



**DEPARTMENT OF OKLAHOMA  
AMERICAN LEGION AUXILIARY  
CONSTITUTION  
BYLAWS  
and  
STANDING RULES**

**As amended at the  
103<sup>rd</sup> Annual  
Department Convention  
Held July 19-21, 2024  
Oklahoma City, Oklahoma**

## AUTHORITY

The Department of Oklahoma American Legion Auxiliary, as set herein in full force and effect and represents action taken by the Department of Oklahoma at the convention, being the constitution adopted at the first Department Convention in Oklahoma City in 1920 and as amended at the 18<sup>th</sup> Department Convention 1938, 25<sup>th</sup> Department Convention held in Enid, Oklahoma September 2-4, 1944; 60<sup>th</sup> Convention June 1979 in Oklahoma City, Oklahoma; 61<sup>st</sup> Convention held February 17, 1980, at Tulsa, Oklahoma; 66<sup>th</sup> Convention held June 1985 in Oklahoma City; 70<sup>th</sup> Convention held June 1989 in Oklahoma City, Oklahoma; 71<sup>st</sup> Convention held June 17, 1990, in Oklahoma; 81<sup>st</sup> Convention held July 2000 at Oklahoma City, Oklahoma; 84<sup>th</sup> Convention held July 12, 2003 at Oklahoma City, Oklahoma; 92<sup>nd</sup> Convention held July 11, 2011, held at Oklahoma City, Oklahoma; the 94<sup>th</sup> Convention held on July 26, 2014, in Oklahoma City; 95<sup>th</sup> Convention held on July 24-26, 2015; 96<sup>th</sup> Annual Convention held on July 8-10, 2016, Shawnee, Ok.; Amended at the 97<sup>th</sup> Department Convention held at Norman, Oklahoma on July 14-16, 2017; Amended at the 98<sup>th</sup> Department of Oklahoma ALA Annual Convention on July 13-15, 2018 at Shawnee, Oklahoma; 100<sup>th</sup> Annual Convention on July 16-18, 2021 at Shawnee, Oklahoma; amended at the 101<sup>st</sup> Annual Convention on July 22-24, 2022 at Shawnee, Oklahoma; amended at the 102<sup>nd</sup> Annual Convention held July 14-16, 2023, at Shawnee, Oklahoma; amended at the Department Executive Committee Meeting held on January 27, 2024, Oklahoma City, Oklahoma; amended at the 103<sup>rd</sup> Annual Convention held July 19-21, 2024, in Oklahoma City, Oklahoma.

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# **CONSTITUTION OF THE AMERICAN LEGION AUXILIARY DEPARTMENT OF OKLAHOMA**

## **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 goodwill on earth;
- to safeguard and transmit to posterity the principles of justice, freedom and democracy;
- to participate in and contribute to the accomplishment of the aims and purposes of The American Legion;
- to consecrate and sanctify our association by our devotion to mutual helpfulness.

## **ARTICLE I Name**

Section 1. The name of this organization shall be American Legion Auxiliary Department of Oklahoma.

Section 2. The Department Headquarters of the American Legion Auxiliary Department of Oklahoma shall be in the same city or metropolitan area, if possible, as The American Legion Department of Oklahoma Headquarters.

## **ARTICLE II Nature**

Section 1. The American Legion Auxiliary Department of Oklahoma is a civilian patriotic service organization that supports the mission of The American Legion.

Section 2. The American Legion Auxiliary Department of Oklahoma shall be nonpolitical and shall not be used for the dissemination of partisan principles nor for any promotion of the candidacy of any person seeking public office or preferment.

## **ARTICLE III**

### **Eligibility**

Section 1. Eligibility for membership in the American Legion Auxiliary is determined by The American Legion. The eligibility requirements from The American Legion governing documents shall be provided as a footnote to this Constitution for information purposes and shall be updated as appropriate.<sup>1</sup>

Section 2. There shall be two (2) classes of membership, Senior and Junior.

- (a) Senior membership shall be composed of members aged eighteen (18) and older; provided, however, a member eligible under Section 1 of this article and who is under the age of eighteen (18) years and married shall be classified as a senior member.
- (b) Junior membership shall be composed of members under the age of eighteen (18) years, whose activities shall be supervised by the senior membership. Upon reaching the age of eighteen (18) years, junior members shall automatically be admitted into senior membership with full privileges.
- (c) Dues for both classes shall be paid annually or for life.

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<sup>1</sup> Membership in the American Legion Auxiliary shall be limited to the:

- (1) Grandmothers, mothers, sisters, spouses, and direct and adopted female descendants of members of The American Legion; and
- (2) grandmothers, mothers, sisters, spouses, and direct and adopted female descendants of all men and women who served in either of the following periods: April 6, 1917, to November 11, 1918, and any time after December 7, 1941, who being a citizen of the United States at the time of their entry therein served on active duty in the Armed Forces of any of the governments associated with the United States during either eligibility period and died in the line of duty or after honorable discharge;
- (3) grandmothers, mothers, sisters, spouses, and direct and adopted female descendants of all men and women who were in the Armed Forces of the United States during either of the following periods: April 6, 1917, to November 11, 1918, and any time after December 7, 1941, who served on active duty in the Armed Forces of the United States during either eligibility period and died in the line of duty or after honorable discharge; and
- (4) to those women who of their own right are eligible for membership in The American Legion.

## **ARTICLE IV**

### **Organization**

Section 1. The American Legion Auxiliary Department of Oklahoma shall be organized into districts corresponding to the districts of The American Legion Department of Oklahoma.

Section 2. Each American Legion Auxiliary Department of Oklahoma district shall consist of duly constituted units.

Section 3. American Legion Auxiliary Department of Oklahoma shall have authority to create and charter intermediate bodies between its units and the American Legion Auxiliary Department of Oklahoma to act as a liaison between such organizations and for the purpose of promoting the programs of the American Legion Auxiliary.

Section 4. An American Legion Auxiliary Department of Oklahoma intermediate body shall be administratively subject to the American Legion Auxiliary Department of Oklahoma Executive Committee and totally under American Legion Auxiliary Department of Oklahoma Executive Committee jurisdiction which shall have the authority to set forth responsibilities and limits of all intermediate bodies. In no event shall these responsibilities established by the American Legion Auxiliary Department of Oklahoma Executive Committee usurp the prerogatives of the National American Legion Auxiliary, American Legion Auxiliary Department of Oklahoma districts, and American Legion Auxiliary Department of Oklahoma units.

Section 5. Such intermediate bodies now existing within the American Legion Auxiliary Department of Oklahoma districts and heretofore authorized or recognized by such districts are hereby officially recognized to the extent of the authority herein granted.

Section 6. American Legion Auxiliary Department of Oklahoma intermediate bodies, districts, and units shall function in accordance with National American Legion Auxiliary and American Legion Auxiliary Department of Oklahoma Constitutions, Bylaws, and Standing Rules.

## **ARTICLE V**

### **Department Officers**

Section 1. The American Legion Auxiliary Department of Oklahoma shall have the following officers: Department President, Department First Vice President, Department Second Vice President, Department Secretary/Office Director, Department Treasurer, Department Chaplain, Department Historian, National Executive Committeeperson (NEC), and Alternate National Executive Committeeperson (ANEC). If a department officer is a member of the American Legion Auxiliary Department of Oklahoma, they shall be in good standing in their unit.

Section 2. The American Legion Auxiliary Department of Oklahoma Convention Delegates shall elect a Department President, Department First Vice President, Department Second Vice President, Department Chaplain, and Department Historian annually. The National Executive Committeeperson (NEC) and Alternate National Executive Committeeperson (ANEC) shall be elected by the American Legion Auxiliary Department of Oklahoma Convention Delegates every two (2) years.

Section 3. The American Legion Auxiliary Department of Oklahoma Secretary/Office Director and Treasurer shall be recommended by the American Legion Auxiliary Department of Oklahoma President, subject to confirmation by the American Legion Auxiliary Department of Oklahoma Executive Committee.

Section 4. The term for American Legion Auxiliary Department of Oklahoma elected officers shall start upon adjournment of the American Legion Auxiliary Department of Oklahoma Convention at which they are elected and end at the adjournment of the following American Legion Auxiliary Department of Oklahoma Convention.

## **ARTICLE VI**

### **Department Executive Committee**

Section 1. Between American Legion Auxiliary Department of Oklahoma Conventions, the American Legion Auxiliary Department of Oklahoma Executive Committee shall serve as the governing body of the organization with fiduciary, policy, and strategic responsibility for the organization.

Section 2. The American Legion Auxiliary Department of Oklahoma Executive Committee shall consist of the American Legion Auxiliary Department of Oklahoma President, First Vice President, Second Vice President, Treasurer, Chaplain, Historian, and National Executive Committeeperson (NEC); and the American Legion Auxiliary Department of Oklahoma District Presidents, and one (1) Executive Committeeperson from each American Legion Auxiliary Department of Oklahoma district, or alternate from each American Legion Auxiliary Department of Oklahoma district, to be elected as such district shall determine. Alternates shall serve only in the absence of the American Legion Auxiliary Department of Oklahoma District Executive Committeeperson.

The American Legion Auxiliary Department of Oklahoma Secretary/Office Director shall be a member of the American Legion Auxiliary Department of Oklahoma Executive Committee, and, when the position is held by a member in good standing in an American Legion Auxiliary Department of Oklahoma unit, they shall serve with all rights including the right to vote. If the Department Secretary/Office Director is not a member in good standing in an American Legion Auxiliary Department of Oklahoma unit, they shall serve with the right of voice, but not the right to vote.

An American Legion Auxiliary Department of Oklahoma Past Department President in good standing in their American Legion Auxiliary Department of Oklahoma unit shall be a member for life of the American Legion Auxiliary Department of Oklahoma



Department Executive Committee with the right to vote. (Added at the 2019 ALA Department Convention)

Section 3. The American Legion Auxiliary Department of Oklahoma President and First Vice President shall serve as Chair and Vice Chair of the American Legion Auxiliary Department of Oklahoma Executive Committee respectively.

Section 4. The term of office of an American Legion Auxiliary Department of Oklahoma Executive Committee person shall commence immediately following the adjournment of the American Legion Auxiliary Department of Oklahoma Convention next ensuing and shall end at the adjournment of the next succeeding American Legion Auxiliary Department of Oklahoma Convention. The American Legion Auxiliary Department of Oklahoma Alternate Executive Committee person shall serve only in the absence of the American Legion Auxiliary Department of Oklahoma Executive Committee person.

## **ARTICLE VII**

### **Department Convention**

Section 1. The American Legion Auxiliary Department of Oklahoma Convention shall be held annually at the same time and place as the convention of The American Legion Department of Oklahoma for the purpose of electing officers, receiving reports, and transacting such other business as shall properly come before it. In the event The American Legion Department of Oklahoma does not fix a time and place, or an emergency situation demands additional consideration, the American Legion Auxiliary Department of Oklahoma Executive Committee shall fix a time and place.

Section 2. Representation in the American Legion Auxiliary Department of Oklahoma Convention shall be by the American Legion Auxiliary Department of Oklahoma units. Each American Legion Auxiliary Department of Oklahoma unit shall be entitled to delegates as provided in the Standing Rules. Changes to the formula for unit voting strength and the manner for casting votes may be determined only by a two-thirds (2/3) vote of the American Legion Auxiliary Department of Oklahoma Convention delegates.

Section 3. Department Convention leadership and delegates-at-large shall be as provided in the Standing Rules.

Section 4. Unit representation at an American Legion Auxiliary Department of Oklahoma Convention shall constitute a quorum of those who attend the meeting since they represent the membership at that time (Robert's Rules of Order Newly Revised 12th Edition, Chapter XI, Section 40) so long as all American Legion Auxiliary Department of Oklahoma units were duly notified of the convention or conference.

Section 5. All elective American Legion Auxiliary Department of Oklahoma officers shall be installed at the close of the American Legion Auxiliary Department of Oklahoma Convention at which they are elected.

## **ARTICLE VIII**

### **Amendments**

Section 1. This Constitution may be amended at any American Legion Auxiliary Department of Oklahoma Convention by a two-thirds (2/3) vote of the convention delegates. Proposed amendments must be submitted to the American Legion Auxiliary Department of Oklahoma Constitution and Bylaws Chair by the first Friday in April; proposed amendments must be on the prescribed amendment form and contain a rationale for the change.

The American Legion Auxiliary Department of Oklahoma Constitution and Bylaws Chair shall bring the proposed amendments to the American Legion Auxiliary Department of Oklahoma Constitution and Bylaws Committee for review, deliberation, and compilation; after which the amendments shall be forwarded by the first Friday in May to the American Legion Auxiliary Department of Oklahoma Secretary/Office Director who shall then distribute them to the American Legion Auxiliary Department of Oklahoma units and members of the Department Executive Committee at least thirty (30) days prior to the convening of the next American Legion Auxiliary Department of Oklahoma Convention.

American Legion Auxiliary Department of Oklahoma units shall be responsible for distributing the proposed amendments to their delegates to the American Legion Auxiliary Department of Oklahoma Convention.

Section 2. Amendments proposed after distribution may be adopted by a two-thirds (2/3) vote of the American Legion Auxiliary Department of Oklahoma Convention delegates, provided they have been read at one (1) meeting of the session of the American Legion Auxiliary Department of Oklahoma Convention prior to taking the vote.

Section 3. Amendments may be submitted by an American Legion Auxiliary Department of Oklahoma unit, district, or any member in good standing in their American Legion Auxiliary Department of Oklahoma unit; or by the American Legion Auxiliary Department of Oklahoma Constitution and Bylaws Committee.

Section 4. This Constitution shall be automatically amended to conform to the most recent version of the American Legion Auxiliary National Constitution and Bylaws; and to correct grammar, punctuation, and scribes errors that do not affect the meaning of the document.

**BYLAWS  
OF THE  
AMERICAN LEGION AUXILIARY  
DEPARTMENT OF OKLAHOMA**

**ARTICLE I  
Election of Officers**

Section 1. The officers of the American Legion Auxiliary Department of Oklahoma shall be elected annually on the last day of the American Legion Auxiliary Department of Oklahoma Convention. Nominations shall be made from the floor and the vote shall be taken by written ballot if there is more than one (1) candidate for an office. A majority of the votes cast shall be necessary to elect. When there is but one (1) candidate for an office, the nominee may be elected by voice vote.

Section 2. In the event of a vacancy in the office of American Legion Auxiliary Department of Oklahoma President, the American Legion Auxiliary Department of Oklahoma First Vice President shall become President and shall assume the duties and authority of the office. In the event of a vacancy in the office of American Legion Auxiliary Department of Oklahoma First Vice President, the American Legion Auxiliary Department of Oklahoma Second Vice President shall become First Vice President and shall assume the duties and authority of the office.

Vacancies occurring between American Legion Auxiliary Department of Oklahoma Conventions in the elected offices other than the American Legion Auxiliary Department of Oklahoma President and First Vice President shall be filled by election by the American Legion Auxiliary Department of Oklahoma Executive Committee, and any member of the American Legion Auxiliary Department of Oklahoma in good standing shall be eligible for election to such vacancy.

Section 3. Any person filling the vacated office of American Legion Auxiliary Department of Oklahoma President, First Vice President, or Second Vice President for six (6) months or less may be considered as a candidate for that office the following year.

Section 4. Former American Legion Auxiliary Department of Oklahoma Presidents, former First Vice Presidents, and former Second Vice Presidents may be candidates for additional terms of office so long as they are duly elected during each subsequent American Legion Auxiliary Department of Oklahoma Convention, and it is not a consecutive term of office. Priority must be given to electing members who have never held these higher American Legion Auxiliary Department of Oklahoma offices; however, when the situation presents itself that only a former American Legion Auxiliary Department of Oklahoma President, former First Vice President, or former Second Vice President is willing to serve, that person shall be allowed to be a candidate for such office.

Section 5. Persons elected to hold the offices of American Legion Auxiliary Department of Oklahoma Chaplain or Historian shall not be subject to term limitations. Furthermore, persons holding the offices of American Legion Auxiliary Department of Oklahoma Chaplain or Historian shall not be expected to advance to higher offices unless they so choose.

Section 6. The American Legion Auxiliary Department of Oklahoma National Executive Committeeperson and Alternate National Executive Committeeperson may be candidates for additional terms of office.

## **ARTICLE II**

### **Duties of Officers**

Section 1. Department President: It shall be the duty of the American Legion Auxiliary Department of Oklahoma President to preside at all sessions of the American Legion Auxiliary Department of Oklahoma in convention or conference assembled and meetings of the American Legion Auxiliary Department of Oklahoma Executive Committee; to appoint or hire a parliamentarian; to appoint members of American Legion Auxiliary Department of Oklahoma standing committees and American Legion Auxiliary Department of Oklahoma department committees; to appoint other committees as deemed advisable to further the mission of the American Legion Auxiliary Department of Oklahoma; to appoint officials not otherwise provided for in these Bylaws, all subject to ratification by the American Legion Auxiliary Department of Oklahoma Executive Committee; and to sign checks according to policy in the absence of, or in addition to, the American Legion Auxiliary Department of Oklahoma Secretary/Office Director. The American Legion Auxiliary Department of Oklahoma President shall serve as an ex-officio member of all committees and shall perform other duties as are usually incident to the office.

Section 2. In the event the American Legion Auxiliary Department of Oklahoma President becomes incapacitated or is otherwise unable to discharge the duties of the office, the American Legion Auxiliary Department of Oklahoma Executive Committee shall declare the position vacant. Succession guidelines are outlined in these Bylaws, Article I, Election of Officers.

Section 3. Department First Vice President: It shall be the duty of the American Legion Auxiliary Department of Oklahoma First Vice President to be the presiding officer at a meeting of the American Legion Auxiliary Department of Oklahoma in the absence of the American Legion Auxiliary Department of Oklahoma President; succeed the American Legion Auxiliary Department of Oklahoma President in office in case of death, resignation, or removal; may undertake the responsibilities of the American Legion Auxiliary Department of Oklahoma Membership Chair; and assume such other duties as assigned by the American Legion Auxiliary Department of Oklahoma President.

Section 4. In the absence of both the American Legion Auxiliary Department of Oklahoma President and First Vice President, a chairman pro tempore shall be elected by the American Legion Auxiliary Department of Oklahoma Executive Committee.

Section 5. Department Second Vice President: It shall be the duty of the American Legion Auxiliary Department of Oklahoma Second Vice President to act as a representative of the American Legion Auxiliary Department of Oklahoma President on all matters referred to the American Legion Auxiliary Department of Oklahoma Second Vice President by the American Legion Auxiliary Department of Oklahoma President; succeed the American Legion Auxiliary Department of Oklahoma First Vice President in office in case of succession, death, resignation, or removal; may undertake the responsibilities of the American Legion Auxiliary Department of Oklahoma VA&R Chair; and to perform other duties as assigned by the American Legion Auxiliary Department of Oklahoma President.

Section 6. Department Secretary/Office Director: It shall be the duty of the American Legion Auxiliary Department of Oklahoma Secretary/Office Director to record proceedings of the American Legion Auxiliary Department of Oklahoma in convention or conference assembled and the American Legion Auxiliary Department of Oklahoma Executive Committee; to keep all records of the American Legion Auxiliary Department of Oklahoma including e-mail voting, as per the American Legion Auxiliary Department Operations Guide Chapter 12: Parliamentary Procedure, pages 11 and 12, Oklahoma Statutes Title 18 Chapter 22 Section 1020. The American Legion Auxiliary Department of Oklahoma Secretary/Office Director shall have the authority to hire staff with the approval of the American Legion Auxiliary Department of Oklahoma President and American Legion Auxiliary Department of Oklahoma Executive Committee. It is the specific responsibility of the American Legion Auxiliary Department of Oklahoma Secretary/Office Director, as a corporate officer, to maintain constant and continuous control of all trademarks, trade names, patents, and copyrights of the American Legion Auxiliary, including, but not limited to, on recommendation of Counsel General, the hiring and engagement of competent outside legal counsel and others as needed to protect the trade names and trademarks. The American Legion Auxiliary Department of Oklahoma Secretary/Office Director shall serve as custodian of the funds of the American Legion Auxiliary Department of Oklahoma, account for the same, sign all checks in dispersing the funds of the organization, and shall perform other duties as assigned.

The American Legion Auxiliary Department of Oklahoma Secretary/Office Director is a permanent position and is expected to serve for several years. In the event the American Legion Auxiliary Department of Oklahoma Secretary/Office Director retires or otherwise needs to be replaced for any reason, resumés would be accepted. The American Legion Auxiliary Department of Oklahoma President may appoint a Hiring Committee to oversee the collection of the resumés and conduct initial interviews. The Hiring Committee would screen applicants and interview the one(s) who seem to be the best qualified. They would then consult with the American Legion Auxiliary Department of Oklahoma President and make recommendations as to which candidate(s) may be invited to return for an interview by the American Legion Auxiliary Department of Oklahoma President. The American Legion Auxiliary Department of Oklahoma President may invite others to participate in the second interview(s). The American Legion Auxiliary Department of Oklahoma President would recommend to the American Legion Auxiliary Department of Oklahoma Executive Committee which candidate was

the candidate of choice to be hired. The American Legion Auxiliary Department of Oklahoma Executive Committee would then proceed with hiring the new American Legion Auxiliary Department of Oklahoma Secretary/Office Director.

Section 7. Department Treasurer: It shall be the duty of the American Legion Auxiliary Department of Oklahoma Treasurer to serve as custodian of the funds of the American Legion Auxiliary Department of Oklahoma and to account for the same. Additionally, the treasurer may sign checks in dispersing the funds of the organization and shall perform other duties as assigned.

Section 8. Department Chaplain: It shall be the duty of the American Legion Auxiliary Department of Oklahoma Chaplain to offer prayer and to perform such divine and nonsectarian services as may be necessary, adhering to such ceremonial rituals as may be recommended by the American Legion Auxiliary Department of Oklahoma President or the American Legion Auxiliary Department of Oklahoma Executive Committee, and to perform other duties as assigned.

Section 9. Department Historian: It shall be the duty of the American Legion Auxiliary Department of Oklahoma Historian to complete the historical record of the administrative year in which they serve, and to maintain and update the historical records of the American Legion Auxiliary Department of Oklahoma through the process provided in the Standing Rules, and to perform other duties as assigned.

Section 10. National Executive Committeeperson. It shall be the duty of the American Legion Auxiliary Department of Oklahoma National Executive Committeeperson to attend all American Legion Auxiliary National Executive Committee meetings and serve as the voting member from Oklahoma and report said information to the American Legion Auxiliary Department of Oklahoma Executive Committee. The American Legion Auxiliary Department of Oklahoma National Executive Committeeperson shall report to the membership at the American Legion Auxiliary Department of Oklahoma Convention and Fall Conference, and other events as requested by the American Legion Auxiliary Department of Oklahoma Executive Committee or President. This member also serves as the Distinguished Guests Chair and shall automatically become the American Legion Auxiliary Department of Oklahoma National Security Chair.

In the event of absence of the American Legion Auxiliary Department of Oklahoma National Executive Committeeperson from a required function, the American Legion Auxiliary Department of Oklahoma Alternate National Executive Committeeperson shall serve in their absence as deemed necessary by the American Legion Auxiliary Department of Oklahoma President.

Section 11. The Parliamentarian: It shall be the duty of the American Legion Auxiliary Department of Oklahoma Parliamentarian to provide, when called upon by the American Legion Auxiliary Department of Oklahoma President, clarification on matters relating to parliamentary procedure and interpretation of American Legion Auxiliary Department of Oklahoma governing documents, policies, and procedures at all meetings of the American Legion Auxiliary Department of Oklahoma in convention or conference assembled and the American Legion Auxiliary Department of Oklahoma Executive

Committee. The American Legion Auxiliary Department of Oklahoma Parliamentarian shall have no voice or vote in the deliberation of said meetings.

Section 12. In addition to their specific duties, all American Legion Auxiliary Department of Oklahoma officers shall perform such other duties as may be prescribed by the American Legion Auxiliary Department of Oklahoma Executive Committee.

### **ARTICLE III**

#### **Department Executive Committee**

Section 1. Role: The American Legion Auxiliary Department of Oklahoma Executive Committee shall have supervision and control over all property belonging to the American Legion Auxiliary Department of Oklahoma and shall supervise the administration of the American Legion Auxiliary Department of Oklahoma according to its Constitution, Bylaws, and Standing Rules, and under such other rulings as the American Legion Auxiliary Department of Oklahoma may prescribe. It shall be the duty of the American Legion Auxiliary Department of Oklahoma Executive Committee, as corporate directors for the American Legion Auxiliary Department of Oklahoma, to ensure that the organization has adequate resources to fulfill its mission. The American Legion Auxiliary Department of Oklahoma Executive Committee is responsible for the organization's adherence to legal standards and ethical norms.

Section 2. Authority: The American Legion Auxiliary Department of Oklahoma Executive Committee shall adopt the annual budget for the American Legion Auxiliary Department of Oklahoma; adopt policies, procedures, and standing rules, unless otherwise noted in the American Legion Auxiliary Department of Oklahoma Constitution, these Bylaws or Standing Rules, strategic plans and agreements, and memorandums of understanding; review financial statements and accept the American Legion Auxiliary Department of Oklahoma annual audit; ratify committees; confirm the nominations of the American Legion Auxiliary Department of Oklahoma Secretary/Office Director, Treasurer, and Parliamentarian; confirm committee and other department appointments and the appointment of officials not otherwise provided for in these Bylaws; levy assessments as needed; ratify the cancellation of charters; receive for filing reports from American Legion Auxiliary Department of Oklahoma subsidiary organizations; and other duties and responsibilities that are the normal function of a corporate board of directors.

All questions regarding the election, eligibility, and capacity of American Legion Auxiliary Department of Oklahoma officers shall be referred to and determined by a two-thirds (2/3) vote of the American Legion Auxiliary Department of Oklahoma Executive Committee. The American Legion Auxiliary Department of Oklahoma Executive Committee shall be responsible for establishing the process and procedure for making the determination that an American Legion Auxiliary Department of Oklahoma officer is incompetent, incapacitated, or otherwise unable to discharge the duties of the American Legion Auxiliary Department of Oklahoma office.

All questions regarding conduct of a American Legion Auxiliary Department of Oklahoma officer, all American Legion Auxiliary Department of Oklahoma Executive

Committee members without regard to voting rights, or a member of an American Legion Auxiliary Department of Oklahoma committee that may be detrimental to the best interests of the American Legion Auxiliary Department of Oklahoma shall be referred to and determined by a two-thirds (2/3) vote of the American Legion Auxiliary Department of Oklahoma Executive Committee which shall be the final authority thereon. The American Legion Auxiliary Department of Oklahoma Executive Committee may suspend the member from all or some duties and rights of American Legion Auxiliary Department of Oklahoma committees and/or activities pending the disposition of the case. If the American Legion Auxiliary Department of Oklahoma Executive Committee finds a member has violated any provision in the governing documents of the National American Legion Auxiliary or American Legion Auxiliary Department of Oklahoma, the American Legion Auxiliary Department of Oklahoma Executive Committee shall impose disciplinary action against the member which may include verbal counseling; written or verbal apology; written or verbal censure; probation with corrective terms; suspension from participation in or exercising voting rights on American Legion Auxiliary Department of Oklahoma committees and/or activities for a defined period of time in compliance with applicable state laws; or termination of American Legion Auxiliary Department of Oklahoma Executive Committee membership, and/or American Legion Auxiliary Department of Oklahoma appointment or elected position as applicable. Once terminated from service on the American Legion Auxiliary Department of Oklahoma Executive Committee or appointed or elected positions for cause, a member is ineligible to hold future positions of American Legion Auxiliary Department of Oklahoma leadership. The rules and procedures governing the fulfillment of this section shall be as provided in the Standing Rules.

Section 3. Duty: It shall be the duty of each American Legion Auxiliary Department of Oklahoma Executive Committee person to fulfill the responsibilities of the American Legion Auxiliary Department of Oklahoma Executive Committee, and to articulate the organization's mission, accomplishments, and goals to the public and to their American Legion Auxiliary Department of Oklahoma district and unit.

Section 4. Meetings: The American Legion Auxiliary Department of Oklahoma Executive Committee shall meet as provided in the Standing Rules.

Special meetings may be held upon reasonable notice at the call of the American Legion Auxiliary Department of Oklahoma President. The American Legion Auxiliary Department of Oklahoma President shall call a meeting of the American Legion Auxiliary Department of Oklahoma Executive Committee upon written request of not less than five (5) members of the American Legion Auxiliary Department of Oklahoma Executive Committee.

Section 5. Quorum: An American Legion Auxiliary Department of Oklahoma Executive Committee meeting quorum shall consist of those who attend the meeting since they represent the membership at that time (*Robert's Rules of Order Newly Revised 12th Edition*, Chapter XI, Section 40), given that the membership was duly notified of the meeting as specified in these governing documents.



## **ARTICLE IV Committees**

Section 1. Pursuant to the article on Duties of Officers, the American Legion Auxiliary Department of Oklahoma President may appoint committees as deemed advisable to further the mission of the American Legion Auxiliary Department of Oklahoma, subject to ratification by the American Legion Auxiliary Department of Oklahoma Executive Committee. When a vacancy occurs on a committee, the American Legion Auxiliary Department of Oklahoma President shall appoint a member to serve the remainder of the unexpired term, all subject to confirmation by the American Legion Auxiliary Department of Oklahoma Executive Committee.

Section 2. There shall be the following core American Legion Auxiliary Department of Oklahoma Standing Committees: Veteran Affairs and Rehabilitation, Children and Youth, Americanism, National Security, Membership, Constitution and Bylaws, Finance, Risk and Compliance, and such other mission and member/organizational support committees as provided in the Standing Rules.

Section 3. The composition, terms, and purpose of the American Legion Auxiliary Department of Oklahoma Standing Committees and Department Committees shall be as provided in the Standing Rules. Amendments to the composition, terms, or purpose of such American Legion Auxiliary Department of Oklahoma committees may be determined only by a two-thirds (2/3) vote of the American Legion Auxiliary Department of Oklahoma convention delegates.

Section 4. If a member of an American Legion Auxiliary Department of Oklahoma committee is a member of the American Legion Auxiliary Department of Oklahoma, they shall be in good standing in their unit.

## **ARTICLE V Subsidiary Organizations**

Section 1. A separately incorporated American Legion Auxiliary Department of Oklahoma subsidiary organization shall conform and comply with all legal and organizational requirements of the American Legion Auxiliary Department of Oklahoma to ensure that the required constant and continuous control of all trademarks and trade name law is satisfied.

All subsidiary organizations of the American Legion Auxiliary Department of Oklahoma shall be subject to regulation by the United States trademark laws and by action of the American Legion Auxiliary Department of Oklahoma Convention or the American Legion Auxiliary Department of Oklahoma Executive Committee. At a minimum, each American Legion Auxiliary Department of Oklahoma subsidiary organization must comply with the regulations provided in the Standing Rules.

## **ARTICLE VI**

### **District Organization**

Section 1. Organization and administration of American Legion Auxiliary Department of Oklahoma districts shall be in accordance with the National American Legion Auxiliary and American Legion Auxiliary Department of Oklahoma Constitutions and Bylaws and such Standing Rules as are prescribed by the American Legion Auxiliary Department of Oklahoma.

## **ARTICLE VII**

### **Unit Organization**

Section 1. Those who desire to form a unit in the American Legion Auxiliary Department of Oklahoma shall apply to The American Legion Department of Oklahoma Post to which it will attach and the American Legion Auxiliary Department of Oklahoma as provided in the Standing Rules. Upon receipt of the properly executed charter application from the American Legion Auxiliary Department of Oklahoma, the unit charter shall be signed by the American Legion Auxiliary National President and National Secretary.

Section 2. The minimum number of members to charter a new American Legion Auxiliary Department of Oklahoma unit shall be ten (10) senior members, with the exception of the American Legion Auxiliary Department of Oklahoma Headquarters unit that shall have no minimum membership requirement.

Section 3. The American Legion Auxiliary Department of Oklahoma unit shall be given the name, location, and number of The American Legion Department of Oklahoma post to which it is attached.

Section 4. The qualification and process of establishing and existing as an American Legion Auxiliary Department of Oklahoma unit in good standing shall be as provided in the American Legion Auxiliary Department of Oklahoma Standing Rules.

Section 5. Each unit of the American Legion Auxiliary Department of Oklahoma shall be responsible for verifying eligibility and deciding its membership, subject to the restrictions of the American Legion Auxiliary national governing documents. No person who is a member of an organization, which has for its aim the overthrow of the United States government or who subscribes to the principles of any group opposed to our form of government, shall be eligible to become or remain a member of the American Legion Auxiliary Department of Oklahoma.

Section 6. All persons handling funds of an American Legion Auxiliary Department of Oklahoma unit shall be bonded by a reputable, solvent bonding and surety company; or shall be covered by fidelity/crime insurance in an adequate amount as determined by the American Legion Auxiliary Department of Oklahoma unit.

## **ARTICLE VIII**

### **Finance**

Section 1. The revenue of the American Legion Auxiliary Department of Oklahoma shall be derived from annual membership dues in a per capita amount established by the American Legion Auxiliary Department of Oklahoma convention delegates, and from such other sources as may be approved by the American Legion Auxiliary Department of Oklahoma Executive Committee. Modification to the American Legion Auxiliary Department of Oklahoma per capita dues for members shall require a two-thirds (2/3) vote in the affirmative by the American Legion Auxiliary Department of Oklahoma convention delegates. Dues shall be payable in amounts as provided in the American Legion Auxiliary Department of Oklahoma Standing Rules. A member's status is dependent upon timely payment of dues as provided in said Standing Rules.

Section 2. Each American Legion Auxiliary Department of Oklahoma unit shall be required to make an annual contribution to the mandatory pledges including a bond and all membership per capita assessments due to National American Legion Auxiliary, American Legion Auxiliary Department of Oklahoma, and their American Legion Auxiliary Department of Oklahoma district. American Legion Auxiliary Department of Oklahoma units that fail to pay said mandatory pledges and per capita assessments set forth by National American Legion Auxiliary, American Legion Auxiliary Department of Oklahoma, or their American Legion Auxiliary Department of Oklahoma district shall be declared to not be in good standing and shall automatically forfeit the American Legion Auxiliary Department of Oklahoma unit's vote at the American Legion Auxiliary Department of Oklahoma Convention, and may encounter additional consequences as determined by their district. Furthermore, any American Legion Auxiliary Department of Oklahoma unit declared to not be in good standing in the American Legion Auxiliary Department of Oklahoma shall also forfeit its privilege of sponsoring eligible candidates to the Oklahoma American Legion Auxiliary Girls State program.

Section 3. The fiduciary responsibility of the American Legion Auxiliary Department of Oklahoma Executive Committee shall include adoption of the American Legion Auxiliary Department of Oklahoma budget and review and acceptance of financial reports and the annual audit.

Section 4. The American Legion Auxiliary Department of Oklahoma shall ensure that all persons handling funds of the American Legion Auxiliary Department of Oklahoma shall be bonded by a reputable, solvent bonding and surety company, or shall be covered by fidelity/crime insurance in an adequate amount approved by the American Legion Auxiliary Department of Oklahoma Secretary/Office Director and Treasurer and reported to the American Legion Auxiliary Department of Oklahoma Financial Risk and Compliance Committee.

Section 5. The American Legion Auxiliary Department of Oklahoma may have a salaried Department Secretary/Office Director and as many other salaried office personnel as shall have been approved by the American Legion Auxiliary Department of Oklahoma Executive Committee. Necessary expenses incurred by American Legion Auxiliary

Department of Oklahoma officers, Executive Committee members, and Department Committee Chairs in the exercise of their duties to the American Legion Auxiliary Department of Oklahoma may be reimbursed from the American Legion Auxiliary Department of Oklahoma Treasury when authorized by the American Legion Auxiliary Department of Oklahoma budget or authorized by the American Legion Auxiliary Department of Oklahoma President and ratified by the American Legion Auxiliary Department of Oklahoma Executive Committee.

## **ARTICLE IX National Delegates**

Section 1. The delegates of the American Legion Auxiliary Department of Oklahoma to the American Legion Auxiliary National Convention shall be the retiring and incoming American Legion Auxiliary Department of Oklahoma Presidents and may be one (1) delegate from each of the districts within the American Legion Auxiliary Department of Oklahoma so long as the number of delegates authorized by the National American Legion Auxiliary is sufficient to send that many delegates to the American Legion Auxiliary National Convention.

Section 2. Should the delegate strength authorized by the National American Legion Auxiliary be less than ten (10), an informal poll shall be taken at the American Legion Auxiliary Department of Oklahoma Convention among the American Legion Auxiliary Department of Oklahoma districts to determine which districts have members willing to attend the American Legion Auxiliary National Convention.

Section 3. If a delegate or alternate seat allocated to a district cannot be filled by that district, that seat may be filled by another district.

Section 4. Alternate delegates may be selected at the American Legion Auxiliary Department of Oklahoma Convention to ensure that the American Legion Auxiliary Department of Oklahoma Delegation on the American Legion Auxiliary National Convention floor has full strength at all times the American Legion Auxiliary National Convention is in session.

Section 5. Should there be an American Legion Auxiliary Department of Oklahoma member who is a candidate for National Officer, that member, along with the out-going and in-coming American Legion Auxiliary Department of Oklahoma Presidents, shall fill the first three (3) delegate seats allocated by National American Legion Auxiliary. Remaining delegate seats shall be filled from the districts.

Section 6. The retiring American Legion Auxiliary Department of Oklahoma President shall be Chair of the American Legion Auxiliary Department of Oklahoma delegation to the American Legion Auxiliary National Convention and the incoming American Legion Auxiliary Department of Oklahoma President shall be the Secretary of such delegation. In the event either retiring or incoming American Legion Auxiliary Department of Oklahoma President cannot attend the American Legion Auxiliary National Convention, an American Legion Auxiliary Department of Oklahoma Past Department President

shall be elected by the American Legion Auxiliary Department of Oklahoma Executive Committee to fill the vacancy.

Section 7. The Chair and Secretary of the American Legion Auxiliary Department of Oklahoma Delegation shall have their expenses paid to the American Legion Auxiliary National Convention as provided in the adopted Budget Rules. If the convention meets in a foreign country, transportation shall be paid only to the port of embarkation and other expenses as recommended by the American Legion Auxiliary Department of Oklahoma Finance Committee.

## **ARTICLE X**

### **Discipline and Cancellation of Charters**

#### **District Charters**

Section 1. The American Legion Auxiliary Department of Oklahoma Executive Committee, following the principle of fundamental fairness which includes notice and an opportunity to be heard, may discipline an American Legion Auxiliary Department of Oklahoma district or cancel the charter of an American Legion Auxiliary Department of Oklahoma district for any good and sufficient cause. The process for the discipline of an American Legion Auxiliary Department of Oklahoma district or cancellation of an American Legion Auxiliary Department of Oklahoma district charter shall be as provided in the Standing Rules.

Section 2. Upon cancellation of an American Legion Auxiliary Department of Oklahoma district's charter, the American Legion Auxiliary Department of Oklahoma Executive Committee may authorize agents to take custody of all records, assets, and property of the district, and to take all necessary steps to close the affairs of the district. The American Legion Auxiliary Department of Oklahoma may act in an administrative role until American Legion Auxiliary Department of Oklahoma units can affiliate with another American Legion Auxiliary Department of Oklahoma district.

Section 3. In no event shall the American Legion Auxiliary Department of Oklahoma be required to assume any of the district's debts.

#### **Unit Charters**

Section 1. The American Legion Auxiliary Department of Oklahoma Executive Committee may discipline its units for any good and sufficient cause. Disciplinary action may include censure, probation with corrective terms, or initiating the charter cancellation process in which the Department Executive Committee has final authority. Disciplinary action must follow the principles of fundamental fairness, which includes notice and an opportunity to be heard.

Section 2. Cancellation of an American Legion Auxiliary Department of Oklahoma unit charter shall be in order when two (2) or more units merge, at the request of a unit, when a unit ceases to function, or by action of the American Legion Auxiliary Department of Oklahoma Executive Committee.

Section 3. The American Legion Auxiliary National Executive Committee may prescribe rules or procedures to be followed in the cancellation of unit charters. All rules and procedures shall be handled in a timely manner following the principle of fundamental fairness, which includes notice and an opportunity to be heard.

Section 4. In the event a unit's charter is canceled without the consent of the unit, it shall have the right of appeal to the American Legion Auxiliary National Executive Committee as provided in the Standing Rules. Cancellation of a unit charter becomes final upon ratification by the American Legion Auxiliary National Executive Committee.

## **ARTICLE XI**

### **Meetings**

Section 1. The American Legion Auxiliary Department of Oklahoma, its Department Executive Committee, and Committees may utilize a variety of methods to meet and conduct business. These methods may be employed for duly called American Legion Auxiliary Department of Oklahoma meetings, Conferences, Conventions, Department Executive Committee meetings, and Committee meetings. These meetings may be scheduled meetings or special meetings.

Section 2. In-Person Meetings or Combined In-Person and Remotely Accessed Attendance. Ideally, and whenever possible, meetings of the American Legion Auxiliary Department of Oklahoma, its Department Executive Committee, Department Committees, Department Conferences or Department Convention shall be held in person. Meetings, however, may be held in which some members are physically present while others participate by telephone, teleconference or by internet assisted technology, or the meetings may be held where all attendees participate by telephone, teleconference, or by internet assisted technology.

Section 3. Electronic, Virtual or Alternative Meetings. Electronic, virtual, or alternative meetings may be called following the protocols established for in-person meetings in these governing documents for any American Legion Auxiliary Department of Oklahoma meeting, whether it is for a Department Conference, Department Convention, Department Executive Committee, or Department Committee.

The meeting may be through telephone, teleconference, or by internet assisted communication equipment by means of which all persons participating in the meeting can, at least, hear each other. An internet meeting service shall be designated by the American Legion Auxiliary Department of Oklahoma President that supports anonymous voting and visible displays identifying those participating, identifies those seeking recognition to speak, shows or permits the retrieval of the text of pending motions, and shows the result of votes. These electronic meetings of the American

Legion Auxiliary Department of Oklahoma shall be subject to all rules adopted by the American Legion Auxiliary Department of Oklahoma to govern them, which may include any reasonable limitations on and requirements for the American Legion Auxiliary Department of Oklahoma members participation. Any such rules adopted by the American Legion Auxiliary Department of Oklahoma shall supersede any conflicting rules in the parliamentary authority but may not otherwise conflict with or alter any rule or decision of the American Legion Auxiliary Department of Oklahoma. An anonymous vote conducted through the designated internet meeting service shall be deemed a ballot vote, fulfilling any requirements in the American Legion Auxiliary Department of Oklahoma Constitution, Bylaws or Standing Rules that a vote be conducted by ballot.

Section 4. Electronic or Virtual Meetings for Intermediate Bodies or Units. American Legion Auxiliary Department of Oklahoma Intermediate bodies or units shall determine for themselves whether they wish to authorize electronic or virtual meetings for their entity.

Section 5. The rules governing American Legion Auxiliary Department of Oklahoma electronic, virtual, or alternative meeting shall be set forth in the Standing Rules of these governing documents.

Section 6. Voting by electronic technology or by voice vote may be employed during virtual, electronic or telephone meetings. The rules governing the virtual voting process shall be as stated in the Standing Rules.

## **ARTICLE XII**

### **Parliamentary Authority**

Section 1. The rules contained in the current edition of *Robert's Rules of Order Newly Revised 12th Edition* shall govern the American Legion Auxiliary Department of Oklahoma in all cases in which they are applicable and in which they are not inconsistent with applicable state statutes, the American Legion Auxiliary Department of Oklahoma Constitution and Bylaws, Standing and Special Rules.

## **ARTICLE XIII**

### **Amendments**

Section 1. The Bylaws may be amended at any American Legion Auxiliary Department of Oklahoma Convention by a two-thirds (2/3) vote of the convention delegates. Proposed amendments must be submitted to the American Legion Auxiliary Department of Oklahoma Constitution and Bylaws Chair by the first Friday in April; proposed amendments must be on the prescribed amendment form and contain a rationale for the change.

The American Legion Auxiliary Department of Oklahoma Constitution and Bylaws Chair shall bring the proposed amendments to the American Legion Auxiliary Department of

Oklahoma Constitution and Bylaws Committee for review, deliberation, and compilation; after which the amendments shall be forwarded by the first Friday in May to the American Legion Auxiliary Department of Oklahoma Secretary/Office Director who shall then distribute them to the American Legion Auxiliary Department of Oklahoma units and members of the Department Executive Committee at least thirty (30) days prior to the convening of the next American Legion Auxiliary Department of Oklahoma Convention.

American Legion Auxiliary Department of Oklahoma units shall be responsible for distributing the proposed amendments to their delegates to the American Legion Auxiliary Department of Oklahoma Convention.

Section 2. Amendments proposed after distribution may be adopted by a two-thirds (2/3) vote of the American Legion Auxiliary Department of Oklahoma convention delegates, provided they have been read at one (1) meeting of the session of the American Legion Auxiliary Department of Oklahoma Convention prior to taking the vote.

Section 3. Amendments may be submitted by an American Legion Auxiliary Department of Oklahoma unit, district, or any member in good standing in their American Legion Auxiliary Department of Oklahoma unit; or by the American Legion Auxiliary Department of Oklahoma Constitution and Bylaws Committee.

Section 4. The Bylaws shall be automatically amended to conform to the most recent version of the American Legion Auxiliary National Constitution and Bylaws; and to correct grammar, punctuation, and scribes errors that do not affect the meaning of the document.

## **ARTICLE XIV**

### **Authority**

The authority under which all districts, units, subsidiaries, intermediate bodies, and affiliated entities of the American Legion Auxiliary Department of Oklahoma shall function is vested in the American Legion Auxiliary Department of Oklahoma Constitution and Bylaws and such Standing Rules as have been duly adopted. Any provision of any American Legion Auxiliary Department of Oklahoma district or unit Constitution or Bylaws, any subsidiary, intermediate body, or affiliated entity's bylaws, or any regulation of any American Legion Auxiliary Department of Oklahoma district, unit, subsidiary, intermediate body, or affiliated entity in conflict with the foregoing authority shall be void.



# **STANDING RULES OF THE AMERICAN LEGION AUXILIARY DEPARTMENT OF OKLAHOMA**

## **PREFACE**

These American Legion Auxiliary Department of Oklahoma Standing Rules are adopted by the appropriate department governing body of the American Legion Auxiliary to provide guidance to the American Legion Auxiliary Department of Oklahoma, its districts, units, subsidiaries, and affiliated entities. Standing Rules have the same importance as the American Legion Auxiliary Department of Oklahoma Constitution and Bylaws and may be amended as frequently as needed.

Certain Standing Rules can only be amended or rescinded by action of the American Legion Auxiliary Department of Oklahoma Convention Delegates, as specified in Constitution Article VII. Department Convention, Section 2; Bylaws Article IV. Committees, Section 3; and Bylaws Article VIII. Finance, Section 1.

Except as noted in the previous paragraph, a Standing Rule may be amended or rescinded by a two-thirds (2/3) vote of the American Legion Auxiliary Department of Oklahoma Executive Committee, or, if notice has been given, by a majority vote. In addition to these Standing Rules, supplementary department policies or rules may be adopted as they are needed from time to time by the American Legion Auxiliary Department of Oklahoma Executive Committee or American Legion Auxiliary Department of Oklahoma Convention.

## **Mission Statement**

In the spirit of *Service Not Self*, the mission of the American Legion Auxiliary is to support The American Legion and honor the sacrifice of those who serve by enhancing the lives of our veterans, military, and their families, both at home and abroad. For God and Country, we advocate for veterans, educate our citizens, mentor youth, and promote patriotism, good citizenship, peace, and security.

## **Vision Statement**

The vision of the American Legion Auxiliary is to support The American Legion while becoming the premier service organization and foundation of every community providing support for our veterans, our military, and their families by shaping a positive future in an atmosphere of fellowship, patriotism, peace, and security.

## **Purposes**

In fulfillment of our Mission, the American Legion Auxiliary adheres to the following purposes:

- To support and advocate for veterans, military, and their families.
- To support the initiatives and programs of The American Legion.
- To foster patriotism and responsible citizenship.
- To award scholarships and promote quality education and literacy.
- To provide educational and leadership opportunities that uphold the ideals of freedom and democracy and encourage good citizenship and patriotism in government.
- To increase our capacity to deliver our Mission by providing volunteer opportunities within our communities.
- To empower our membership to achieve personal fulfillment through Service Not Self.

## **Values**

Our statement of values is predicated on the founding purposes:

- Commitment to the four founding principles: justice, freedom, democracy, loyalty.
- Service to God, our country, its veterans, military, and their families.
- Tradition of patriotism and citizenship.
- Personal integrity and family values.
- Respect for the uniqueness of individual members.
- Truthful, open communication in dealing with the public and our members.
- Adherence to the adopted policies and rules.

## **AMERICAN LEGION AUXILIARY DEPARTMENT OF OKLAHOMA CODE OF ETHICAL CONDUCT**

*Service Not Self* is a concept that governs everything we do for the American Legion Auxiliary. The ALA exists to support The American Legion and to honor the service of our veterans, military, and their families. The organization has pursued that mission for over a century, and during that time has learned that achieving these goals requires a strong focus on our core values of integrity, honesty, fairness, openness, responsibility, and respect.

This Code of Ethical Conduct ("Code") provides a framework for how we at the department level apply these core values in our service. The American Legion Auxiliary Department of Oklahoma Executive Committee is composed of department officers, Past Department Presidents, and Department Executive Committee members from all districts. The Code is the defining document explaining the culture of our organization, and we require that all American Legion Auxiliary Department of Oklahoma Executive Committee members read it, understand it, and apply its principles in all their service for the American Legion Auxiliary.

It is in the best interest of the American Legion Auxiliary Department of Oklahoma to actively address all violations of this Code, which is only possible if concerns are raised clearly and quickly. For this reason, we strongly encourage prompt reporting of concerns using the reporting channels described in the Ethical Conduct Review Policy; all reports will be treated with the same standards described in this Code. The American Legion Auxiliary Department of Oklahoma prohibits retaliation against anyone for making a good faith report of suspected wrongdoing. A report is made in good faith if it is made with honest intentions, not maliciously or for personal gain, and the information in that report is true and complete to the best of your knowledge.

When it comes to upholding the values of the American Legion Auxiliary, common sense and your moral compass will show you the way, but the Code is here to provide additional guidance and support. Thank you for sharing our commitment to integrity, honesty, fairness, openness, responsibility, and respect as we continue to work together to enhance the lives of veterans, military, and their families, both at home and abroad.

### **Ethical Conduct**

All American Legion Auxiliary Department of Oklahoma Executive Committee members are expected to uphold and follow the governing documents of the National American Legion Auxiliary and American Legion Auxiliary Department of Oklahoma Constitution, Bylaws, and Standing Rules, as well as all national and department policies and procedures. Conduct that is suspected to be a violation of these governing documents or detrimental to the best interest of either the national or department organization may be referred to the Ethical

Conduct Committee. While it is not possible to provide an exhaustive list of all potential ethics violations, some key examples include the following:

- Violations of national or department Constitution, Bylaws, Standing Rules, or other policies and procedures.
- Violations of federal, state, or local laws that result in a conviction.
- Conduct, whether past or present, that presents potential liability risk, reputational risk, or hinders the mission of the National American Legion Auxiliary or the American Legion Auxiliary Department of Oklahoma.

## **Diversity, Equity, and Inclusion**

We are proud of our organization's diversity. We are strengthened by the range of backgrounds and beliefs represented by our membership, and we believe that we do our best work in an atmosphere of mutual respect for the worth and dignity of our members, those eligible to become members, our Department Headquarters employees, and those we serve. We do not discriminate on the basis of race, sex, national origin, religion, disability, age, sexual orientation, marital status, parental status, medical condition, or any other legally protected characteristic.

## **Corporate Governance**

As department board members, the American Legion Auxiliary Department of Oklahoma Executive Committee has an obligation to carry out the following legal duties:

### **1. Duty of Care**

Duty of care describes the level of competence that is expected of a board member and is commonly expressed as the duty of care that an ordinary prudent person would exercise in a like position and under similar circumstances. This means that you have a duty to exercise reasonable care when you make a decision as a steward of the American Legion Auxiliary Department of Oklahoma.

### **2. Duty of Loyalty**

You must give undivided allegiance when making decisions affecting the American Legion Auxiliary Department of Oklahoma. This means you must act in the best interests of the organization and must place the interests of the department above your own personal interests.

### **3. Duty of Obedience**

You are obligated to obey applicable laws and National American Legion Auxiliary and American Legion Auxiliary Department of Oklahoma governing documents and policies and may not act in a way that is inconsistent with their mission or goals.

Maintaining law and order is part of our values as an organization, and we are committed to compliance with all applicable federal, state, and local laws and regulations, including but not limited to laws and regulations related to nonprofit administration and governance, labor and employment, financial accountability, taxation, fundraising, trademark protection, and licensing.

As members of a board of directors of a nonprofit organization established as a non-incorporated entity in the State of Oklahoma, American Legion Auxiliary Department of Oklahoma Executive Committee members do not need to be experts in the law but do need to familiarize themselves with the laws that apply to their service and are responsible for seeking the advice and knowledge needed to stay reasonably informed. In addition to the basic duties that exist under the law, American Legion Auxiliary Department of Oklahoma Executive Committee members must:

- Promote a culture of integrity by making ethical decisions and reflecting our core values in its actions.
- Ensure that the American Legion Auxiliary Department of Oklahoma conducts all communication, business, and transactions with honesty and transparency.
- Ensure that all American Legion Auxiliary Department of Oklahoma policies are in writing, clearly articulated, officially adopted, regularly reviewed, fairly and consistently enforced, and effectively communicated to everyone governed by them.
- Periodically review the American Legion Auxiliary Department of Oklahoma's structure, procedures, and programs, and determine whether any policies or practices should be changed to comply with applicable laws, National American Legion Auxiliary or American Legion Auxiliary Department of Oklahoma policies and values, or general best practices.
- Attend American Legion Auxiliary Department of Oklahoma Executive Committee meetings and any board-related training sessions unless the absence is excused at the discretion of the Department President.

## **Responsible Stewardship**

Our success as an organization depends not just on the strength of our programs but on our ability to use our resources wisely. Theft, misappropriation, carelessness, and waste have a direct impact on our culture, our reputation, our integrity, and our ability to carry out our programs, so all American Legion Auxiliary Department of Oklahoma Executive Committee members are required to ensure that our assets are used efficiently, and only for legitimate purposes. Specifically, the American Legion Auxiliary Department of Oklahoma Executive Committee must ensure that:

- The resources of the organization are responsibly and prudently managed; and
- The organization has the capacity to carry out its programs effectively.

## **Openness and Disclosure**

The American Legion Auxiliary Department of Oklahoma's reputation depends on maintaining trust with the public. For this reason, the American Legion Auxiliary Department of Oklahoma Executive Committee is responsible for ensuring that the department organization provides comprehensive, timely, and appropriate information to the public, the media, and its members, and is responsive to reasonable requests for information, and that all information about the department organization fully and honestly reflects the policies and the practices of the National American Legion Auxiliary and the American Legion Auxiliary Department of Oklahoma.

### **Conflict of Interest**

As nonprofit board members, the members of the American Legion Auxiliary Department of Oklahoma Executive Committee have a legal duty to act in the best interests of the American Legion Auxiliary Department of Oklahoma and to avoid conflicts of interest as detailed in our Conflict of Interest Policy. Evaluating whether a conflict of interest exists can be difficult, and may involve a number of considerations, which is why you are required to annually disclose all potential and actual conflicts of interest of which you are aware, disclose any time you become aware of a conflict, and abstain from voting on such matters.

### **Fundraising**

The American Legion Auxiliary Department of Oklahoma deeply values its relationships with individual and corporate donors. As detailed in national and department policy, all American Legion Auxiliary Department of Oklahoma Executive Committee members are required to protect the privacy of American Legion Auxiliary donors, and to ensure that funds are always expended in a manner that is consistent with donor intent.

**###**

# **THE STANDING RULES OF THE AMERICAN LEGION AUXILIARY DEPARTMENT OF OKLAHOMA**

## **I. DEPARTMENT ORGANIZATION**

1. The American Legion designated the birth date of the American Legion Auxiliary as November 10, 1919.
2. The American Legion Auxiliary shall coordinate with The American Legion on all similar governance and program matters and conduct itself at all times in a manner that ensures harmony.
3. The Department Judge Advocate of The American Legion shall be the Counsel General of the American Legion Auxiliary on all legal matters and matters pertaining to the Department Constitution and Bylaws and Standing Rules; and shall perform such other duties as are usually incident to the office.

All requests for information from and opinions by the Counsel General MUST come through the District Secretary or District President to the Department Secretary/Office Director, and thence referred to the Counsel General for his ruling and said ruling will be sent by the Department Secretary/Office Director to the District Officer.

4. The candidate(s) for Department President, in consultation with Department Headquarters staff, shall plan a membership engagement, retention and recruitment program consistent with the goals of The American Legion. The plans shall be presented to the units no later than August 1 of the same year.

## **II. DEPARTMENT CONVENTION**

1. The date and place of the Oklahoma Department Convention of the American Legion Auxiliary shall conform to that of The Oklahoma American Legion.
2. Representation in the Department Convention shall be by units. Each unit shall be entitled to one (1) delegate and one (1) vote, and to an additional delegate and vote for each ten (10) paid up members, or major portion thereof, whose current dues have been received by the Department Secretary/Office Director thirty (30) days prior to the meeting of said Department Convention, and one (1) alternate for each delegate. The vote of any delegates absent and not represented by an alternate may be cast by the majority of the delegates present from their unit. The delegates and alternates shall be elected by the unit at a regular meeting not less than two (2) weeks before the Department Convention.

Members of the American Legion Auxiliary Department of Oklahoma Executive Committee shall be delegates-at-large to the American Legion Auxiliary Department of Oklahoma Convention, with vote to be exercised with their units, except for the Department Secretary/Office Director who shall be a delegate-at-large to the American Legion Auxiliary Department of Oklahoma Convention, with vote to be exercised with their unit, only when the position is held by an American Legion Auxiliary Department of Oklahoma member in good standing in their American Legion Auxiliary Department of Oklahoma unit.

Each American Legion Auxiliary Department of Oklahoma Convention delegate-at-large shall be entitled to one (1) vote. Delegates-at-large must be present to cast their vote.

As provided in the Department Constitution, amendments to the Department Convention delegate voting strength and manner for casting votes shall be by action of the Department Convention delegates.

3. As provided in the Department Constitution, the Department President shall be the Chair of the Department Convention. The Department Vice President shall be the Vice Chair of the Department Convention, and in compliance with Constitutional requirements, may act in the place of the Department President. The Department Secretary/Office Director shall be the Secretary of the Department Convention, with the authority to appoint assistant secretaries with the approval of the Department President.
4. At the instruction of the American Legion Auxiliary Department of Oklahoma President, the American Legion Auxiliary Department of Oklahoma Secretary/Office Director shall issue a written or electronic call to the Department Executive Committee (DEC) members, District Presidents, District Secretaries, Presidents and Secretaries of each unit, and committee chairs and members of those committees of the American Legion Auxiliary Department of Oklahoma at least thirty (30) days in advance of the American Legion Auxiliary Department of Oklahoma Convention and Conferences. It is the responsibility of the Unit President and Unit Secretary to share the written call with their unit members.
5. The Officers of the Department Convention who are present and the chairmen of the special and standing committees required to report at the Department Convention shall be permitted to sit with the Department Convention body.
6. There shall be the following named Department Convention committees. The general duties of the committees shall be to consider matters assigned to such committees, to consider matters specifically referred to them by the Department Convention, and to conduct other business as described in this section.



- a. Committee on Credentials: The purpose of the Committee on Credentials is to receive and verify the credentials of the units and to handle all matters pertaining to the contestation of delegates.
- b. Committee on Rules: The purpose of the Committee on Rules is to propose the rules under which the Department Convention shall operate. The Rules shall provide for the orderly organization and operation of the Department Convention. The Department Convention Standing Rules shall be adopted by a majority vote of the Department Convention delegates with continuing power of revision.
- c. Committee of Resolutions: The purpose of the Committee of Resolutions is to receive resolutions and refer them to the proper Pre-Convention Committees, and to formulate such Department Convention resolutions not within the jurisdiction of the other established Pre-Convention Committees as listed in this section. This committee shall meet in advance of the other Pre-Convention Committee meetings to allow ample time to properly assign the resolutions to the other Pre-Convention Committees prior to their convening. This committee has no authority to take any action on a resolution other than to refer it to the appropriate Pre-Convention Committee, unless there is a written opinion from Counsel General that a resolution is illegal and can cause the organization, its officers, its Department Executive Committee members, appointees, and other members to become liable. In such an event, the Committee on Resolutions shall report said action to Department Convention delegates.

At the Pre-Convention Meeting of the Committee on Resolutions, resolutions not within the jurisdiction of any other Pre-Convention Committee shall be presented for explanation by a member of the Committee on Resolutions. Upon conclusion of discussion of each resolution, the committee may vote either to:

- i. Recommend to the Department Convention delegates that a proposed resolution be adopted.
  - ii. Recommend to the Department Convention delegates that a proposed resolution not be adopted.
  - iii. Make no recommendation to the Department Convention delegates regarding a proposed resolution. Each member of the Committee on Resolutions and one (1) representative from each district shall be entitled to vote on the recommendation to be made to the Department Convention delegates. The committee of Resolutions shall report its activity to the Department Convention delegates.
- d. Any other special Department Convention committee as deemed appropriate by the Department President.

7. Pre-Convention Committees shall exist for the Department Chaplain and Department Historian, and for the following department committees: Americanism, Auxiliary Emergency Fund, Cavalcade of Memories, Children and Youth, Community Service, Constitution and Bylaws (see additional subsection on Constitution and Bylaws in this section), Education, Finance, American Legion Auxiliary Girls State, Junior Activities, Leadership, Legislative, Liaison to the Child Welfare Foundation, Membership, National Security, Past Presidents Parley, Poppy, Public Relations, and Veteran Affairs and Rehabilitation.
  - a. The Pre-Convention Committees for the Department Chaplain and Department Historian shall be comprised of the department officer plus one member assigned from each district.
  - b. The Pre-Convention Committees that correlate to the department committees shall each be comprised of members of the correlating department committee plus one member assigned by each district.
  - c. The purpose of these Pre-Convention Committee meetings is to consider and to make recommendations upon subject matters assigned, to receive reports from their corresponding committees, to review accomplishments and best practices of the year, to recognize committee members, units or others for exemplary achievements, to ensure a smooth transition to the incoming standing committee and to offer recommendations regarding goals and other pertinent matters to foster advancement and fulfillment of the Auxiliary's mission, and to make a recommendation on each proposal assigned to it by the Resolutions Committee. Upon conclusion of open discussion regarding each proposal, the committee may vote either to a) recommend to the Department Convention delegates that the proposal be adopted; b) recommend to the Department Convention delegates that a proposal not be adopted; or c) make no recommendation to the Department Convention delegates regarding a proposal.
  - d. All Pre-Convention Committee meetings shall be open to all delegates. Only those delegates assigned to the Pre-Convention Committee shall have voice and vote, unless authorized by a majority vote of the Pre-Convention Committee, in which case voice only may be granted. Each proposal shall be presented for explanation by a member of the Pre-Convention Committee. Upon conclusion of open discussion of each proposal, the committee may vote either to a) recommend to the department convention delegates that a proposed resolution be adopted; b) recommend to the department convention delegates that a proposed resolution not be adopted; or c) make no recommendations to the department convention delegates regarding a proposed resolution. Each member of the pre-convention committee and one representative assigned from each district shall be entitled to vote on the recommendation to be made to the department convention delegates.

8. The purpose of the Pre-Convention Committee on Constitution and Bylaws is to receive and consider all proposed amendments to the governing documents that are to be presented to the department convention delegates, and to verify that amendments adopted by the department convention are correctly incorporated into the governing documents.

The purpose of the meeting of the Pre-Convention Committee on Constitution and Bylaws is to clarify the meaning of the proposals for department convention delegates prior to department convention.

The Pre-Convention Committee meeting on Constitution and Bylaws shall be open to all department convention delegates and shall be held at a time that does not conflict with the meetings of all other Pre-Convention Committees. Each proposed amendment shall be presented for explanation by a member of the Pre-Convention Committee on Constitution and Bylaws. Any delegate may ask a clarifying question. Such questions from non-members of the Pre-Convention Committee on Constitution and Bylaws shall be limited to clarifying the intent or purpose of a proposal. There shall be no debate on the merits of a proposal based on clarifying questions from non-members of the committee. Upon conclusion of open discussion regarding clarification of each proposed amendment, the committee may discuss the merits of the proposal and may vote either to a) recommend to the department convention delegates that a proposed amendment be adopted; b) recommend to the department convention delegates that a proposed amendment not be adopted; c) make no recommendation to the department convention delegates regarding a proposed amendment. Each member of the Pre-Convention Committee on Constitution and Bylaws and one representative assigned from each district shall be entitled to vote on the recommendation to be made to the department convention delegates.

9. The Department President shall appoint the Department Convention Chairperson who is charged with preparation of the preliminary plans and local arrangements for the Department Convention in consultation with, and with the approval of, the Department President. The Department President shall also appoint such other Department Convention committees as appropriate, including Distinguished Guests, Credentials, Rules, and Resolutions. The Department President may also appoint a Department Chairperson and Vice Chairperson of Pages and Personal Pages.

The Department Convention Chairperson shall appoint its committee, including a Vice Chairperson, a Secretary, and members of all committees necessary for the functioning of the department convention on the local level, with all such appointments to be approved by the Department President.

10. Endorsement of Candidates: A unit or district may endorse any of its members for an elective department office but no announcement shall be mailed to the units or individuals prior to thirty (30) days before the department convention.

### **III. DEPARTMENT CONFERENCE**

A Department Leadership Conference shall be held annually. Necessary expenses incurred for attendance may be paid from the department treasury when authorized by the department budget or authorized by the Department President and ratified by the Department Executive Committee.

### **IV. DUTIES OF DEPARTMENT OFFICERS**

In addition to the duties of the Department Officers as provided in the Department Constitution and Bylaws, the following officers shall abide by the following rules and regulations.

#### **Department President**

1. The Department President shall serve as Chair of the Department Executive Committee, and Chair of the Department Convention.
2. The Department President may appoint an Advisory Committee, three (3) of the five (5) members as approved by the Department Executive Committee.
3. The Department President may authorize the candidate for department president to make necessary plans for the upcoming administrative year and authorize such travel as may be necessary.
4. Should a department president be incapacitated, the Department Secretary/Office Director shall inform the Department Executive Committee.
5. Should there become a vacancy of any office, elected or appointed, or to any committee, the Department President shall not assume the duties of that vacated office. Rather, the Department President shall consult with the Department Executive Committee to (a.) develop a plan of action on how to proceed with filling the vacancy, if provisions for succession are not already established within the Governing Documents, and (b.) to ensure that the duties of the vacant office are being cared for by others in the interim.

#### **Department First Vice and Second Vice Presidents**

1. The department president may authorize the department first vice president to attend meetings on behalf of the president and to attend such special meetings or official district visits as may be authorized.
2. When the Department President so directs, the Department First Vice President shall serve in an advisory capacity to a specific Department Chairman to develop a program.

3. The Department First Vice President shall not attend District Conventions or other functions in an official or unofficial capacity unless specifically authorized to do so by the Department President (attendance at the First Vice President's own District Conference or Convention being the exception). However, it should be understood they are not to assume an official position or attitude in this case and no special courtesies should be accepted.

### **Department Chaplain**

1. The Department Chaplain is responsible for all invocations and benedictions at official meetings. The Department Chaplain shall conduct the official Memorial Service for any deceased Past Department President at the Department Convention.

### **Department Historian**

1. The Department Historian shall prepare a written account of the organization's current administrative year in which she served for reference in the compilation of future American Legion Auxiliary Department history books.
2. The Department Historian shall be responsible for compiling and sending to the units and districts an outline and rules for district and unit histories that are to be submitted in contest for department award. Judging of the district, unit, and junior histories shall be done by the Department First and Second Vice Presidents under the supervision of the Department Historian.

## **V. DEPARTMENT EXECUTIVE COMMITTEE**

1. The fiduciary responsibility of the Department Executive Committee, as directors of the Department Organization, is provided in the Department Bylaws.
2. The Department Executive Committee shall meet immediately preceding and following the annual Department Convention and as soon after the National Convention as is convenient for the Department President to call such meeting. Additional meetings may be called at such time as it is, itself, may prescribe, or as may be prescribed by the Department President. At all meetings, the quorum shall consist of those members in attendance of the meeting since they represent the membership at that time. (In accordance with *Robert's Rules of Order Newly Revised 12<sup>th</sup> Edition*, Chapter XI, Section 40.)
3. The American Legion Auxiliary Department of Oklahoma Secretary/Office Director, at the direction of the American Legion Auxiliary Department of Oklahoma President, shall issue a written call to members of the American Legion Auxiliary Department of Oklahoma Executive Committee at least thirty (30) days in advance of an American Legion Auxiliary Department of Oklahoma Executive Committee meeting.

4. Chairmen of the department committees who are not members of the Department Executive Committee shall have the privilege to make motions on behalf of the committee they chair.
5. Cancellation of charters may be presented at the Department Executive Committee meeting prior to the Department Convention or at a Department Executive Committee meeting called between department conventions. Cancellations approved by the Department Executive Committee shall become effective immediately following department convention.
6. The Department Executive Committee shall make determinations regarding the election, eligibility, conduct, and capacity of department officers and of department committee members in executive session pursuant to the principles of fundamental fairness, and in consultation with Counsel General.
7. In the event the Department President, Department First and Second Vice Presidents, Department Historian, or Department Chaplain become incapacitated or otherwise unable to discharge the duties of Department President, Department First and Second Vice President, Department Historian, or Department Chaplain, the Department Executive Committee may declare the position vacant.
8. In the event the Department Secretary/Office Director becomes incapacitated or is otherwise unable to discharge the duties of the office, the Department Executive Committee may declare the position vacant only if the position is held by a person who is not an employee of department headquarters. When the position is held by a person who is an employee of Department Headquarters, the declaration of vacancy must be in accord with federal and state employment law and for good cause on the motion of the Department President.
9. The Department Executive Committee shall refer matters regarding the election, eligibility, conduct, and capacity of the Department Executive Committee person or a district officer to the committee person's district officers for the district's determination.
10. The Department Executive Committee may establish procedural rules regarding the suspension, cancellation, or revocation of unit charters, with full power to revise or amend such rules. The general process shall be provided in the section of Charters in these Standing Rules.
11. Should the office of Department Secretary/Office Director become vacant for any reason, it is the duty and responsibility of the Department Executive Committee to work with the Department President to: (a.) make arrangements for someone, other than the President, to ensure that the work that the vacated office is responsible for is being taken care of, and (b.) hire a replacement Department Secretary/Office Director.

12. Should the Department Executive Committee feel limiting the authority and responsibilities of the Department Secretary/Office Director, for any reason, is necessary, then the Department Executive Committee shall be responsible for ensuring that those areas being withheld from the Department Secretary/Office Director are taken care of by an individual other than the Department President until such time as full authority, rights, privileges and responsibilities are restored to the Department Secretary/Office Director.

## **VI. DEPARTMENT COMMITTEES**

1. As provided in the Department Bylaws, in addition to the core Department Standing Committees – Veterans Affairs and Rehabilitation, Children and Youth, Americanism, National Security, Membership, Constitution and Bylaws, Finance and Audit – there shall be the following Department committees: Auxiliary Emergency Fund, History, Community Service, Education, American Legion Auxiliary Girls State, History, Junior Activities, Leadership, Legislative, Liaison to The American Legion Child Welfare Foundation, Past President Parley, Poppy, and Public Relations. The overall purpose of each standing committee is as specified in this section; the purpose of each department committee is as described in the American Legion Auxiliary Department Plan of Action.
2. As provided in the Department Bylaws, the chairs and committee members of all department committees shall be appointed by the Department President and confirmed by the Department Executive Committee.
3. As provided in the Department Bylaws, when a vacancy occurs on a committee, the Department President shall appoint a member to serve the unexpired term subject to ratification by the Department Executive Committee. Chairs and committee members serve until their successors are appointed.
4. As provided in the Department Bylaws, the Department President shall be considered an ex-officio member of all committees.
5. As provided in the Department Bylaws, the Department President in consultation with Department Headquarters staff may appoint other special or ad hoc committees necessary for the good of the organization during an administrative year. Special Committees shall be appointed subject to confirmation and ratification by the Department Executive Committee. Limited, specific purpose ad hoc committees may be appointed at the discretion of the Department President subject to Department Executive Committee ratification.
6. The composition of each Department Standing Committee and each Department Committee and the number of members and their terms shall be

as described in this section, and any amendments thereto shall be by action of the Department Convention delegates.

### **Core Department Standing Committees**

*Veterans Affairs and Rehabilitation*: The Veterans Affairs and Rehabilitation Committee shall be a revolving committee of three (3) members. The Veterans Affairs and Rehabilitation Committee shall consist of the Chairperson of Veterans Affairs and Rehabilitation, Field Service and Gifts for Yanks, appointed by the Department President. Of the three (3) members first appointed, one (1) shall serve one (1) year, one (1) for two (2) years, and one (1) for three (3) years. Thereafter, each succeeding member shall be appointed by the Department President subject to the ratification of the Department Executive Committee to serve for the full three (3) year term. Each Department President shall have the power to name the Chairperson who shall serve during their tenure of office. All appointments shall be subject to the ratification by the Department Executive Committee. The Veterans Affairs and Rehabilitation sub-committee shall consist of a Field Service Representative from each Veterans Center in Oklahoma and Veterans Affairs Volunteer Services (VAVS) representative for each Veterans Medical Center in Oklahoma.

The purpose of the Veterans Affairs and Rehabilitation Committee is to promote programs, events and services that assist and enhance the lives of veterans, their families, their caregivers and their survivors, ensuring the best quality of life possible and the continuing honor of their memory.

*Children and Youth*: The Children and Youth Committee shall be a revolving committee of three members. Of the three (3) members first appointed, one (1) shall serve one (1) year, one (1) for two (2) years, and one (1) for three (3) years. Thereafter, each succeeding member shall be appointed by the Department President to serve for the full three (3) year term. Each Department President shall have the power to name the Chairman who shall serve during the Department President's tenure of office. All appointments shall be subject to ratification by the Department Executive Committee.

*Americanism*: The Americanism Committee shall be comprised of a chairperson plus a representative from each district. The purpose of the Americanism program is to promote patriotism and responsible citizenship.

*National Security*: The National Security Committee shall be comprised of a chairperson plus a representative from each district. The purpose of National Security is to promote a strong national defense.



**Membership:** The Membership committee shall be comprised of a chairperson and a representative from each district, all of whom shall serve a one (1) year term. The purpose of the Membership Chairman is to promote the benefits of membership and to promote retaining and recruiting a diverse, active membership to carry out the American Legion Auxiliary mission and programs.

**Constitution and Bylaws:** The Constitution and Bylaws Committee shall be comprised of a Chairperson who may serve for one (1) or more years, appointed by the Department President and confirmed by the Department Executive Committee (DEC). Each District President shall appoint one (1) member from that district to serve on the Constitution and Bylaws Committee to provide fair and equal representation throughout the department. The purpose of the Constitution and Bylaws Committee is to inform members about having proper governing documents at all levels.

**Finance:** The Finance Committee shall be a revolving committee of three (3) members. Of the three (3) members first appointed, one (1) shall serve one (1) year, one (1) for two (2) years, and one (1) for three (3) years. Thereafter, each succeeding member shall be appointed by the Department President subject to the ratification of the Department Executive Committee to serve for a full three (3) year term. Each Department President shall have the authority to name the Chairperson who shall serve during the Department President's tenure of office. The Department Secretary/Office Director shall attend all meetings of the Finance Committee with voice, but without vote. The Finance Committee shall meet prior to the Fall Conference for the Department of Oklahoma, prior to the Department Executive Committee meetings, prior to the Department Convention, prior to the Post-Department Convention Department Executive Committee Meetings and shall also meet at the call of the Department President.

The Department Vice President, Department Veterans Affairs and Rehabilitation Chairperson and Department Children and Youth Chairperson may attend as guests for the purposes of observing to gain experience about the department budgeting and finances.

The Department Finance Committee shall oversee the general financial policy of the department organization, subject to ratification of the Department Executive Committee. It shall be charged with the preparation of the yearly budget for a fiscal year from August 1 thru July 31 and shall supervise the expenditure of funds under the budget.

There shall be no term limitations imposed upon the Finance Committee. The Department President should recognize that the Finance Committee is critical to the longevity and success of the department. It is recommended that each new department president, however, make

maximum effort to fill an expiring committee seat with an individual who has not previously served on the committee, who has the credentials or background in the matter of finance, and who has the willingness to invest the necessary time to actively participate in the decision-making processes required of this Committee.

**Risk and Compliance:**

*Financial Risk and Compliance:* The Financial Risk and Compliance Committee shall be comprised of a Chairperson and up to two (2) committee members. There shall be no term limitations on this committee; however, it is recommended that a new member be added at least every third (3<sup>rd</sup>) year if there is a sufficient pool of members holding finance/accounting/audit experience willing to invest the time to actively participate in the duties assigned to the Committee. Financial Risk and Compliance Committee is responsible with reviewing/auditing the department financial records to ensure transactions are being recorded into the proper accounts, that all receipts, invoices, timesheets or other necessary documentation is contained in the records, and to ensure that the Budget Rules and Annual Budget prepared by the Finance Committee and adopted by the Department Executive Committee are being adhered to. Financial Risk and Compliance Committee shall work closely with the Finance Committee in the performance of their duties and shall report findings to the department officers, the Finance Committee, and the Department Executive Committee.

*Program Risk and Compliance:* The Program Risk and Compliance Committee shall be comprised of a chairperson and two (2) members, each serving staggered three (3) year terms, one (1) of whom shall be appointed each year by the Department President. The purpose of the Program Risk and Compliance Committee is to provide oversight assistance to the Department Executive Committee in fulfilling its responsibilities regarding accounting and reporting practices, reliable systems of internal control, the corporate responsibility program, and the quality and integrity of the Auxiliary's financial reporting. Program Risk and Compliance Committee members shall be financially literate, and the chair shall have the necessary background to be considered an "audit committee financial expert" in matters of accounting and auditing.

**Department Committees – Mission Outreach**

**Education:** The Education committee shall be comprised of a chairperson to serve a one-year term, and a vice chairperson and one (1) member serving staggered two-year terms one of whom shall be appointed each year to a two-year term.

The purpose of the Education Committee is to promote quality education for children and assist students to further their education and promote and administer scholarship programs in the Department of Oklahoma.

*American Legion Auxiliary Girls State:* The American Legion Auxiliary Girls State Committee shall be a revolving committee composed of three (3) members. Of the three (3) members first appointed, one (1) shall serve one (1) year, one (1) for two (2) years and one (1) for three (3) years. Thereafter, each succeeding member shall be appointed by the Department President subject to the ratification of the Department Executive Committee to serve for the full three (3) year term. The President shall designate the Chairman of the Committee. The appointment of the member and the designation of Chairperson are subject to the approval of the Department Executive Committee. The American Legion Auxiliary Girls State Director is to be chosen by the American Legion Auxiliary Girls State Committee, with the consent of the department president. The American Legion Auxiliary Girls State Committee shall direct the American Legion Auxiliary Girls State program, make all arrangements for, and conduct the annual session of American Legion Auxiliary Girls State, Department of Oklahoma, under the supervision of the department president.

*Junior Activities:* The Junior Activities chairperson, plus a representative from each district, all of whom shall serve a one (1) year term.

*Legislative:* The Legislative Chairperson, plus a representative from each district, all of whom shall serve a one (1) year term.

*Poppy:* The Poppy Chairperson plus a representative from each of the district, all of whom shall serve a one (1) year term.

*Community Service:* The Community Service chairperson, plus a representative from each district, all of whom shall serve a one (1) year term.

## **Department Committees – Member/Organizational Support**

*Auxiliary Emergency Fund:* The Auxiliary Emergency Fund (AEF) provides grants to American Legion Auxiliary members who qualify for specific types of emergency assistance. The Chairperson shall serve a one (1) year term.

*History:* The History Chairperson shall serve for a one (1) year term.

*Leadership:* The Leadership Chairperson shall serve for a one (1) year term.

*Public Relations*: The Public Relations Chairperson shall serve a one (1) year term.

*Past Presidents Parley*: The Past Presidents Parley Chairperson shall be a past Department President and shall serve for a one (1) year term.

*Liaison to Child Welfare Foundation*: The Liaison to The American Legion Child Welfare Foundation Committee shall be comprised of three (3) members; two (2) of whom shall be past Department Presidents and one (1) of whom shall be the Chairperson of the Children and Youth Committee. The appointed Past Department Presidents shall serve staggered two (2) year terms, one (1) of whom shall be appointed each year to a two (2) year term. One (1) Past Department President shall be appointed each year to serve as the chairperson, the Auxiliary primary liaison to The American Legion Child Welfare Foundation.

### **Special Purpose Committees**

*Advisory*: The Department President may appoint an Advisory Committee subject to ratification by the Department Executive Committee, comprised of members subject to ratification of the Department Executive Committee.

*Long Range Strategic Planning*: The Department President may appoint a Long Range Strategic Planning Committee subject to ratification by the Department Executive Committee, comprised of a chairperson, Department President, Department Vice Presidents, Department Secretary/Office Director, Past Department President, Veteran Affairs and Rehabilitation chairperson, Children and Youth chairperson and other members at the Department President's discretion, subject to ratification by the Department Executive Committee.

*Ethical Conduct*: The Department President must appoint an Ethical Conduct Committee. The committee shall be composed of three (3) members, each serving staggered three-year terms, no member serving more than two (2) consecutive terms. The Department President shall appoint annually a committee chair from among the committee members who have served at least one (1) year. It is preferred that committee members have experience in risk assessment and conducting investigations.

The purpose of the Ethical Conduct Committee is to review allegations of Code of Ethical Conduct violations by department officers, department committee members, and members of the American Legion Auxiliary Department of Oklahoma Executive Committee, regardless of voting rights, in a timely manner ensuring fundamental fairness, and make recommendations to the American Legion Auxiliary Department of Oklahoma Executive Committee.

7. Committees shall promote their programs in conjunction with corresponding American Legion commissions and committees. Purposes of committees not specified in the Standing Rules shall be assigned by the Department President or as provided in the annual action plan or other published department guides. Meetings of committees shall be approved by the Department President.

## **VII. DEPARTMENT CHAIRMEN**

1. Department Chairpersons shall not accept invitations to visit districts other than their own without permission of the Department President.
2. When a Department Chairperson is authorized by the Department President to officially represent the Department Organization at a meeting or an event, a written report must be submitted to the Department President.
3. Department Chairpersons are required to maintain records of their activities during their administrative year and share their records with their successors and the appropriate Department headquarters staff.

## **VIII. SUBSIDIARY ORGANIZATIONS**

The following organization(s) is (are) a subsidiary of the American Legion Auxiliary.

### **Department Subsidiary Organization**

1. As required by United States trademark laws and the American Legion Auxiliary Department Bylaws, all department subsidiary organizations of the American Legion Auxiliary shall be subject to regulation by action of the department governing bodies of the American Legion Auxiliary.

Subsidiary organizations are subordinate to the department and shall comply with the following legally binding rules that ensure constant and continuous control of the trademarks and trade names of the American Legion Auxiliary Department Organization.

The five (5) Rules of a subsidiary organization to a department are:

- a. All officers, directors, trustees, etc., must be confirmed by the American Legion Auxiliary Department Executive Committee.
- b. All vacancies in the subsidiary corporation must be filled in the same manner as provided in the organization's bylaws and confirmed by the Department Executive Committee.

- c. The subsidiary corporation of the department must report to the Department Executive Committee, and reports must include financial reports submitted no less frequently than monthly.
  - d. The American Legion Auxiliary Department Secretary/Office Director and Department Treasurer must be a signatory on all accounts of the subsidiary.
  - e. The American Legion Auxiliary Department Executive Committee shall approve the establishment of all subsidiary organizations and must approve the subsidiary's articles of incorporation, constitution, and bylaws, and must approve all amendments thereof.
- 2. Subsidiary organizations of the American Legion Auxiliary departments may not have dues that are higher than the department dues of the American Legion Auxiliary. Subsidiary organizations shall provide all required reports and financial statements as directed by the American Legion Auxiliary.
  - 3. An incorporated American Legion Auxiliary Girls State program is a subsidiary organization of the department and is wholly accountable to the department.

### **Unit Subsidiary Organization**

- 1. As required by United States trademark laws and the American Legion Auxiliary Department Bylaws, all unit subsidiary organizations of the American Legion Auxiliary shall be subject to regulation by action of the unit governing bodies of the American Legion Auxiliary.

Subsidiary organizations are subordinate to the unit organization and shall comply with the following legally binding rules that ensure constant and continuous control of the trademarks and trade names of the American Legion Auxiliary.

The five (5) Rules of a subsidiary organization to a unit are:

- a. All officers, directors, trustees, etc., must be confirmed by the American Legion Auxiliary unit's governing board or governing body.
- b. All vacancies in the subsidiary corporation must be filled in the same manner as provided in the organization's bylaws and confirmed by the unit's governing board or the governing body.
- c. The subsidiary corporation of the unit must report to the unit, and reports must include financial reports submitted no less frequently than monthly.
- d. The American Legion Auxiliary Department of Oklahoma Unit Treasurer must be a signatory on all accounts of the subsidiary.

- e. The American Legion Auxiliary Department of Oklahoma unit shall approve the establishment of all unit subsidiary organizations and must approve the subsidiary's Articles of Incorporation, Constitution, and Bylaws, and must approve all amendments thereto.
2. Subsidiary organizations of the American Legion Auxiliary may not have unit dues that are higher than the unit dues of the American Legion Auxiliary. Subsidiary organizations shall provide all required reports and financial statements as directed by the American Legion Auxiliary.

## **IX. DEPARTMENTS**

1. Departments of the American Legion Auxiliary are separate entities that operate independently as affiliates of the American Legion Auxiliary National Organization. Departments shall be governed by their own Department Constitution and/or Bylaws, rules and policies, which shall not conflict with the National Constitution and Bylaws, National Standing Rules, National rules, and policies. Departments may refer to the American Legion Auxiliary Department Operations Guide, the American Legion Auxiliary Girls State Program, and Operations Guide, Manual of Ceremonies and other publications of the National Organization for guidance in the conduct of their programs and the administration of the department activities.
2. Governance issues within a department not resolved by the Department Executive Committee may be appealed to the National Executive Committee. The National Executive Committee has the authority to accept or reject appeals for consideration.
3. Departments shall not charge for materials received free of charge from National Headquarters.
4. The unit has the responsibility for the discipline of its members. A member disciplined by their unit may appeal the unit's disciplinary action in writing to the Department Executive Committee. The Department Executive Committee shall review the appeal and respond, as it deems appropriate. The action of the Department Executive Committee is final. Disciplinary actions against members, including membership suspensions, are not appealable to the National Organization. All discipline must be imposed in accordance with the principles of fundamental fairness. A department may discipline a unit for failure to discipline a member.
5. It shall be the responsibility of the Department Executive Committee as directors of the department organization to determine all questions affecting the election, eligibility, conduct, and capacity of the department's officers and directors, Department Executive Committee members, and the Department's National Executive Committee members. Such matters shall be determined according to fundamental fairness and shall be specified in the department's governing documents, to include:

- a. Questions affecting the election, eligibility, conduct, and capacity of the department's officers and directors, Department Executive Committee members, and the Department's National Executive Committee members shall be submitted in writing to the Department Executive Committee.
  - b. The Department Executive Committee may designate, appoint, and authorize a subcommittee to hear, try, to make written findings of fact and recommendations regarding such matters.
  - c. The Department Executive Committee shall provide due and proper notice of any hearing and trial.
  - d. The findings of fact and recommendations of said matters shall be presented to the Department Executive Committee for its approval, rejection, or final action.
  - e. The action of the Department Executive Committee in such matters shall be final and conclusive without appeal to the National Organization.
6. A Legion Department has no authority to regulate an Auxiliary Department and vice versa.
  7. A department has the authority to establish department policies for endorsement of candidates for national offices. National Headquarters does not require endorsements and does not oversee the manner in which divisions select candidates for National Division Vice President.
  8. Names and addresses of all elected Department Officers and the Department Secretary/Office Director, Department Treasurer, whether elected or appointed, must be provided to National Headquarters no later than thirty (30) days after Department Convention.
  9. Names and complete contact information of all Department Chairs must be entered into the American Legion Auxiliary Management Information System by the department no later than the date established by National Headquarters.
  10. National Headquarters shall notify departments of all resolutions and amendments adopted at each National Convention.
  11. Since the National Constitution of the American Legion Auxiliary, and all amendments which may be made thereto, have been adopted as the ideal statement of the object and principles of this department, any part, or parts, of this Constitution which may conflict with the provision of the National Constitution or with its amendments, are hereby rendered null and void; but all other provisions contained in this Constitution shall remain in full force unless amended as provided in Article VIII hereof.



## **X. DISTRICT ORGANIZATION**

1. Each district of this department shall have a district organization of which the President and Committeeperson shall be the members of the Department Executive Committee from said district.
2. American Legion Auxiliary Department of Oklahoma districts shall elect annually a District President and one or more District Vice Presidents; and may elect or appoint a District Secretary and District Treasurer (or District Secretary/Treasurer), Chaplain, Historian, and Sergeant-at-Arms. An American Legion Auxiliary Department of Oklahoma district officer must be in good standing in their American Legion Auxiliary Department of Oklahoma unit. The outgoing District President shall automatically become the Department Executive Committeeperson.
3. The district president shall be installed at the same time as the elective officers of the department, and the other officers of the district shall automatically assume their duties at the same time and shall be installed at their first district meeting. Should any officer fail to be installed at a regular time of installation or after being installed absents themselves from two consecutive meetings, the President shall declare the office vacant.
4. In the event of a vacancy in the office of the District President, the First Vice President shall automatically become President for the remainder of the term. In the event of vacancy in the office of District First Vice President, the Second Vice President shall automatically become District First Vice President. Vacancies occurring in the offices of Second Vice President, Chaplain, Historian, Parliamentarian, or Committeeperson must be filled for the remainder of the term by appointment of the District President, by and with the advice and consent of the District Executive Committee. Vacancies in the office of the Department Executive Committeeperson representing the district may be filled from a list of Past District Presidents or Unit Presidents. The District President shall have the right to make appointments to fill such vacancies until the next meeting of the District Executive Committee.
5. Meetings of the district shall be held as soon as possible after the meeting of the Department Executive Committee, as herein set forth.
6. Each district shall establish its own Constitution and Bylaws and Standing Rules, made subject and agreeable to the Department and National Constitution, and Bylaws and Standing Rules and be governed by same.
7. Each auxiliary unit shall pay from its treasury into the treasury of the district organization such amount per capita (dues) as shall be determined by said district. Any unit failing to pay its district per capita (dues) shall forfeit its votes in the district conventions.

8. American Legion Auxiliary Department of Oklahoma District Presidents and Vice Presidents shall act under the direction of the American Legion Auxiliary Department of Oklahoma President. The American Legion Auxiliary Department of Oklahoma Executive Committee, following the principle of fundamental fairness which includes notice and an opportunity to be heard, shall have the power to remove any American Legion Auxiliary Department of Oklahoma District President or Vice President who fails to perform the duties of the office.

## **XI. UNITS**

1. Units of the American Legion Auxiliary are separate entities that operate independently as affiliates of the American Legion Auxiliary National Organization. Units shall be governed by their own unit Constitution and/or Bylaws which shall not conflict with the National Constitution and Bylaws, National Standing Rules, National rules and policies, department Constitution and Bylaws, or department rules and policies. Units may refer to the *Unit Handbook*, the *Manual of Ceremonies* and other publications of the national and department organizations for guidance in the conduct of their programs and the administration of the unit activities.
2. Units have the authority to establish annual unit dues. Annual dues collected by the unit shall include national and department, district and unit dues. Units shall remit national and department dues according to the policies adopted by the National Executive Committee and shall pay to the district the dues according to their district governing documents. Units that fail to forward national, department or district dues may be declared to not be in good standing and subject to consequences as set forth in the respective National, Department, or District Governing Documents.
3. A new member joining the American Legion Auxiliary prior to the annual National Convention must pay full current annual dues to be eligible for full membership rights, privileges, and benefits.

A new member joining after the National Convention may be given by their unit full membership rights, privileges, and benefits from the date the dues are received through December 31 of the following year.

A member who is not subject to suspension or membership revocation under fundamental fairness is eligible to transfer their membership to another unit if they have paid their membership dues to their current unit for either the current year or immediate past membership year. A member transferring to a new unit must pay current year dues to either their current unit or to the unit into which they wish to transfer.

Transfer is final upon verification of eligibility, evidence of paid membership, and acceptance of the transferee by the new unit.

Evidence of paid membership includes:

- a. American Legion Auxiliary Membership Card
  - b. Verification of membership by ALA Department or National Headquarters membership records
  - c. Other documentation verifying payment of current or immediate past year membership dues such as a cancelled check or receipt; o
  - d. When verifying documentation is not available, a sworn statement that the member's membership dues payment was tendered.
4. A member whose dues are paid up-to-date and who is not subject to suspension or membership revocation under fundamental fairness shall be considered to be in good standing and the member shall be entitled to full membership rights, privileges, and benefits in the new unit.
  5. A Legion Post has no authority to regulate a unit and vice versa.
  6. The unit has the responsibility for the discipline of its members. A member disciplined by the member's unit may appeal the unit's disciplinary action in writing to the Department Executive Committee. Disciplinary actions against members, including membership suspensions, are not appealable to the National Organization. All discipline must be imposed in accordance with the principles of fundamental fairness which includes notice and an opportunity to be heard. A department may discipline one of its units for failure to discipline a member.
  7. When a unit ceases to function or its charter has been revoked or canceled, the charter and all unit records, funds and any other assets shall be immediately forwarded to Department Headquarters, which has no obligation to assume any of the unit's debt or other obligations.
  8. A unit whose charter has been suspended, canceled, or revoked by its department without the unit's consent may appeal the department's decision to the National Executive Committee as provided in these Standing Rules.
  9. The department shall develop and implement a detailed standard operating procedure and checklist that shall be employed when a unit either voluntarily surrenders its charter or its charter is revoked or suspended. Said standard operating procedure and checklist shall be adopted by the Department Executive Committee until such time as it can be added to these Standing Rules.
  10. A valid American Legion Auxiliary Membership card shall reflect the member's current pertinent membership information and may either be:

- a. A pre-printed auxiliary membership card conveyed by a unit or department.
- b. A preprinted auxiliary membership card mailed via the United States Postal Service or couriered via a professional delivery service or delivered in person by the Unit Membership Chair or Unit President.
- c. An auxiliary membership card electronically or digitally printed from a new membership generated online or a renewed membership paid online or by phone via the American Legion Auxiliary website online membership system; an official American Legion Auxiliary membership card printed must bear the electronic signature of the National Secretary and be hand-signed by the member. An American Legion Auxiliary membership card electronically printed online as described above in Subsection 4(c) carries all of the American Legion Auxiliary rights and privileges the same as does a pre-printed stock Auxiliary membership card as described above in subsections 4(a) and 4(b).

## **XII. CHARTERS**

### **Department Charters**

1. As provided in the National Bylaws, the National Executive Committee shall charter Departments with a minimum of five hundred (500) adult members.
2. The National Executive Committee after notice and hearing may suspend, cancel, or revoke the charter of a department for any good and sufficient cause to it appearing. The National Executive Committee may designate, appoint, and authorize a subcommittee to hear, try, and make written findings of fact and recommendations regarding the suspension, cancellation, or revocation of the charter of any American Legion Auxiliary Department after said department shall have received due and proper notice of said hearing and trial. The subcommittee shall present its written findings and recommendations to the National Executive Committee for its approval or rejection. All suspensions and revocations must be imposed in accordance with the principles of fundamental fairness. The action of the National Executive Committee upon such findings and recommendations shall be final.
3. The hearing and trial of any cause involving the cancellation, suspension, or revocation of the charter of a department of the American Legion Auxiliary shall be had and held under rules of procedure to be adopted by the National Executive Committee.

## **Unit Charters**

1. A properly executed unit charter application shall include typewritten names of at least ten (10) new or current Senior members and be accompanied by the per capita (due) for each member, plus the unit charter fee. Application for a unit charter shall be signed by the Department President and the Commander or Adjutant of The American Legion post to which the unit is attached.
2. Department charter fees should be in proportion to the current charter fee as established by National Headquarters. There shall be no charter fee for a Department Headquarters unit.
3. Departments must develop procedures to consider disciplinary action against one of its units. Any actions to be imposed against the unit must be in accordance with the principle of fundamental fairness, which includes notice and the opportunity to be heard. The Department shall permanently keep a record of all disciplinary actions, communications, or meetings.
4. Units may be placed on probation for a period not to exceed one (1) year.
5. A unit whose charter has been canceled by its Department Executive Committee without its consent may appeal the department's action to the National Executive Committee within sixty (60) days of receipt of notice of the department's action. Notice shall be given by United States postage prepaid certified mail return receipt requested.
6. The general process by which a unit may appeal the decision of its Department Executive Committee to suspend, cancel, or revoke its charter shall be:
  - a. The unit shall provide written notice of the appeal to the National Secretary within sixty (60) days of the unit's receipt of notice of the action by the department.
  - b. The unit shall provide the written appeal with supporting documentation to the National Secretary and provide a copy of the written notice and appeal with supporting documentation to both the Department President and the Department Secretary/Office Director.
  - c. The National Secretary shall notify the National President of the appeal.
  - d. The department, upon notification of the unit's appeal, shall provide a written copy of its actions regarding the suspension, cancellation, or revocation, of the unit's charter to both the National President and National Secretary and a full copy of the file of the department's proceedings.

- e. The National President, as presiding officer of the National Executive Committee, shall appoint a special subcommittee of three (3) to five (5) members of the National Executive Committee to review the appeal.
  - f. The National President shall present the appeal at the next meeting of the National Executive Committee that allows for proper due notice and review of the appeal.
  - g. The special subcommittee shall meet at least one day prior to the meeting of the National Executive Committee at which the National President will present the unit's charter appeal. The special subcommittee shall review the appeal and recommend to the National Executive Committee action(s) to be taken thereon.
  - h. The National Executive Committee shall act on an appeal as provided in the following section.
7. It shall be the responsibility of the National Executive Committee to hear and act on an appeal duly presented from a unit whose charter has been suspended, canceled, or revoked by the Department Executive Committee without the unit's consent. The National Executive Committee after notice may conduct a hearing. The National Executive Committee may approve, reject, or take other action regarding the suspension, cancellation, or revocation of the unit's charter for any and sufficient cause to it appearing.

The special subcommittee appointed by the National President to review the appeal shall make written findings of fact and recommendations to the National Executive Committee regarding the suspension, cancellation, or revocation of the charter of any American Legion Auxiliary unit.

The special subcommittee shall notify the unit and the department of the day it will report to the National Executive Committee.

The National Executive Committee may approve, reject, or take other action on the appeal. The action of the National Executive Committee upon such findings, and recommendations shall be final.

### **XIII. DUES AND ASSESSMENTS**

- 1. Per capita (dues) for national, department, district and unit shall be assessed for both senior and junior members in this manner:
  - a. The total per capita senior and junior (dues) shall be submitted to the member's unit by each member, or on behalf of each member.
  - b. The total per capita dues for each Member, whether Senior or Junior may consist of:

- i. National per capita (dues) as determined by the National American Legion Auxiliary. The national per capita (dues) is determined by the National Convention Body and may change from year to year.
- ii. Department per capita (dues) as determined by the American Legion Auxiliary Committee and may change from year to year.
- iii. District per capita (dues) as determined by each district by a vote taken at a district meeting and may change from year to year. Districts are responsible for notifying members of the district what the per capita(dues), if any, and where to submit payment.
- iv. Unit per capita (dues) as determined by each unit by a vote taken at a unit meeting and may change from year to year.

Even if there are no changes to the per capita (dues) amount, units are annually required to notify department of the total amount of unit dues, district dues, department dues, and national dues that its members are required to submit to the Unit Membership Chair. That information enables national to print membership cards that are available at the Department Convention, and the renewal notices that are sent to members each year.

Units that fail to submit this required membership dues information to department before the announced deadline, or that later decide the need to amend their dues shall be assessed a fee to make a change, plus, the renewal notices mailed to members may not reflect the change(s) made.

When a Unit Membership Chair receives membership payments, transmittal reports are prepared. A check for the total of national and department dues, along with the transmittal notice, is submitted to the department headquarters. A check covering the district's portion of the dues received is to be mailed to the designated District Treasurer.

Membership dues are to be submitted to districts and the department in a timely manner, but at least once a month. Units that fail to forward district, department and national dues in a timely manner place themselves in legal peril and great liability.

2. The National per capita dues shall be eighteen dollars (\$18.00) per annum for Senior Members beginning in Dues Year 2024.

National Junior dues remain at two dollars and fifty cents (\$2.50) for Dues Year 2024.

The per capita (dues) for Senior Members shall include a complimentary subscription to the American Legion Auxiliary National Auxiliary National

magazine. Each department shall remit the national per capita dues promptly to the National Treasurer at least monthly.

3. The American Legion Auxiliary Department of Oklahoma Senior Member per capita (dues) shall increase five dollars (\$5.00) to fourteen dollars (\$14.00) for the dues Year 2024.
4. As provided in the Department Bylaws, modification of the Department per capita dues for Senior and Junior Members shall require a two-thirds (2/3) vote in the affirmative by the Department Convention delegates.
5. Dues shall be payable annually for the succeeding calendar year or may be paid for life via a Paid Up for Life (PUFL) membership.
6. A member failing to pay such annual dues by January 31 of the current membership year shall be delinquent and suspended from membership privileges. A member deemed delinquent for failing to pay dues by December 31 of the current membership year shall be classified as expired. Such expired member may rejoin as an active member under members' original join date without interruption of continuous years of membership and membership privileges reinstated, by payment of all past dues.

A member deemed expired for failing to pay dues by December 31 of the current membership year may rejoin, with a new join date, at any time in the future by re-establishing eligibility and making application as a new member.

Member applications and member reinstatements may also require unit action if a unit's governing documents so state.

7. As provided in the Department Bylaws, the Department Executive Committee, by a two-thirds (2/3) vote in the affirmative, may levy per capita assessment.
8. In order to allow departments adequate time to process end of year dues payments, the second dues renewal notice shall be postmarked no later than February 1.

#### **XIV. JUNIOR MEMBERS**

1. Any Junior elected to serve as an honorary Junior officer must be paying dues as a Junior member for the membership year in which they are installed.
2. Honorary Department Junior Offices carry courtesy titles bestowed by the American Legion Auxiliary, and the position of Honorary Junior Department of Oklahoma President or any other honorary Junior officer elected Departmentally or by a district of The American Legion - 43 - any formal recognition and with no official or formal duties, and shall not include traveling as a representative of the Department of Oklahoma American Legion



Auxiliary or conducting fundraising for Junior election campaigns or related activities benefitting an honorary Junior Department officer or candidate.

3. Honorary District Junior presidents may be elected at a District Junior meeting to serve the ensuing year.

## **XV. MEETINGS**

1. As provided in Bylaws Article XI, the American Legion Auxiliary Department of Oklahoma has authorized the use of alternative methods and technology to hold meetings and conduct business. *Robert's Rules of Order Newly Revised 12<sup>th</sup> Edition*, Section 9:32, advises that whenever electronic meetings are authorized, it is advisable to adopt additional rules pertaining to the conduct of such meetings.

Traditionally, business decisions are made by the Annual Convention Body, however, between Conventions, the Department Executive Committee is authorized to make decisions. There are also situations that require a committee to meet. As experienced in 2020, there could be unsurmountable situations beyond the control of anyone that prevents in-person meetings making the ability to conduct business through virtual technology necessary or it could be a matter of operational efficiency that would necessitate the use of virtual meetings.

2. Establish the type of virtual meeting.
  - a. Determine who needs to be present at the meeting.
  - b. Determine how quickly the meeting needs to be held.
  - c. Determine which type of meeting and/or technology best meets the needs of the meeting and its participants.
  - d. Set the date, time, and how the meeting will be conducted.
3. Set up the meeting and notify participants.
  - a. The Department Secretary/Office Director, or in the case of a Committee, the Committee Chair, shall send an e-mail to every person invited to the meeting.
  - b. The notification should be sent thirty (30) days prior to the meeting unless it is a dire emergency. In the event of a dire emergency, the e-mail should give as much notice as possible and followed up with a phone call to make sure everyone received notice.
  - c. The notice should contain the following information:

- i. The date and time of the meeting.
  - ii. The physical location of the meeting if a physical location is being utilized.
  - iii. The URL and codes necessary to connect to the internet meeting.
  - iv. As an alternative and backup to the audio connection included with the internet service, the phone number, and access codes the member needs to participate aurally by telephone.
  - v. A copy of, or a link to, these rules shall be included.
- d. Log-in-time. The Secretary/Office Director or Committee Chair shall schedule the internet meeting service availability to begin at least fifteen (15) minutes before the start of each meeting.
- e. Signing In or Out. Members shall identify themselves as required to sign into the internet meeting service, shall maintain internet and audio access throughout the meeting whenever present, but shall sign out upon any departure from the meeting before adjournment.
- f. Quorum Calls. The presence of a quorum shall be established by audible roll call at the beginning of the meeting. Thereafter, the continued presence of a quorum shall be determined by the online list of participating members. As established in these Constitution and Bylaws, a quorum shall be the number of members present at a meeting since they represent the membership at that time.
- g. Technical Requirements and Malfunctions. Each member is responsible for their own equipment, audio, and internet connections; no action shall be invalid on the grounds that the loss of, or poor quality of, a member's individual connection prevented participation in the meeting.
- h. Forced Disconnection. The Chair may cause or direct the disconnection or muting of a member's connection if it is causing undue interference with the meeting. The Chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.
- i. Assignment of the Floor. To seek recognition by the Chair, a member shall follow the internet meeting service's procedure to ask for the floor. Upon assigning the floor to a member, the Chair shall clear the online queue of members who had been seeking recognition. To claim preference in recognition, another member who has been seeking recognition may promptly seek recognition again, and the Chair shall recognize the member for the limited purpose of determining whether that member is entitled to preference in recognition.

- j. Interrupting a Member. A member who intends to make a motion or request that under the rules may interrupt a speaker shall use the feature provided by the internet meeting service for so indicating and shall thereafter wait a reasonable time for the Chair's instructions before attempting to interrupt the speaker by voice.
  - k. Motions in Writing. A member intending to make a main motion, to offer an amendment or to propose instructions to a committee, shall, before or after being recognized, post the motion in writing to the online area designated by the Secretary/Office Director or designated Recording Secretary or their assistants, for the meeting proceeded by the members name, office or unit number and city/town of the unit. There shall also be a number displayed corresponding to the number of written motions the member so far posted during the meeting (e.g., SMITH 3; FRANCES JONES 2). Use of the online area designated by the Secretary/Office Director or designated Recording Secretary or their assistants, for this purpose, shall be restricted to posting the text of intended motions.
  - l. Display of Motions: The Secretary/Office Director or designated Recording Secretary or their assistants, shall designate an online area exclusively for the display of immediately pending question and other relevant pending questions (such as the main motion or the pertinent part of the main motion when an amendment to it is immediately pending); and, to the extent feasible, the Secretary/Office Director, or any assistants appointed by them for this purpose, shall cause such questions or any other documents that are currently before the meeting for action or information, to be displayed therein until disposed of.
  - m. Voting. Votes shall be taken by the anonymous voting feature of the internet meeting service, unless a different method is ordered by the Department Executive Committee, or the Committee holding the meeting, or that is required by the rules. When required or ordered, other permissible methods of voting are by electronic roll call or by audible roll call. The Chair's announcement of the voting result shall include the number of members voting on each side of the question and the number, if any, who explicitly respond to acknowledge their presence without casting a vote. Business may also be conducted by unanimous consent.
  - n. Video Display. The Chair, the Secretary/Office Director, the designated Recording Secretary or their assistants shall cause a video of the Chair to be displayed throughout the meeting and shall also cause display of the video of the member currently recognized to speak or report.
4. Rules for telephone or speakerphone meetings with or without internet support.

- a. The Department Secretary/Office Director or in the case of a Committee, the Committee Chair, shall send an e-mail to every person invited to the meeting.
- b. The notification should be sent out at least thirty (30) days prior to the meeting unless it is a dire emergency. In the event of a dire emergency, e-mail should be followed up with a phone call to make sure everyone received notice.
- c. The notice should contain the following information:
  - i. The date and time of the meeting.
  - ii. The physical location of the meeting if a physical location is needed.
  - iii. The URL and codes necessary to connect to the internet meeting service.
  - iv. As an alternative and backup to the audio connection included with the internet service the phone number and access codes the member needs to participate aurally by telephone.
  - v. A copy of or a link to these rules shall be included.
- d. Call-In Time. The Secretary/Office Director or the Committee Chair shall schedule a telephone conference call, using a free service that provides each user a unique access code, to begin fifteen (15) minutes before the start of each meeting. The Secretary/Office Director shall also establish accounts with a free online survey tool that supports anonymous surveys, and with a free file-hosting service.
- e. Technical Requirement. For the purpose of electronic ballot voting and file sharing, members shall maintain internet access during the meeting.
- f. Arrival Announcements. Members shall announce themselves at the first opportunity after joining the telephone conference call. Such a demand may be made following the departure of a member. As stated in these Constitution and Bylaws, a quorum shall be the number of members present at the meeting since they represent the membership at that time.
- g. Departure Announcements. Members who leave the telephone conference call before adjournment shall announce their departure but may not interrupt a speaker to do so.
- h. Quorum Calls. The presence of a quorum shall be established by a roll call at the beginning of the meeting and on the demand of any member. Such a demand may be made following the departure of a member. As stated in these Constitution and Bylaws, a quorum shall be the number of

members present at the meeting since they represent the membership at that time.

- i. Obtaining Floor. To seek recognition by the Chair, a member shall address the Chair and state their name, unit number and town in which the unit is located.
  - j. Motions Submitted in Writing. Members may submit motions to the Chair in writing by uploading them to the file-hosting service and notifying the Chair of the URL or download link needed to access the file.
  - k. Voting. All Votes shall be taken by roll call unless required under the rules or ordered by the Committee to be taken by ballot. When a vote is taken by roll call, only the number of votes on each side and the number of members present but not voting shall be entered in the minutes, unless the committee requests a fully recorded roll-call vote. Ballot votes shall be taken electronically, as follows:
    - i. The Secretary/Office Director or the designated Recording Secretary and their assistants shall post the questions using the online survey tool.
    - ii. Additional information shall be provided upon a member's request.
    - iii. The Chair shall notify the members that the polls are open, providing any additional information that members need to cast their votes online.
    - iv. The polls shall be closed not less than two (2) minutes after they have been opened by the Chair. Business may also be conducted by unanimous consent.
  - l. Technical Malfunctions. Each member is responsible for their own connection to the telephone conference call and to the internet; no action shall be invalidated on the grounds that the loss of or poor quality of a member's individual connection prevented participation in the meeting.
  - m. Forced Disconnections. The Chair may order the Secretary/Office Director or the designated Recording Secretary or their assistants to disconnect or mute a member's connection if it is causing undue interference with the telephone conference call. The Chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.
5. Some members participate by phone in an otherwise face-to-face meeting.

- a. The Department Secretary/Office Director, or in the case of a Committee, the Committee Chair, shall send an e-mail to every person invited to the meeting.
- b. The notification should be sent at least thirty (30) days prior to the meeting unless it is a dire emergency. In the event of a dire emergency, the e-mail should be followed up with a phone call to make sure everyone received the notice.
- c. The notice should contain the following information:
  - i. The date and time of the meeting.
  - ii. The physical location of the meeting if a physical location is needed.
  - iii. The URL and codes necessary to connect to the internet meeting service.
  - iv. As an alternative backup to the audio connection included with the internet service, the phone number and access codes the member needs to participate aurally by telephone.
  - v. A copy of, or a link to, these rules shall be included.
- d. Call in Time: The Secretary/Office Director or the Committee Chair shall schedule a telephone conference call, using equipment provided by a free service, to begin fifteen (15) minutes before the start of the meeting.
- e. Meeting Room Equipment: The American Legion Auxiliary Department of Oklahoma shall provide a speakerphone at each meeting, which the Secretary/Office Director or the Recording Secretary or their assistants shall connect to the telephone conference call at least five (5) minutes before the start of the meeting.
- f. Location of the Chair: The Chair of the meeting must be present in the meeting room.
- g. Arrival Announcements: Members who participate in the meeting by phone shall announce themselves at the first opportunity after joining the telephone conference call but may not interrupt the speaker to do so.
- h. Departure Announcements: Members who leave the telephone conference call or the meeting room before adjournment shall announce their departure but may not interrupt a speaker to do so.
- i. Quorum Calls: The presence of a quorum shall be established by roll call at the beginning of the meeting and on the demand of any member. Such a demand may be made following the departure of any member. As stated

in these Constitution and Bylaws, a quorum shall consist of the number of members present since they represent the entire membership at that time.

- j. Obtaining the Floor: To seek recognition by the Chair, a member shall address the Chair and state their name, unit number and town in which their unit is located.
- k. Motions Submitted in Writing: Members who participate in the meeting by phone may not submit motions in writing during the meeting but are entitled to make motions orally. Members may, however, submit motions in writing by sending them at least twenty-four (24) hours before the meeting to the Secretary/Office Director or the Committee Chair who shall send any such pre-submitted motions by e-mail to all members in advance of the meeting and shall provide copies to the members present in person at the meeting.
- l. Voting Methods. All Votes shall be taken by roll call. Unless the Body orders a fully Recorded roll call vote, only the number of votes on each side and the number of members present but not voting (including members participating by phone) shall be entered into the minutes. Business may also be conducted by unanimous consent.
- m. Loss of Meeting Room Connections. Any business transacted while the meeting room speakerphone is disconnected from the telephone conference call is null and void, except that the members present in the meeting room at such a time may take those actions that are in order in the absence of a quorum.
- n. Other Technical Malfunctions and Requirements. Each member is responsible for their own connection to the telephone conference call. No action shall be invalidated on the grounds that the loss of, or poor quality of, a member's individual connection prevented participation in the meeting.
- o. Forced Disconnections. The Chair may order the Secretary/Office Director or the Recording Secretary or their assistants to disconnect or mute a member's connection if it is causing undue interference with the telephone conference call. The Chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.

## **XVI. RECORDS**

American Legion Auxiliary records and assets, at all levels of the organization, are the property of the American Legion Auxiliary, not to any one individual. Therefore, whenever there is a change in officers or chairs of committees, the out-going officer or chair shall surrender all Auxiliary records and assets to their successor as soon as possible, but not more than two (2) months' time. Should there be

extenuating circumstances that make this timeframe impossible, close communication between both out-going and in-coming officers/chairs is highly recommended to avoid conflict.

These Constitution, Bylaws and Standing Rules were adopted by vote of the American Legion Auxiliary Department of Oklahoma Convention Body held in Oklahoma City, Oklahoma, July 19-21, 2024.

Date Adopted: July 21, 2024

**Melissa K. Greene**

Melissa K. Greene, 2024 President  
Chair  
American Legion Auxiliary Dept. of Oklahoma  
Bylaws

**Patsy S. Chinn**

Patsy S. Chinn, 2024  
Department Constitution and



**POLICIES**  
**OF THE**  
**AMERICAN LEGION AUXILIARY**  
**DEPARTMENT OF OKLAHOMA**

# **American Legion Auxiliary DEPARTMENT OF OKLAHOMA POLICY Ethical Conduct Review Policy**

**Reviewed by:** Ethical Conduct Committee

**Reviewed On:** 12/14/2023

**Approving Body:** Department Executive Committee

**Date Approved:** 01/27/2024

**Next Review Date:**

## **Policy Statement**

It is the policy of the American Legion Auxiliary (ALA) Department of Oklahoma, to investigate allegations of violations by department leadership of the Code of Ethical Conduct in a timely manner ensuring fundamental fairness.

## **Policy**

American Legion Auxiliary Department of Oklahoma Executive Committee (DEC) members are expected to uphold and follow the governing documents of the National ALA and the ALA Department of Oklahoma, including their Constitution, Bylaws, and Standing Rules as well as all national and department policies and procedures. Conduct that is a violation of these governing documents or detrimental to the best interests of the organization may be referred to the Ethical Conduct Committee for review. The Code of Ethical Conduct lists considerations for possible Code violations. Following are examples of types of violations:

1. Violating bylaws, standing rules, or other policies or procedures including but not limited to the Conflict of Interest Policy or Whistleblower Protection Policy; violations of federal, state, or local laws that result in a conviction; or conduct that presents potential liability risk, reputational risk, or hinders the mission of the ALA National or Department of Oklahoma Organizations;
2. Falsifying documents; conviction of offenses related to fraud or embezzlement;
3. Repeated pattern of violations.

## **Receiving and Evaluating a Complaint**

1. The written complaint will be forwarded to the Ethical Conduct Committee or to the ALA Department of Oklahoma President if it involves a member of the committee.
2. The Committee Chair or Department President will promptly acknowledge receipt of the complaint and forward it to the remaining committee members.
3. The members of the Ethical Conduct Committee will select a point of contact to lead the review of the complaint. The committee will evaluate the complaint and make a determination within fourteen (14) days of receipt of the complaint as to whether the allegation, if true, would be a violation of the Code of Ethical Conduct. That determination may require additional contact with the complainant.

4. During this initial evaluation, the Committee must also decide:
  - a. whether any conflict of interest exists or if the allegation requires an investigation by law enforcement or subject matter expert such as an attorney or external auditor;
  - b. whether to recommend that the DEC implement an immediate leave of absence from department committees and/or department activities pending outcome of an investigation for any suspected violation which would be considered worthy of a recommendation to the member's unit for expulsion from membership. If a leave of absence from department committees and/or department activities is recommended, the Ethical Conduct Committee may also recommend that the DEC issue recommendations to the respective district and unit to suspend the member from activities. District or unit bylaws would need to have a provision for suspending a member.
5. If the violation as alleged would not constitute a violation of the Code of Ethical Conduct, then the complaint will be logged and the complainant will be sent a notification letter that no further action will be taken.
6. If the violation as alleged would constitute a violation of the Code of Ethical Conduct, notice of the complaint will be sent via certified mail to the alleged violator who will be given two (2) weeks from the date of receipt to respond. If the alleged violator takes responsibility for the alleged violation, the Ethical Conduct Committee may proceed to Step 12.
7. If the allegation requires additional investigation, that investigation will commence.

#### **Investigation Process**

8. The investigation should be conducted with as much due speed as possible while allowing for proper investigation, with a report completed by the Ethical Conduct Committee within sixty (60) days if possible. Resignation from membership does not prevent the investigation from proceeding if in the best interest of the organization.
9. The Committee shall then begin to collect all preliminary evidence:
  - a. Witness contact information
  - b. Examples of relevant physical evidence (if available and authorized by any party involved)
    - i. Photographs or video footage
    - ii. Financial records
    - iii. Police reports
    - iv. Incident reports
    - v. Court documents
  - c. Witness Statements – identify whether the witness is a complainant's witness, alleged violator's witness, or neutral/independent.

- i. Witnesses will be contacted by phone, then email, then in writing by tracked mail but not requiring a signature. Failure of witnesses to provide statements within two (2) weeks of initial contact may prevent progress in an investigation.
  - ii. The Committee will be considerate of time differences when conducting interviews virtually.
  - iii. The first preference is a recorded Zoom (video) conference or phone call with the permission of the witness. If not, notes will be taken.
  - iv. Group interviews should not be conducted.
  - v. Witness statements may be challenged based upon the available evidence.
- 10. Requesting additional information from the alleged violator:
  - a. The Ethical Conduct Committee reserves the right to request an interview.
  - b. Participation in the investigation is voluntary; however, failure to cooperate fully and truthfully may be its own violation of the Code of Ethical Conduct.
  - c. The alleged violator will be allowed to submit written evidence or provide witness contact information to the Ethical Conduct Committee.
- 11. Authentication – where evidence is being supplied by a party involved in the investigation, that evidence must be authenticated by time stamp, etc. Attempts at obtaining physical evidence should be initiated by the Ethical Conduct Committee point of contact and should be fully documented if available.
- 12. Once all evidence and statements have been gathered, a member of the Ethical Conduct Committee shall then be responsible for drafting a report documenting their findings, which shall then be reviewed by the whole Ethical Conduct Committee prior to becoming final.

### **Review and Recommendation Process**

- 1. The Ethical Conduct Committee will review the report and will determine and make written recommendations to the DEC via the Department President within fourteen (14) days of receipt of the report.
- 2. Findings and recommended response levels will be based on an assessment of all relevant factors. Depending on the severity of the conduct violation, the Ethical Conduct Committee may, in its discretion, skip steps in its recommended response levels. Egregious violations may warrant a recommendation of immediate termination of service on the DEC. The Ethical Conduct Committee will propose recommendations to the DEC, which may include but are not limited to the following examples:
  - a. Verbal counseling (documented for tracking purposes)
  - b. Written or verbal apology

- c. Written or verbal censure from the DEC
  - d. Probation with corrective terms that encourage restorative justice, for example, additional training
  - e. Suspension from participation in or exercising voting rights on department committees and/or department activities for a defined period of time in compliance with applicable state laws
  - f. Termination of DEC membership, department appointment, and/or department elected position as applicable. Once terminated for cause from the DEC, the member is ineligible to hold future positions of department leadership
  - g. Recommendation to unit for expulsion/termination of membership<sup>2</sup>
3. Upon receipt of the report of the Ethical Conduct Committee, the Department President will call a special meeting of the DEC to be held within two (2) weeks in executive session to vote on the recommendations of the committee. A majority vote is required for adopting options “a” through “d”; a two-thirds (2/3) vote is required to adopt options “e” through “g”.
4. The Department of Oklahoma Secretary shall notify the complainant, the alleged violator, and the Ethical Conduct Committee of the determination of the DEC, as well as make any notifications of recommendations to the district or unit.

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<sup>2</sup> The Committee may recommend to the DEC that options “f” and “g” be implemented simultaneously.