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Constitution and By-Laws



**The Fifth American Legion District
Department of Georgia
The American Legion, Inc.**

For approval on 16 February 2025

**Constitution and By-Laws of
The Fifth American Legion District
Department of Georgia, The American Legion, Inc.**

CONSTITUTION

PREAMBLE

For God and Country, we associate ourselves together for the following purposes: To uphold and defend the Constitution of the United States of American; to maintain law and order; to foster and perpetuate a one hundred per cent 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 - The Organization

Section 1. The name of this organization shall be The Fifth American Legion District, Department of Georgia, The American Legion, Inc. (November 13, 1989). The organization shall hereinafter be referred to as the District.

Section 2. The objects of this organization are those set forth in the Preamble of The Constitution of The American Legion, to implement the common interests of the combined memberships of the several Posts chartered in The Fifth American Legion District in service to the community, state, and nation and generally to serve the purposes of The American Legion and advance the interests of The American Legion and this District and in the Department of Georgia.

Section 3. The District shall be composed of the Posts assigned to it by the Department Executive Committee.

Section 4. All administrative authority of the District shall be vested in the District Executive Committee between District meetings.

Section 5. The District shall be absolutely non-political and shall not be used for the dissemination of partisan principles nor for the promotion of the candidacy of any person seeking public office or preferment.

Article II - Meetings and Conventions

Section 1. The District shall hold a regular District meeting every three months at such time and place as may be fixed at any previous stated meeting by a majority vote of the members present and voting at such meeting. Generally, such meetings shall be held on the third Sunday in August, November, February, and May.

Section 2. The District Executive Committee shall be composed of the **elective elected** District officers and the Commander, or a representative, of each Post in the District. Each member of the District Executive Committee present shall have one (1) vote in an Executive Committee meeting.

Section 3. The term of the District Executive Committee members shall coincide with the term of the office of the **elective elected** District officers.

Section 4. A quorum shall exist when **more than** fifty-~~one~~ (5~~1~~0) percent of the Posts are present as per the roll call of Posts.

Section 2. The District shall hold an annual District Convention not less than fifteen (15) days or more than sixty (60) days prior to The American Legion, Department of Georgia Convention and at the time and place fixed at the District meeting in February or earlier meeting. Generally, the District Convention shall be held on the weekend that includes the third Sunday in May.

The District Convention delegates shall come from the District Posts, each of which shall be entitled to five (5) delegates, **plus** one (1) additional delegate for each twenty-five (25) members or a major fraction thereof as shown in the most recent Department membership report and one (1) alternate for each delegate. Each delegate shall have one (1) vote. In addition, all voting members of the Department Executive Committee, all Past Department Commanders and all Past National officers shall be delegates with vote, which vote shall be exercised by their respective Posts. The vote of any delegate absent and not represented by an alternate shall be cast by a majority of the delegates present from their Post.

A certified list containing the names of its delegates and alternates shall be submitted by each Post to the District Convention Credentials Committee prior to the election of District officers **in order** for its delegates to be eligible to participate in the election.

The delegates shall elect a District Commander, a Senior Vice Commander, four (4) Vice Commanders and one (1) District delegate and alternate delegate to The American Legion National Convention for each one thousand (1,000) members or major fraction thereof attained by the deadline prior to the Department Convention and shall act upon all resolutions and other matters properly brought before the convention.

A quorum shall exist when **more than** fifty-~~one~~ (5~~1~~0) percent of the Posts in good standing according to Article V, Section 1, of the District By-Laws are represented as per the roll call of Posts.

Article III - Officers

Section 1. At each annual District Convention there shall be elected a District Commander, a Senior Vice Commander and four (4) Vice Commanders who shall serve without seniority. They shall be elected in accordance with the provisions for the election of District officers in the Constitution and By-Laws of The American Legion, Department of Georgia and in Article II, Section 2, of this Constitution. These District officers shall be duly installed and shall continue in office until succession, elevation, resignation, removal or death occurs.

Section 2. In the event of the vacancy of the office of District Commander, the District Senior Vice Commander shall succeed to the office of District Commander without further election. In the event of the vacancy of the office of District Senior Vice Commander, the District Executive Committee shall elect a successor from the available District Vice Commanders or from eligible Legionnaires in the District if no District Vice Commander is available; if, after succeeding to the office of District Commander and before a new District Senior Vice Commander has been elected, the District Commander should die, resign or be removed from office, that vacancy shall be filled in the same manner. In the event of the vacancy of any office of any Vice Commander, the District Executive Committee shall elect a successor from eligible Legionnaires in the District.

In any event of the concurrent vacancies of the offices of District Commander and Senior Vice Commander, the District Adjutant shall, within ten (10) days thereof, call a special District Executive Committee meeting for the purpose of holding a special election to fill the vacancies from the available District Vice Commanders or from eligible Legionnaires in the District if no District Vice Commander is available. The Adjutant shall preside until, from District Vice Commanders present, the presiding officer is selected upon proper motion by

the District Executive Committee.

Section 3. Any elected District officer who misses ~~three (3)~~ **two (2)** District meetings without a reasonable excuse may be removed from office by the affirmative vote of a majority of the members present at any such meeting. ~~or at such meeting when, in the opinion of two-thirds (2/3) of members present, the best interest of the District requires his removal.~~ **Any elected District officer can be removed with a two-thirds (2/3) majority vote of the members present at any district meeting when such action is in the best interests of the District.**

Section 4. The Commander shall immediately, upon assuming ~~one's~~ office, appoint a District Adjutant, Finance Officer, Chaplain, Judge Advocate, Historian, Service Officer, and Sergeant-at-Arms and such other District officers as may be provided for by the District under adopted resolutions which prescribe their duties and tenures of office, all of whom shall serve at the pleasure of the District.

Section 5. Appointive officers may be terminated at any time by the District Executive Committee ~~when, in the opinion of~~ **by a** two-thirds (2/3) **vote** of ~~the~~ said committee **members present**, ~~the best interest of the District requires their removal.~~

Section 6. The District Commander shall be formally installed at the concluding ceremony of the Department Convention next following ~~one's~~ **his/her** election at the District Convention and assumes their duties **instantly immediately thereafter**. All other District officers shall be considered duly installed and shall assume their duties immediately upon the installation of the District Commander. Formal installation ceremonies of the District officers may be performed at the time and place designated by the District Commander.

Article IV - Auxiliary Organizations

The District recognizes the organizations known as The American Legion Auxiliary. They shall be governed in each Post by such rules and regulations as prescribed by the National Executive Committee of The American Legion and thereafter approved by the Department of Georgia.

Article V - Amendments

This Constitution may be amended by the District membership or at any District Convention **by a two-thirds (2/3) majority vote of the members present**. The proposed amendment(s) shall be read at a stated meeting of the District membership, held over, reread and voted on separately at the following District meeting or at the District Convention if it occurs first. Distribution of the proposed amendment(s) to members present at the District meeting and each Post Commander not less than thirty (30) days prior to the next stated meeting or the District Convention, if it occurs first, shall be equivalent to the first reading. Distribution of any proposed amendment(s) to members of the District at the District meeting or to delegates ~~to the District Convention~~ at the District Convention, at which the second reading is to occur, shall be equivalent to the second reading, provided sufficient time, as determined by the majority present, is allowed for review of the proposed amendment(s) prior to voting upon adoption. It may be amended by unanimous vote at any District Convention without prior notice.

Article VI Incorporation

This Constitution is adopted in conformity with the Constitution of The American Legion and the act of Congress of the United States of America, dated September 16, 1919, incorporating the Fifth American Legion District and the corporate charter granted the Fifth American Legion District, Department of Georgia, The American Legion, by the Superior Court of Fulton County, Georgia. The Corporation Officers shall be the Fifth District Commander, the Fifth District Senior Vice Commander, and four (4) Fifth District Vice Commanders, which will be elected to serve only during their elective year.

BY-LAWS

Article I - Duties of the Officers

Section 1. District Commander: It shall be their duty to perform the functions usually incumbent upon the chief executive officer of a parliamentary organization, to appoint the committees provided for in the Constitution, to insure that the District officers and committees discharge their respective duties assigned to them, to sign all documents required by customary practice and usage, to maintain order and decorum, to enforce the provisions of the District Constitution and By-Laws, and the will of the District Executive Committee and the District Convention and to insure a smooth transition to his/her successor.

At the first District meeting following ~~one's~~ installation, the Commander shall announce the **appointments including list of** appointive officers and committee chairs. **Such appointments will be confirmed by a majority vote of the members present. subject to ratification by the District, and The District Commander will** recommend the time and place of the next District meeting, if not previously established. The time and place of the next District meeting shall be approved by the District membership present unless previously approved by the District Convention. All appointees are subject to removal from office or service on committees, as provided in the District Constitution.

Section 2. District Senior Vice Commander: The Senior Vice Commander shall be membership chair for the District. It shall be ~~one's~~ **his/her** duty to assist the Commander and to preside in the Commander's absence and to discharge the duties of the Commander in the event of ~~one's~~ **his/her** inability to do so.

Section 3. District Vice Commanders: It shall be their duty to assist the District Commander and the District Senior Vice Commander and to discharge the duties designated within their sub districts and as assigned to them by the District Commander and/or by the District Senior Vice Commander with the approval of the District Commander. They shall be under the supervision of and report to the District Commander since they are **the** District Commander's personal representative to the Posts assigned to them. Their primary responsibility is to promote the basic Legion Programs, with emphasis on membership, and to assist the Post Commanders in carrying out these programs and to reach their membership goals.

Section 4. District Adjutant: It shall be their duty to record the proceedings of each meeting of the District and of the District Convention, to send out notices of meetings and/or newsletters, to acquaint committee appointees with their duties, to authenticate all documents required by usage and generally to discharge the duties usually incumbent upon the secretary of similar organizations. The District Adjutant shall serve as ex-officio secretary of the District Finance Committee. The District Adjutant shall hand over to their successor, immediately upon successor's assumption of office, all District records, documents, supplies, monies and property in ~~one's~~ **his/her** possession.

Section 5. District Finance Officer: It shall be their duty to collect and account for all District funds, to pay the same out only upon proper voucher bearing the approval of the District Commander and to confine all disbursements to within the limits of the budget. The District Finance Officer shall report on the condition of the finances whenever requested by the District and at each District meeting. The District Finance Officer shall render at each **District meeting or** District Convention a complete written report, itemizing all income and expenses for the year to date, including each check issued by number, date, amount, payee and purpose. This may be **done** orally or by distributing copies of the report to the delegates present. The District Finance Officer shall file a copy with the District Adjutant. **The** District Finance Officer shall serve as Chair of the District Finance Committee and shall perform such other duties as may be prescribed in Article VII of these By-Laws. The District Finance Officer shall hand over to their successor, immediately upon successor's assumption of office, all District records, documents, supplies, monies and property in ~~one's~~ **his/her** possession.

Section 5 (a). The District Finance Officer shall ensure that two (2) signatures are required on checks for

disbursing of monies of the District.

Section 5 (b). The Finance Officer will have signature authority on all accounts for the Fifth American Legion District. This includes the Son of the American **Legion** Account, American Legion Riders Account and Past District Commanders Account.

Section 6. District Chaplain: The District Chaplain shall attend funerals of Georgia Legionnaires within the District and memorial services when possible. The District Chaplain shall render appropriate religious services and perform such other duties as may **devolve upon be required** at meetings within the District and at District meetings and the District Convention.

Section 7. District Judge Advocate: The District Judge Advocate shall be the advisor of the District Commander and the other District officers on legal questions and on matters involving the interpretation of parliamentary procedures and the District Constitution and By-Laws. The District Judge Advocate shall have the authority to render a decision or ruling or issue a decree.

Section 8. District Historian: The District Historian shall preserve the records and archives of the District. The District Historian shall, from time to time, file and publish such historical data as may be appropriate and collaborate with Post Historians throughout the District and with the Department of Georgia Historian in filing and arranging for presentation of this historical data of The American Legion. The District Historian shall take photographs or arrange for someone to do so at all District functions throughout the year and compile a District History/Photo Album for presentation to the District Commander at the conclusion of the Legion year.

Section 9. District Service Officer: **The** District Service Officer shall serve as an advisor to the Post Service Officers. **The** District Service Officer shall assist former military service members in getting benefits, entitlement, and relief from governmental agencies. **The** District Service Officer shall **inform educate himself themselves** as to the provisions of Federal and State statutes on behalf of such veterans **District Service Officer and** shall generally act as the liaison representative between the Posts in the District and the branches of the Federal and State governments dealing with matters affecting veterans.

Section 10. District Sergeant-at-Arms: The District Sergeant-at-Arms shall assist the District Commander in maintaining order and decorum at all meetings and be the custodian of all paraphernalia and Colors belonging to the District. The District Sergeant-at-Arms shall see that they are properly displayed in accordance with the Officer's Guide and Manual of Ceremonies of The American Legion.

Article II – Officer's Reports

At each District meeting, each **elective elected** District officer shall render and file with the District Adjutant a written report of **one's their** official American Legion activities and visits during the period following the preceding District meeting. **The Officer shall only file such written report with the District Adjutant at the District Convention.** The report shall **be made on the approved form and** show the date and place visited, the mileage traveled and a brief account of the visit and its results.

Article III – Roster & Notices

Section 1. Each Post Commander shall, at the first District meeting each year, file with the District Adjutant a list showing the name, address and available telephone number of the Post Commander and of the Post Adjutant and the time and place of Post meetings. The Post Commander shall also submit to the District Adjutant a list of Post committee chairs and other information when requested to do so.

Section 2. The District Adjutant shall distribute to each member of the District Executive Committee and to

each ~~Post Commander and~~ Post Adjutant, not later than fifteen (15) days prior to the District Convention, the Official Call of the Convention. Included in the Official Call shall be the time, place and purposes of the Convention, along with information relating to delegates, alternate delegates and the method of determining the voting strength of each Post.

Article IV - Committees

Section 1. The District Commander shall be empowered to appoint such standing or special committees as may be authorized from time to time by the District or the District Convention or as the District Commander shall deem necessary. Such committee chairs and members may be removed from service on said committees at any time by the District when, in the opinion of two-thirds (2/3) of members present, the best interest of the District requires their removal. The following standing committees are hereby created: Americanism, Blood Donor, Boys State, Children and Youth, National Security, Oratorical, **Resolution**, Rehabilitation, Sons of The American Legion, American Legion Riders and Fifth District Past Commanders Club. The Past District Commanders Club shall serve as an advisory to the District Commander and the District Executive Committee.

Section 2. The District Commander shall appoint, subject to ratification by the District, a District Finance Committee composed of three (3) members in addition to the District Finance Officer, who shall be Chair and the District Adjutant, who shall be ex-officio secretary of said committee.

The District Finance Committee shall be charged with recommending an annual budget and with verifying that the handling of funds hereunder conforms to such budget. The budget shall be prepared within the period between the installation of the District Commander and the first meeting of the District following the Department Convention and shall be presented **as at** the said meeting with sufficient copies distributed to members thereat. An affirmative vote of two-thirds (2/3) of the membership present shall be required for its adoption. The budget shall cover the period of the Department Convention until the close of the Department Convention of the following year.

Article V - Minimum Requirements of Each Post

Section 1. Each Post shall certify its officers **by before the start of the** Department Convention.

Section 2. Each Post shall submit, in as much detail as possible, a Consolidated Post Report, as requested by the Department and National Headquarters.

~~**Section 3.** Each Post shall submit to the District Adjutant at each District meeting a Post Activity Report as prescribed by the District.~~

Section 4.3. Each Post **Commanders and Adjutants within the District** shall become familiar with the District Constitution and ~~the~~ By-Laws and develop a working knowledge of their provisions.

~~**Section 5.** Failure to comply with these minimum requirements may subject the deficient Post to suspension of its charter upon approval by the Department Executive Committee. Failure to correct the deficiency within a reasonable time, as determine by the District Executive Committee may result in the recommendation of the permanent revocation of the Post's charter.~~

Article VI - District Convention

Section 1. If the District Convention is scheduled for one (1) day, nominations **for District Officers** shall be made ~~prior to the recess for lunch~~, **immediately after the Convention opens.** Posts will be given

the opportunity to caucus, and the elections shall be held **immediately thereafter**. ~~the Convention reconvenes following the lunch recess.~~

Section 2. The District Commander-elect is accorded the courtesy of being **elected** a delegate to the National Convention and is named chair of the District delegation thereto.

Section 3. **The number of District delegates and alternate delegates to the National Convention shall be based upon one delegate per 1,000 District members, or major fraction thereof. Nominations and then elections for delegates followed by nominations and then elections for and alternate delegates to the National Convention of The American Legion shall be made immediately following the District Officer elections., and Nominated delegates receiving the highest number of votes, for the positions available, shall be declared elected. those Nominated alternate delegates, nominees** equaling the number of delegates authorized for the Fifth District, who receive the highest number of votes shall be elected alternate delegates, the nominee who receives the greatest number of votes shall be elected the first alternate delegate, the nominee who receives the next greatest number of votes shall be elected second alternate delegate, etc.

Article VII - Finance

~~The Per-Capita Tax has been eliminated in its entirety at the District Convention held on May 19, 2019, at Paulding County Post #11 in Dallas.~~

Section 1. Each item of income, regardless of its source, shall be recorded on a Revenue Collection Voucher, clearly showing the date, amount, check number, source and its purpose(s).

Section 2. A double-receipt system shall be used to acknowledge the receipt of cash revenue. The original receipt shall be issued to the payer, and the duplicate receipt shall be retained by the District Finance Officer as a permanent record for the District.

Section 3. Each expenditure shall be recorded on an Expense Voucher bearing the same number as that of the check issued from the District's checking account in payment of the expenditure. No payment shall be made in cash, nor shall any check be made payable to **cash**.

Section 4. All revenue shall be deposited in the District's checking account; from time to time, upon approval of the District, funds may be transferred to the District's savings account, certificates of deposit, or similar fund accounts.

Section 5. Expenditures shall be limited to the amounts approved in the District budget. Only the District shall have the authority to approve expenditures in excess of the official budget. For other than routine or recurring expenses, approval of the District Finance Committee, if an emergency situation exists, shall be required before District funds may be expended.

Section 6. All receipts and disbursements for the previous year shall be verified by an Audit Committee consisting of three (3) Legionnaires from the District. The District Commander shall appoint the Audit Committee at the District Convention, subject to the approval of the delegates present thereat. This committee shall validate that all revenues have been recorded and all funds have been disbursed in conformity with the District Constitution and By-Laws and in keeping with the items contained in the District budget. The Audit Committee shall render its report and a copy of the written report shall be filed with the District Adjutant at the first District meeting following the Department Convention.

~~Article VIII—Endorsement of Candidates for Department Office~~

~~This Article VIII was deleted in its entirety at District Meeting held on March 7, 2015 at Marietta~~

Article ~~IX~~ VIII - Resolutions

Section 1. At any meeting of a District Convention or District, any representative of any Post who has been approved or elected for such Post, may request the District Convention or District to approve or endorse a resolution which has been passed by the representative's Post, or may present for the adoption by the District Convention or District, any resolution which said representative feels is in order, **deals only with subject matter directly relevant to The American Legion**, and does not conflict with the District, Department or National Constitution.

Such resolution must be presented to the District Adjutant in duplicate signed by the representative, if the resolution is being presented by an individual or if being presented by a representative of any Post said resolution must be presented in the above manner and signed by the Adjutant of the Post and approved by the Commander of the Post. Said resolution will be read as information to the body and will not be debatable. The resolution will then be forwarded by the District Adjutant to the Chair of the Resolutions Committee for study. The Resolution Committee Chair will report the Committee's recommendation at the next District meeting, at which time same will be debatable.

Section 2. If the resolution is acceptable to the District Convention or District, same may be passed with two-thirds (2/3) majority vote of those representatives present. Any resolution submitted at any regular District Convention or and at the request of the individual or representative of any Post, the resolution can be adopted at the time presented. However, such adoption must be passed by a unanimous vote of the District Convention or District.

Section 3. Resolutions which are to be presented to the District Convention shall be prepared in writing and submitted to the District Resolutions Committee not later than ~~the time prescribed in the Convention Rules~~ **thirty (30) days prior to the District Convention.**

Article ~~X~~ IX - Parliamentary Procedure

The rules of procedure as prescribed by the revised edition of Roberts Rules of Order shall be the accepted standard of parliamentary procedure insofar as they are consistent with the District Constitution and By-Laws and with such other specific rules as may be adopted for each District Convention. If the situation is covered in the District Constitution or By-Laws, no further authority is required or will be acceptable. The provisions of the District Constitution and By-Laws cannot be waived or changed, except as provided herein.

Article ~~XI~~ X - Amendments

These By-Laws may be amended by the District membership or at any District Convention **by a two-thirds (2/3) majority vote of the members present.** The proposed amendment(s) shall be read at a stated meeting of the District membership, held over, reread and voted on separately at the following District meeting or at the District Convention if it occurs first. Distribution of the proposed amendment(s) to members present at the District meeting and each Post Commander not less than thirty (30) days prior to the next stated meeting or the District Convention, if it occurs first, shall be equivalent to the first reading. Distribution of any proposed amendment(s) to members of the District at the District meeting or to delegates ~~to the District Convention~~ at the District Convention, at which the second reading is to occur, shall be equivalent to the second reading, provided sufficient time, as determined by the majority present, is allowed for review of the proposed amendment(s) prior to voting upon adoption. It may be amended by a unanimous vote at any District Convention

without prior notice.

CERTIFICATE

We the undersigned, do hereby certify that the within copy of the Constitution and By-Laws of the Fifth American Legion District, The American Legion, Department of Georgia is a true and correct copy of the Constitution and By-Laws of the Fifth American Legion District, The American Legion, Department of Georgia as amended and compiled, the Fifth District American Legion District, The American Legion, Department of Georgia assembled on this 16th day of February, 2025.

James Watson
Commander, Fifth American Legion District

Attest:

James Gant
Adjutant, Fifth American Legion District