

BYLAWS
MPLS-RICHFIELD AMERICAN LEGION POST 435

ARTICLE I - NAME

The name of this organization shall be the Minneapolis-Richfield Post 435, The American Legion, Department of Minnesota. (A Minnesota Non-Profit Corporation)

ARTICLE II – NATURE

Section 1

This Post is a civilian organization and membership therein does not affect or increase ability for military or police service.

Section 2

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

Section 3

Rank does not exist in the American Legion; no member shall be addressed by their military or naval title in any meeting of the Post.

Section 4

The governing body of this Post is the general membership. In the absence of specifically delegated responsibilities, all decisions by general membership will prevail.

Section 5

There shall be an Executive Committee and a Finance Committee.

Section 6

State Lawful Gambling Rules & Statutes take precedence over all Bylaws & rules as applicable.

ARTICLE III - MEMBERSHIP

Section 1

Eligibility for membership in this Post shall be as prescribed by the National Constitution of the American Legion.

Section 2

1. Application for new membership shall be made in writing and must be accompanied by the amount of the annual Post dues and proof of eligibility (DD Form 214 or equivalent).
2. The receipt shall be a provisional card entitling the applicant to use the Post facilities.
3. All applications for new membership shall be acted upon at the next Executive Committee meeting following the making of each application and shall at such meeting be accepted or rejected.
4. If the majority of membership of the executive Committee present at such meeting vote against the acceptance of such application, then such application shall be recorded as rejected and dues refunded.
5. A rejected application shall not again be considered until after the expiration of months from date of rejection.

Section 3

Applications accepted by the Executive Committee shall be recorded as such, but no membership card shall be issued until the membership committee has found that the applicant is duly qualified.

Section 4

Any member of this Post may be expelled for cause after charges are **preferred** in writing, and a fair trial is held, pursuant the Constitution and Bylaws of the Department of Minnesota American Legion.

Section 5

Any member who has been expelled or suspended from this Post for any cause may be reinstated to membership by a two-thirds vote of the general membership present at the Post meeting, at which reinstatement has been requested, and payment of current dues for the year in which reinstatement occurs.

Section 6

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

Section 7

1. A member whose dues have been paid by January first for the current year shall be classified as delinquent, if not paid before February first, their membership shall lapse and they shall be suspended from all privileges.
2. A member so suspended, or whose membership has so lapsed, may be reinstated within that year by payment of full dues for the year.
3. Former members who have been unable to pay dues because of active military service will automatically be reinstated as of the year payment of dues is made.

Section 8

The dues of a member shall be paid for the current calendar year in order for the member to be entitled to the use of club facilities.

Section 9

1. The privilege of use of the club facilities may be revoked or suspended for any reason deemed detrimental to the interests of the Post. This shall include, but not be limited to, excessive intoxication or disruptive behavior, physical, verbal or sexual harassment or conduct unbecoming to members or their guests, violation of any Bylaws or Standing Rules upon notice that there is a violation of such laws.
2. The Commander and the Vice Commanders, the Finance Officer, the Club Manager, Door persons and Bartenders have the responsibility of obtaining the eviction from the Club and Post facilities any person who, in their judgment, is violating any of the above.
3. Any member evicted from the Club or Post facilities shall be subject to disciplinary action or may be restored to good standing in accordance with the then current Standing Rules.

Section 10

1. All committees and supervisors concerned with Post employees shall favor for employment, veterans over non-veterans of equal qualifications.
2. An elected officer of the Post, members of the Executive Committee, their spouses, children, parents or in-laws shall not be a paid employee of the Post. Lawful Gambling and other games or special events workers are excluded.

ARTICLE IV – SEARCH AND NOMINATING COMMITTEE, NOMINATIONS

Section 1

1. There shall be a Search and Nominating Committee consisting of five members composed of the most recent Past Commander after the June installation of officers and four member elected by the Post members. Two members shall be elected for a two year term and two members for a one year term. Thereafter, two members shall be elected for a two year term.
2. The most recent available Past Commander shall convene the “new” committee within forty-five days after the installation of Post officers and shall preside for their election of officers, but shall not be elected their chairman.
3. Three members shall constitute a quorum and three affirmative votes shall be required to nominate a candidate.
4. The Post Adjutant, if not an elected member of the committee, shall be a sixth member without vote. He shall rule on the eligibility of candidates.

Section 2

The search and nominating committee shall:

1. Seek out interested members interested in participating in Post activities.
2. Establish a file showing the skills and interests of members who may be called on for advice or work for the Post.

3. Observe Post activities during the year.
4. Nominate and recommend one member only, after securing the consent of the nominee, for each position to be filled by election by the members as listed in Article V, Section 1, and also members of the Minneapolis-Richfield Post 435 Holding Corporation.
5. Recommend candidates for appointment by the Commander or a Vice Commander to the offices and Committees authorized in these Bylaws.

Section 3

1. The Committee shall announce its nominations for the regular election in April at the Post General Membership in February.
2. Additional Nominations may be made from the floor at the February and March meetings, provided the nominee gives verbal consent if present, or written consent if not present, but no nomination shall be accepted after the March membership meeting.
3. No member shall be nominated for more than one office except members of the Minneapolis-Richfield Post No, 435 Holding Corporation who may also run for any Post office.
4. Nominations for special elections shall be made only at the regular general membership meeting prior to the meeting at which the election is to be held, but subject to the consent of the nominee as in (2) above.
5. Names of all nominees, the office for which nominated and the date of the election shall be published in the next Post 435 Legion news prior to the election.
6. Where there are contests, brief outlines of qualifications may also be included, but space allowed each candidate shall be equal and may be limited at the discretion of the editor.

Section 4

1. Any candidate desiring to be considered by the search and nominating Committee for any elective office or Committee in this Post will be asked to provide a written resume.
2. Every candidate must present "proof" i.e. (DD Form 214 or equivalent) of being eligible to join the American Legion to the Adjutant before or at the interview. If he/she runs off the floor he/she must present their proof to the Adjutant before their nomination is accepted and duly recorded in the minutes of the general membership meeting.

ARTICLE V – ELECTIONS, INSTALLATIONS, REMOVAL & VACANCIES

Section 1

1. Election of the Post Officers, elected members of the Executive Committee, and the Search and Nominating Committee, the Holding Corporation, and required number of convention delegates and alternates shall be held the day of the regular membership meeting of the Post in April.
2. The following shall be ex-officio convention delegates with vote:
 - a. All elected Post Officers and members of the executive committee and the Search and Nominating Committee.
 - b. All members of the Minneapolis-Richfield Post 435 Holding Corporation at the time of the April election who are not ex-officio delegates.
 - c. Post 435 members who, at the time of the April election hold elective office in the District, Department, or National American Legion, and are not otherwise ex-officio delegates.
3. Newly elected officers shall be installed the week preceding the regular June membership meeting of the Post, at which the newly elected officers shall preside.
4. In the interim between election and installation, the newly elected officers and members of the Executive Committee shall familiarize themselves with the duties of their offices.

Section 2

1. Voting at the Post election shall be by secret ballot. The polls shall open on the April election day as set forth in the standing rules. The election Committee shall insure that only eligible members are allowed to vote, that duplication in voting is prevented, that there be no preliminary counting before the polls are closed. The hours for voting and publicity to encourage voting shall appear in the Post 435 Legion News.
2. For Post offices, the candidates receiving the highest number of votes shall be elected.
3. With the exception of delegates and alternates, a tallied vote on all elections shall be reported during the membership meeting on election night.

4. A tie vote shall be decided by a second vote at the general membership meeting.

Section 3

1. Any officer or elected or appointed committee member may be removed from office or committee membership by two-thirds vote of the Post membership attending the meeting for which notice of this pending action has been posted or scheduled.
2. No removal proceedings shall be taken by the Post until seven days after mailing of written notice, return receipt requested, from the Adjutant to the last known address of the person(s) sought to be removed. If unable to obtain a receipt for such written notice, this requirement shall be waived after fourteen days.
3. Persons subject to removal shall be allowed a hearing before the Post General Membership.
4. Action to remove any person(s) may be initiated either by:
 - a. A signed petition by fifty members in good standing in Post 435. Said petition must be delivered to the Post Adjutant who shall verify its authenticity and deliver to the Commander or the most senior available Vice Commander, if the Commander is unavailable, or is the one whose removal is being sought, for proceedings in accordance with these Bylaws, or
 - b. A vote for this action by at least two thirds of the members of the Executive Committee, which shall be certified by the Adjutant and delivered as in (1) above.
5. While in action remove from office is pending, the person(s) sought to be removed shall be suspended from all duties pertaining to that office.

Section 4

1. Vacancies in the office of the Commander or a Vice Commander shall progressively advance the Vice Commanders from the lesser to the higher office vacated.
2. A vacancy for the office of Second Vice-Commander or Finance Officer shall be filled by special election of the general membership.
3. Vacancies or temporary absence in the immediate Post Commander's position on the Executive Committee shall be filled by the most recent available Past Commander.
4. Vacancies in the elected membership of the Executive Committee and the Search and Nominating Committee, occurring during the first eight months of a two year term, shall be filled by special election by the general membership for the remainder of the term.
5. All other vacancies in the elected membership of these committees shall be filled by election by the remaining members of the committee.
6. Before filling such vacancies, the Executive Committee shall consult the Search and Nominating Committee for recommendation of suitable candidates.
7. Selections to fill vacancies on the Search and Nominating Committee by the remaining members shall require approval of the Executive Committee.

Section 5

1. Every Member of the Post in good standing shall be eligible to hold elective office or elective committee membership in the Post provided, however, that the candidates for Commander or Vice Commander must have served one year on the Executive Committee. Candidates for Finance Officer must have served one year on either the Executive Committee or the Finance Committee, at the time of Installation. The Executive Committee may, by a two-thirds vote, waive either requirement, provided, that any candidate is not excluded from holding office by Article III, Section 11 of these By-Laws.
2. Delegates from this Post to be eligible for endorsement by the Post as a candidate for delegate to the National Convention must have attended at least 50% of the Post General Membership Meetings and 50% of the Legion's Fifth District meetings.

Section 6

1. Delegates elected and ex-officio at the April election shall assume office after the District Convention the following summer. Delegates elected and ex-officio the previous year will be delegates to the Department Convention following the installation of New Post Officers.
2. The Immediate Post Commander (IPC), if a delegate and present, shall be Chairman of the Post Delegation. If the IPC is not a delegate or is not present, the Chairman shall be the most recent Past Commander, who is a present delegate.

3. The newly elected Post Commander (PC), if available, shall be sent to the National American Legion Convention.
4. Expenses of the PC, or an Alternate, for travel, lodging or per diem allowances at the National Convention shall be determined by the Executive Committee.

ARTICLE VI – OFFICERS AND THEIR DUTIES

Section 1

1. The Elected Officers of the Post shall be the Commander, the First Vice-Commander, the Second Vice-Commander and the Finance Officer.
2. The Commander shall appoint an Adjutant, Chaplain, Service Officer, Historian, Judge Advocate and Sergeant-at Arms and may appoint other Officers, as necessary or desirable, with confirmation of the Executive Committee.
3. The Commander shall appoint a Gambling Manager. The Commander will assume all responsibilities of Post gambling activities, as CEO, in accordance with Minnesota gambling laws and regulations.

Section 2

All outlays or obligations of Post funds by either elected or appointed Officers or committees, even if within their budget allocations, shall conform to procedures prescribed by the Property and Finance Committee and to the restrictions as set forth in Article X, Section 5.

Section 3

1. The Commander, as Chief Executive Officer (CEO) of the Post, shall preside at all Post Member meetings (See Section 4, Sub. 2).
2. The Commander, as Chairperson of the Executive Committee, has, with Committee approval, supervision over all Post activities under the jurisdiction of the Executive Committee.
3. The Commander shall appoint, or delegate to a Vice-Commander to appoint, with the approval of the Executive Committee, such committees to carry on Post activities as deemed necessary by the Commander or the Executive Committee or as may be required by the District, Department or the National American Legion.
4. All committees appointed by the Commander or by a designated Vice-Commander, except the Honors and Awards Committee, shall serve at the Commander's pleasure and shall be under the supervision of the Commander or a designated Vice-Commander.
5. The Commander shall be an advisory member of all appointed committees except the Honors and Awards Committee.
6. The Commander shall appoint, with the approval of the Executive Committee, an Honors and Awards Committee consisting of four members, two to be appointed each year for two-year terms.
 - a. The appointment each year shall include a Past Post Commander or an Honorary Life Member.
 - b. The Honor and Awards Committee shall convene at the call of the Post Commander and shall choose its own chairperson.
 - c. Awards shall be made by the Committee only if, in its judgment, the prospective recipient has performed duties as a Post Member with dedication, ability and success beyond that which would generally be expected. If no one meets those requirements, no awards shall be made.
 - d. Three affirmative votes shall be required to issue an award.
 - e. No person serving on the Committee shall receive an award from the Committee.
 - f. Awards to Post Members may be as follows:
 1. Honorary Life Member – Awarded only for exceptionally able and dedicated service to the Post over the course of at least two years.
 2. Virgil Grenhagen Award – For outstanding membership work on behalf of the Post.
 3. Stanley Alpaugh Award – Outstanding “All Around Activities” on behalf of the Post.
 4. Earl Beaver Award – Outstanding work in promoting “Americanism” in Legion-sponsored activities.
 5. Leslie Shaffer Award – Outstanding community services work by a Veteran.

Section 4

1. The Vice-Commanders shall assist the Commander with duties as assigned by the Commander and approved by the Executive Committee and shall be responsible for Post committees, as designated by the Commander.

2. In the absence of the Commander, the Vice-Commanders shall preside, in order of their office, at meetings of the Post Membership or Executive Committee and they shall perform the duties of the Commander in case of an emergency.

Section 5

1. The Finance Officer, with vote of the Finance Committee, has, with Committee approval, supervision over all Club affairs under the supervision of the Executive Committee.
2. The Finance Officer shall be a member of the Executive Committee, with vote.
3. The Finance Officer shall report the financial condition of the Post and Club each month to the Executive Committee, the Finance Committee and the General Membership, with recommendations s/he deems desirable.

Section 6

1. The Adjutant shall have charge of and keep a full and correct record of all proceedings of the Executive Committee and the General Membership meetings, keep such records as the Department and National American Legion may require, render reports of membership status annually or when otherwise called upon and, under the direction of the Commander, handle all correspondence of the Post.
2. The Adjutant shall keep up-to-date a set of the Post By-Laws and the Standing Rules; which shall be available to the Commander, other Officers, committee members and the General Membership during regular Post business office hours.

Section 7

The Chaplain shall be charged with the spiritual welfare of the Post Comrades and will offer divine, but non-sectarian service for events such as Dedications, funerals, public functions, etc. and will adhere to such ceremonial rituals as are recommended by the Department of Minnesota or the National American Legion.

Section 8

The Service Officer shall assist all veterans and their dependents to obtain the rights and benefits to which they are entitled by law and to the services available through the American Legion and other community agencies and organizations.

Section 9

The Historian shall keep a full record of the progress and activities of the Post. This record shall be kept in a safe place at the Post offices so a complete history of the Post can be available at all times.

Section 10

The Judge Advocate shall advise the Commander, other Officers and the committees as to the requirements of the By-Laws, the Standing Rules and the conduct of all meetings in accordance with Robert's Rules of Order. The Judge Advocate shall also advise on laws and regulations concerning Post activities and the requirements of the Department of Minnesota and the National American Legion.

Section 11

1. The Sergeant-at-Arms shall be the custodian of the flags and emblems of the Post and will insure that they are properly placed and displayed at all Post meetings and shall be responsible for their proper maintenance and repair.
2. S/he shall be on call by the Commander to preserve good order at all meetings, to ascertain if Members are in good standing, escort visiting dignitaries to the podium/rostrum and such additional duties as the Commander may assign.

ARTICLE VII – POST ORGANIZATION

Section 1

There shall be two (2) primary Committees: the Executive Committee and the Property and Finance Committee. Each such Committee shall have independent authority in their respective areas of responsibility, as set forth in these By-Laws.

Section 2

1. While neither of these Committees is subordinate to the other, they shall cooperate for the prosperity of the Post, the good of the community and to foster and promote the goals and objectives of the American Legion, as set forth in the Preamble to these By-Laws and, as prescribed by the Minnesota Department and the National American Legion.
2. In the event of calendar conflicts, Post and Post-sponsored activities shall have preference in the scheduling of building and recreation area use, if requested by a majority vote of the Executive Committee, provided that no reservations that are secured by a deposit are cancelled or rescheduled.

ARTICLE VIII – THE EXECUTIVE COMMITTEE

Section 1

1. The Executive Committee shall consist of nine (9) members: the four (4) current elected Officers of the Post, the Immediate Past Post Commander and four (4) members elected by the General Membership. Two shall be elected annually to serve two-year terms.
2. The Commander shall be the Chairperson of the Committee or in the Commander's absence, in succession, the First or Second Vice-Commander.

Section 2

1. Two regular meetings of the Committee shall be held each month at the call of the Commander. Additional meetings may be called at the Commander's discretion or upon written request of at least four (4) members of the Committee.
2. Five voting members of the Committee shall constitute a quorum to conduct business.
3. In the event that Special Meeting of the Committee is called, members shall be notified personally, by mail or email or by telephone at least two (2) days prior to the meeting.
4. Unexcused absence from three (3) or more consecutive meetings may be grounds for removal from the Committee in accordance with Article V, Section 3 of these By-Laws.

Section 3

1. The Executive Committee shall have responsibility for all American Legion, community, Lawful Gambling and money-raising activities of the Post; together with other duties as specified in these By-Laws.
2. The Committee may authorize such additional committees as it deems appropriate to carry on the activities of the Post.
3. The Committee may authorize the formation of subsidiary units within the supervision of the Committee, provided that the By-Laws of such subsidiaries do not conflict with these By-Laws.

Section 4

1. The Adjutant or acting Secretary shall keep a record of attendance at each meeting as part of the formal minutes of such meetings.
2. Minutes of all Executive Committee meetings shall be kept and a copy shall be made available to any Post Member during office hours.

Section 5

The commander, or if s/he is unavailable, the First Vice-Commander, shall be empowered to act in any emergency to the extent necessary to prevent or minimize damage or loss to the property to the Post.

ARTICLE IX – PROPERTY AND FINANCE COMMITTEE

Section 1

1. There shall be a Property and Finance Committee consisting of five (5) members composed of the Finance Officer and four (4) elected members. Two (2) members shall be elected annually to two-year terms, serving until their successors are elected and assume office. The Finance Officer shall be the Chairperson of the Committee.
2. The "new" Property and Finance Committee shall, at their first meeting, elect a Vice-Chairperson, a secretary and such other officers as deemed necessary.

Section 2

1. The regular meeting of the Property and Finance Committee shall be held at least once per month. Other meetings may be called at the discretion of the Chairperson upon the written request of three (3) or more members of the committee.
2. Three (3) members of the committee shall constitute a quorum and four (4) affirmative votes shall be required to pass a resolution.
3. Members shall be notified personally or by mail or telephone at least two days in advance of a special meeting.
4. Unexcused absences from three or more consecutive meetings of the committee may be grounds for removal from the committee as provided in accordance with Article V, Section 1 of these By-Laws.

Section 3

The duties of the Property and Finance Committee shall be defined by, but not limited to the following:

1. The committee shall have responsibility for all the financial affairs of the Post and Post properties, including the collection of and accounting for all receipts of the Club and for paying bills of all Post and Club activities.

2. The committee shall insure that all employees, committees and Members who receive or disburse money and make payments on behalf of the Post or Post-sponsored activities, keep accounts and records and make deposits as specified by the committee or required by law.
3. The committee may invest or reinvest or use to retire debt, any surplus funds of the Post, provided that the investments are such as are approved for Trust Funds by the State of Minnesota.
4. The committee shall furnish and maintain all Post and Club properties, purchase for all Post and Club activities and sell or dispose of surplus personal property of the Post and Club.
5. The committee shall maintain what it deems adequate Property and Liability insurance coverage at all times.
6. Committee responsibilities and duties shall usually be executed by two (2) Principal Employees, who shall be hired by and serve at the pleasure of the committee, as follows:
 - a. The Club Manager, who will be in charge of the Club operation, care of the building and grounds and all of the employees in these activities.
 - b. The Business Manager or Bookkeeper, who will be in charge of record keeping and accounting for all Post and Club activities.
7. The committee shall manage and operate all properties of the Post, including the Club, the Post building and grounds (either owned or leased) and oversee supervision of all employees in these activities, excluding Lawful Gambling, games and volunteer workers in special events.
8. The committee may invest, reinvest or use to retire debt, any surplus funds of the Post, provided that the investments are such as are approved for Trust Funds by the laws of the State of Minnesota.

Section 4

1. The Chairperson of the committee may assign or delegate any of his/her duties to the committee Vice-Chairperson and, with committee approval, may appoint, assign their duties, such committees for the Post Membership as deemed necessary.
2. When the Finance Officer is unavailable, the committee Vice-Chairperson shall be a voting member of the Executive Committee.

Section 5

1. The Secretary of the committee shall keep a record of attendance at each committee meeting as a part of the minutes of the meeting.
2. Minutes of the Property and Finance Committee meetings shall be kept; a copy shall be sent to the Executive Committee for their approval and a copy shall be made available to any Post Member during regular office hours.

ARTICLE X – FINANCES AND BONDS

Section 1

Income of the Post shall be derived from the Annual Membership dues which shall be set by the Executive Committee and approved by a vote of the General Membership; by the profit or loss from the Club and recreation area and from such other money-raising ventures as may be decided upon by the Executive Committee.

Section 2

The Property and Finance Committee shall obtain any surety bonds as they may deem necessary for all members and employees who may, in the course of their authorized duties, handle Post funds.

Section 3

Expenditure of Post funds shall not be approved in a General Membership meeting without prior consideration and approval by the Executive Committee.

Section 4

Subsidiary organizations and committees shall leave all their funds, except petty cash, in the custody of the Executive Committee.

Section 5

1. Operation of the Post and Club is delegated by the general membership to the Executive Committee, as provided in these By-Laws, except for the following categories, which must be approved by the general membership.
 - a. Purchases or sale of real estate, which must also have the approval of the members of The Minneapolis-Richfield Post 435 Holding Corporation,

- b. Capital equipment or building repairs, remodeling or redecorating costing over \$5,000.00, but if any structural change in building is involved, Directors of the Minneapolis-Richfield Post 435 Holding Corporation must approve, regardless of cost,
 - c. Contracts which run for a year or more,
 - d. Benevolence outlays of more than \$100.00 Post or Club funds,
 - e. New Post-sponsored programs,
 - f. All benevolent outlays from Gambling must be approved by the General Membership.
2. Borrowing must be approved by the Executive Committee, and if secured by mortgage, also must be approved by the Executive Committee, and if secured by mortgage, also must be approved by the Directors of the Minneapolis-Richfield Post 435 Holding Corporation.
 3. Contracts for building or grounds maintenance or repair or for services and supplies other than for immediate delivery, shall require the signature of the Commander and the Finance Officer.

Section 6

1. All records and reports shall be on a fiscal year July 1st to June 30th, and a calendar month basis, using financial accounting methods approved by an independent public accountant duly licensed by the State Board of Accountancy.
2. The Property and Finance Committee, through its chairman, shall inform the Executive Committee and the general membership as to the financial condition of the Post and their report shall be available to members during regular office hours.

Section 7

1. An independent examination, review or compilation of the accounts and financial records of the Post, Club, and all fund-raising or disbursing activities shall be made at the end of each fiscal year by an independent public accountant, duly licensed by the State Board of Accountancy recommended by the Property and Finance Committee and approved by the Executive Committee.
2. The Accountant's report shall be sent to both committees, reviewed at a general membership meeting, and made available to members during regular office hours.

Section 8

1. Budgets shall be prepared promptly after election in April by each new incoming Executive Committee and incoming Property and Finance Committee showing projected income, expenses, capital income items, and debt reductions, for the period July 1st to June 30th of their fiscal year.
2. Monthly reports shall be prepared showing variances between budget and actual results.
3. The duty of the officers and committeemen shall be to so manage the activities of the Post, Club and recreation area that sound financial condition is maintained at the end of the fiscal year. Should a net deficit appear in prospect, the two committees shall cooperate to devise remedial measures.
4. The budgets may be modified as changed conditions warrant.

ARTICLE XI – HOLDING CORPORATION

Section 1

1. There shall be a committee known as the Minneapolis-Richfield American Legion Post No. 435 Holding Corporation.
2. The Corporation shall abide by the rules set forth in the Article of Incorporation and By-Laws of The Minneapolis-Richfield Post No. 435 Holding Corporation.
3. Finance responsibilities are indicated in Article X Section 5 paragraph 1.
4. The first meeting shall be held in accordance with the Articles of Incorporation and By-Laws and no later than thirty (30) days after the installation of officers.
5. The Holding Corporation shall consist of eight (8) members composed of the newly elected Commander and the Chairman of the Property and Finance Committee after the June installation of officers and six (6) members elected by the Post membership. Three (3) members shall be annually to serve a two year term.
 - a. The newly elected Commander shall call the "new" committee immediately after the installation of Post officers and shall preside for their election of officers, but not be elected as their President.

- b. There shall be elected a President, Vice President and a Secretary and Treasurer.
- c. The President shall preside at all meetings and be at the call of the Commander.
- d. The Vice President shall preside at the meetings the President is absent.
- e. The Secretary shall keep minutes of all meetings.
6. The Minneapolis-Richfield Post 435 Holding Corporation shall function according to its own separate Articles of Incorporation and By-Laws.

ARTICLE XII – MEETINGS

Section 1

1. The regular monthly general membership meeting at the Post shall be held monthly as set forth in the Standing Rules.
2. If the date of a regular meeting falls on a holiday, or eve of a holiday, or a Legion, National, or other conflict arises, a substitute day may be set by the Executive Committee.
3. Robert's Rules of Order, latest edition, shall be followed at all Post meetings, except as may otherwise be provided in these By-Laws.

ARTICLE XIII – AUXILIARY, SONS OF THE AMERICAN LEGION and/or SUBSIDIARY ORGANIZATION

Section 1

1. This Post recognizes an Auxiliary organization known as the Minneapolis-Richfield American Legion Unit No. 435.
2. The Auxiliary shall be governed by such rules and regulations as may be prescribed by the National Constitution of The American Legion Auxiliary and the National Executive Committee.
3. This organization shall submit a financial report to the Post annually or upon request.

Section 2

1. This Post recognizes a subsidiary organization attached to the Post known as The Sons of The American Legion, Squadron 435, Detachment of Minnesota.
2. The Squadron shall be governed by such rules and regulations as may be prescribed by the National Constitution of the Sons of The American Legion and the Detachment of Minnesota.
3. This organization shall submit a financial report to the Post annually or upon request.

ARTICLE XIV – STANDING RULES

Section 1

1. Standing Rules shall consist of regulations for use of properties, operation of the Club, Post activities, and conduct of members and their guests while on Post premises or engaged in Legion activities.
2. No Standing Rule shall be in conflict with, or inconsistent with these By-Laws.
3. The Adjutant shall maintain the Standing Rules and shall provide an up-to-date set of these rules, with the date of adoption of each, to the Executive Committee, not later than August first of each year. A set shall be available to Post members during office hours.

Section 2

1. Standing Rules must be adopted, in identical forms by the Executive Committee by a majority vote and may be repealed by the same vote.
2. Each resolution adopting a Standing Rule shall state it is to be a Standing Rule.
3. Standing Rules shall lapse after two years unless re-adopted by the same procedure as in 1. above.

ARTICLE XV – AMENDMENTS

Section 1

1. Amendments to these By-Laws may be proposed by resolution of the Executive Committee, setting forth the proposed amendment/s and directing that they be submitted to the members at a general membership meeting for adoption of the amendment/s, or by a signed petition by fifty (50) members in good standing in this Post, setting forth the proposed

amendment/s. Said petition must be delivered to the Post Adjutant who shall verify its authenticity and deliver to the Commander, or representative for processing in accordance with these By-Laws.

2. A two-thirds affirmative vote by the voting members shall be required for adoption of the amendment.

Section 2

Notice of proposed changes in these By-Laws shall appear on the bulletin board and in the American Legion Post 435 News in the issue preceding the vote, stating the purpose, times and place of the voting and summarize the proposed changes.

ARTICLE XVII – MASCULINE GENDER TO INCLUDE FEMININE SINGULAR, TO INCLUDE PLURAL

Section 1

Whenever any words are used herein in the masculine gender, they shall be construed as though they were used in the feminine gender in all cases where they would so apply, and whenever nay words are used herein in the singular form, they shall be construed as though they were also used in the plural form in all cases where they would so apply.

ARTICLE XVIII – HEADINGS

Section 1

Headings at the beginning of Articles and Sections are for convenience of reference, and are not part of the By-Laws, and shall not influence its construction.

CERTIFICATE

IT IS HEREBY CERTIFIED That these By-Laws are those adopted at the general membership meeting on February 23rd, 1999. Information taken from minutes of Executive Committee meetings and/or general membership meetings.

FOR THE COMMANDER:

By-Laws Committee 1998/1999

Gary Benson Chairman
Jim Munson
Billy Stone