adjutant shall give notice of the May annual meeting and election at least three (3) weeks prior thereto. Notice in the Squadron publications regularly distributed to the membership and posting on the Squadron website shall be deemed adequate notification. This Squadron will not provide absentee ballots, nor will write-in candidates be permitted. Voting will be permitted during the times designated in the Squadron's Standing Rules.

### **Section 5:**

Those candidates shall be declared elected who have by secret ballot received a majority of the votes of the Squadron members in good standing present at the annual elections meeting. The voting results will be announced by the Chairman of the election process on the evening of the

election, to include the name and number of votes received by each candidate. The Squadron Adjutant shall post election results within 24 hours after the close of elections and the results will remain posted for 30 days.

**Section 6:**

The newly elected officers and members of the Executive Committee shall take office on July 1<sup>st</sup>.

## **ARTICLE VIII: NOTICE**

**Section 1:**

Every member of the Squadron shall furnish the Squadron Adjutant his legal mailing address, phone number, and E-mail address if applicable.

**Section 2:**

Upon remanding of the Charter and dis-establishment of Sons of the American Legion, Veterans Memorial Squadron 347, the assets shall revert to The American Legion Veterans Memorial Post 347 upon payment of all obligations by the Squadron Finance Officer.

## **ARTICLE IX: LIMITATIONS AND LIABILITIES**

**Section 1:**

This squadron, or any member of this Squadron, shall not incur, or cause to be incurred, any liability or obligation whatsoever that would be subject to liability of any other Squadron, Post, subdivision, group, or persons, members of the American Legion Veterans Memorial Post 347, members of the Sons of the American Legion Veterans Memorial, or other individuals, corporations, or organizations.

**Section 2:**

All requests for charitable contributions shall be in writing and referred to the Executive Committee and Legion Advisor Chairman for approval before being acted upon by the Squadron membership.

## **ARTICLE X: FINANCE**

**Section 1:**

**Revenue:**

Sources of revenue shall include, but not be limited to, the following: membership dues, sale of Squadron articles, outside activities approved by the Executive Committee, and internal

activities associated with the Veterans Memorial Post 347 Home in Lady Lake, Florida with approval by the Squadron Executive Committee and the Legion Advisor Chairman.

**Section 2:**

**Budget:**

The Finance Committee budget recommendations shall be submitted to the Executive Committee for review after the installation of new officers in July. Approval of the budget constitutes authorization by the membership for all invoices related to the routine operation of this Squadron. All other expenditures, such as non-routine, over budget, and capital expenditures require specific authorization by the Squadron membership.

Unless approved in the budget, all expenditures must be approved by the Executive Committee prior to being presented to the Squadron membership. Once presented, the amounts cannot be increased without verification by the Squadron Finance Officer that funds are available. The Executive Committee is responsible for the day-to-day operational expenses of the Squadron and reserves the right to increase the expenditure to what may be necessary, amending the budget at a special or regular meeting of the Executive Committee.

**Section 3:**

**Annual Audit:**

There shall be an audit of the Squadron Finance Officer ledgers annually, during the month of June, in accordance with Article VII of the Sons of American Legion Veterans Memorial Squadron 347 Constitution and the Constitution of the sponsoring Veterans Memorial Post 347, The American Legion. The Squadron Finance Officer will ensure all necessary information is readily available and a complete written report of the audit shall be made to the Executive Committee within thirty (30) days after receipt of the auditor's report. The Audit will examine the Squadron balance sheets and related items of income and expenses.

## **ARTICLE XI: AMENDMENTS**

**Section 1:**

These By-Laws may be amended at any Squadron meeting by a vote of two-thirds (2/3) of members of this Squadron attending such regular Membership Meeting, provided that the proposed amendment shall have been submitted in writing and read at the immediate preceding regular meeting of this Squadron and provided further, that notice shall have been given to all members at least ten (10) days in advance of the date when such amendment is to be voted upon.

**Section 2:**

By-Laws shall be reviewed annually by the Squadron Judge Advocate immediately prior to the installation of new officers and these By-Laws shall be reviewed by the Executive Committee at least every three (3) years.

## ARTICLE XII: ADOPTION

### Section 1:

**These By-Laws shall become effective immediately after and only after approval by the Squadron Executive Committee, Squadron membership, Post 347 Judge Advocate and Post 347 Commander, Detachment of Florida Judge Advocate and confirmed by the Detachment of Florida Commander, and then approved by the Department of Florida Judge Advocate and confirmed by the Department of Florida Commander, and filed with the Detachment and Department of Florida Adjutants offices with Certification of Approval issued to this Squadron.**

### Section 2:

**The day to day operation of the Sons of the American Legion Veterans Memorial, Squadron 347 will be determined by the Executive Committee, in accordance with the National and State Detachment Constitutions of the Sons of the American Legion and shall not usurp the will of the membership.**

### Original Adoption Dates:

**First Reading: 10/16/2013**

**Second Reading: 11/20/2013**

**Adopted by Membership Vote: 11/20/2013**

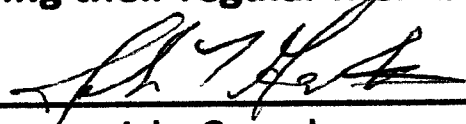
### Amendment Adoption Dates:


**First Reading: 9/19/2018**

**Adopted by Membership Vote: 10/17/2018**

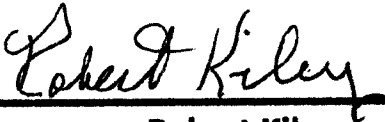
ARTICLE XI: SIGNING


Adopted by The Sons of The American Veterans Memorial Squadron 347 during their regular membership meeting on October 16, 2019

X   
John Gorsuch  
Veterans Memorial Squadron 347 Commander

X   
Robert O'Neal  
Veterans Memorial Squadron 347 Adjutant

Approval by the sponsoring Post of The American Legion

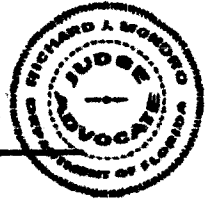
X   
Robert Kiiley  
Veterans Memorial 347 Commander

X   
Gene Weeks  
Veterans Memorial 347 Judge Advocate

Approval by The Sons of The American Legion, Detachment of Florida Judge Advocate and confirmation by the Detachment Commander, and final approval by The American Legion, Department of Florida Judge Advocate and confirmation by Department Commander.

X \_\_\_\_\_  
Ed Sheubrooks  
Detachment Judge Advocate

X   
Richard J. Mondro  
Department Judge Advocate



X \_\_\_\_\_  
Tom Klinger  
Detachment Commander

X \_\_\_\_\_  
Rick Johnson  
Department Commander