

**American Legion Auxiliary
National Headquarters
8945 North Meridian Street
Indianapolis, IN 46260**

SPECIAL MEMORANDUM

SERIES: 2009-2010

FROM: Mary “Dubbie” Buckler, National Secretary/Executive Director

DATE: July 28, 2010

**RE: Proposed Amendments to the
National Constitution and Bylaws**

The following three proposed amendments to the American Legion Auxiliary’s National Constitution and Bylaws will be considered at the 2010 National Convention in Milwaukee, Wisconsin (*proposed changes appear in **bolded** text*):

AMENDMENT #1 – Proposal to amend Constitution regarding membership eligibility

Proposal from the Department of Montana to amend Constitution, Article III, Eligibility, Section 1; by changing “wives” to “spouses”. Passed by the American Legion Auxiliary, Department of Montana Convention in Miles City, Montana; June 26, 2010.

The Section of the Constitution presently reads:

Article III, Section 1: Membership in the American Legion Auxiliary shall be limited to the mothers, **wives**, daughters, sisters, granddaughters, great granddaughters, and grandmothers of all men and women who were in the armed forces of the United States during any of the following periods: (periods listed and other conditions of service)...and to those women who of their own right are eligible for membership in the American Legion.

If the proposed amendment is passed, the Section of the Constitution will read:

Article III, Section 1: Membership in the American Legion Auxiliary shall be limited to the mothers, **spouses**, daughters, sisters, granddaughters, great granddaughters, and grandmothers of all men and women who were in the armed forces of the United States during any of the following periods: (periods listed and other conditions of service)...and to those women who of their own right are eligible for membership in the American Legion.

RATIONAL:

While formed as a “women’s” auxiliary, the word “women’s” was dropped within a year. Increasingly, women are serving in the military and up to 20% of those now serving are female. How can the

American Legion, Sons of the Legion and American Legion Auxiliary claim to be a “Legion Family” if one entire group is left out?

Auxiliary, as defined in the third edition of Webster’s II new College Dictionary is: “Giving or capable of giving assistance or support.” In what way are men less useful in this capacity than women? Is it not also possible that this unequal treatment, due solely to gender, could make us no longer eligible to be a non-profit?

AMENDMENT #2 - Proposal to amend Bylaws to establish a new administrative standing committee on Human Resources/Compensation

Proposal from the Special Committee on Human Resources Carlene Ashworth, Kris Nelson, and Diane Duscheck to amend National Bylaws Article V, Section 4, by adding a new administrative standing committee on human resources and national compensation; and to add a new section 10 providing for the composition and duties of this committee; and to renumber the remaining sections.

The Section of the Bylaws presently reads:

Article V, Section 4: There shall be the following Administrative Committees: Audit.

If the proposed amendment is passed, the Section of the Bylaws will read:

Article V, Section 4: There shall be the following Administrative Committees: Audit, **Human Resources /Compensation.**

- - - *(correctly alpha-sort and renumber other sections)*

***Article V. Section 10:* The Human Resources/Compensation Committee shall be composed of five members, the National Vice-President, a member of the National Finance Committee and three members having human resource experience, appointed by the National President and subject to the ratification of the National Executive Committee. Of the three members first appointed, one shall serve a three-year term, one shall serve a two-year term and one shall serve a one-year term. One member shall be appointed each year to serve a three-year term. The National Vice President shall be the chairman of said committee. If necessary, the Human Resources/Compensation Committee shall meet face to face once annually, primarily conducting its business via E-mail and conference calls. The Human Resources/Compensation Committee shall perform an annual Human Resources audit at national headquarters and serve as consultants to the National Staff.**

The Human Resources/Compensation Committee shall be responsible for fostering the ongoing dedication of American Legion Auxiliary employees, providing an independent review of Human Resource practices, employee compensation and serving as an ongoing resource to assure the American Legion Auxiliary is known in the Indianapolis, IN area as the employer of choice.

RATIONALE:

The Human Resources Special Committee is currently an ad hoc committee appointed at the discretion of the national president for one year. A standing Human Resources/Compensation national committee with multiple-year terms would be established to oversee compensation. The National Vice-President shall serve as chairman of the committee as she will have a working knowledge of National Headquarters staff and will be attending all called national meetings.

The Human Resources/Compensation Committee will research other non-profit corporations for salary and compensation benefits and make recommendations to the National Finance Committee and National Executive Committee for wages and benefits. The Human Resources/Compensation Committee will:

- 1) Annually perform a Human Resources audit, assuring all policies and procedures in the Employee Handbook are up-to-date and in adherence to State and Federal legislation.
- 2) Serve as consultants to National Staff, i.e. Human Resources Director and Executive Director, researching job descriptions and changes to the National Organizational Chart annually.
- 3) Assure that all hiring, disciplinary and firing policies are adhered to and follow both State and Federal mandates.
- 4) Develop and implement Employee Performance Review and annually review adherence to such policy.
- 5) Be the volunteer (member) voice to the National Staff, NEC and National Committees regarding staffing and benefits.
- 6) Ensure the Human Resources and Finance committees work in collaboration for the good of the organization.

AMENDMENT #3 - Proposal to amend Bylaws regarding when Finance Committee meets

Proposal from the National Finance Committee to amend Article V, Section 8 of the Bylaws to remove the requirement that the quarterly meetings be held in conjunction with national Auxiliary events and to make a grammatical correction.

The Section of the Bylaws presently reads:

Article V, Section 8: The Finance Committee shall be composed of five members of whom a minimum of three shall be Past National Presidents, appointed by the National President and subject to the ratification of the National Executive Committee. One member shall be appointed each year to serve a five-year term. No appointee having served two or more terms on the committee shall be eligible for reappointment. Persons already appointed who have exceeded the limit shall complete their present term. Five year terms must be separated by at least two years off the committee.

The National Secretary and National Treasurer shall be members of said committee with voice, but without vote. The Finance Committee shall meet four times each year in conjunction with the Presidents and Secretaries Conference, in conjunction with the National Executive Committee Meetings, and shall meet at the call of the National President. Special meetings shall be held at the request of three of the five committee members.

The National Finance Committee shall oversee the development and implementation of the general financial policy of the National Organization, subject to ratification of the National Executive Committee. It shall be charged with the preparation of the yearly budget for a fiscal year subject to approval of the National Executive Committee, and shall provide oversight of the expenditure of funds in the budget and report to the National Executive Committee.

The National Vice President, National Veterans Affairs and Rehabilitation Chairman, and National Children and Youth Chairman are invited guests to serve as a learning experience.

If the proposed amendment is passed, the Section of the Bylaws will read:

Article V, Section 8: The Finance Committee shall be composed of five members of whom a minimum of three shall be Past National Presidents, appointed by the National President and subject to the ratification of the National Executive Committee. One member shall be appointed each year to serve a five-year term. No appointee having served two or more terms on the committee shall be eligible for reappointment. Persons already appointed who have exceeded the limit shall complete their present term. Five year terms must be separated by at least two years off the committee.

The National Secretary and National Treasurer shall be members of said committee with voice, but without vote. **The Finance Committee shall meet quarterly** at the call of the National President. Special meetings shall be held at the request of three of the five committee members.

The National Finance Committee shall oversee the development and implementation of the general financial policy of the National Organization, subject to ratification of the National Executive Committee. It shall be charged with the preparation of the yearly budget for a fiscal year subject to approval of the National Executive Committee, and shall provide oversight of the expenditure of funds in the budget and report to the National Executive Committee.

The National Vice President, National Veterans Affairs and Rehabilitation Chairman, and National Children and Youth Chairman are invited guests **for the purpose of learning and to gain experience.**

RATIONALE:

The work of the Finance Committee has become more complex. In addition to preparing and overseeing an annual budget, the Finance Committee's role now includes managing a sophisticated investment portfolio along with developing policies, procedures, and providing oversight to ensure compliance with growing financial, legal, and tax regulations stemming from the continued increased requirements placed on nonprofit corporations by the federal government and national professional watchdog organizations.

For cost-effectiveness, the timing of meetings needs to coincide with periodical financial reports and regulatory deadlines which do not readily adapt to the timing of the Presidents and Secretaries Conference or the Awareness Assembly. Therefore, it is proposed to remove the timing restrictions to allow the National Finance Committee meetings to be scheduled as needed, generally once per quarter of the fiscal year.

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