

# Department of Michigan Governing Documents

## Revisions

6/23/2022

MEMBERS,

ATTACHED ARE THE PROPOSED REVISIONS TO THE DEPARTMENT OF MICHIGAN GOVERNING DOCUMENTS TO BE PRESENTED AT THE 2022 DEPARTMENT CONVENTION TO BE HELD IN KALAMAZOO, JUNE 23, 2022 TO JUNE 26, 2022.

I AM EXPECTING ADDITIONAL RESOLUTIONS TO ARRIVE AT DEPARTMENT HEADQUARTERS SHORTLY. AS SOON AS THEY ARE RECEIVED, THEY WILL BE POSTED TO THE DEPARTMENT WEBSITE AND FORWARDED VIA DEPARTMENT UPDATES.

PLEASE ADD THEM TO THIS PACKET AND BRING ALL OF THEM TO CONVENTION WITH YOU.

Sharon Schulte  
Department Constitution and Bylaws Chairman

## Recommended Revisions to the Department of Michigan Governing Documents

### Department Convention, June, 2022

#### Department Constitution

##### Article VI- Department Convention

Section 4- Now Reads: All elected and appointed Department Officers, all members of Department Standing Committees, the Hospital representatives and their First Deputies of the VA Hospitals, Grand Rapids Home for Veterans, D.J. Jacobetti Home for Veterans, and all non-VA Hospital Chairmen and their First Deputies shall be Delegates at large to the annual Convention and entitled to vote.

Section 4- **Change to Read:** All elected and appointed Department Officers, all members of Department Standing Committees, the Hospital representatives and their First Deputies of the VA Hospitals, Grand Rapids Home for Veterans, D.J. Jacobetti Home for Veterans, **the Chesterfield Home for Veterans**, and all non-VA Hospital Chairmen and their First Deputies shall be Delegates at large to the annual Convention and entitled to vote.

#### Department Bylaws

Only changes are housekeeping- Corrections of typographical errors, previously missed gender changes etc.

#### Department Standing Rules

##### Page 6 Committee Organization First Paragraph

Last Sentence Now Reads: No Auxiliary member shall serve on more than one Standing Committee during the same year with the exception of the National Executive Committee member.

**Change to read: When possible, no Auxiliary member shall serve on more than one Standing Committee during the same administrative year with the exception of the National Executive Committee member. When necessary to serve on more than one Standing Committee, there shall be no duplication of expenses.**

Page 9 Committees Legislative

Now Reads: The Legislative Committee shall consist of three (3) members appointed each year by the Department President. One (1) member will serve as Chairman. The Chairman will be allowed to attend the Washington Conference with expenses as per the financial policy.

**Change to read: Add: There shall be a fund known as the Washington Conference Fund. This shall be a Unit Mandatory Fund.**

Page 10 Committees Membership

Now reads: The Membership Committee shall consist of six (6) members to be appointed each year by the Department President. One (1) member to service as Chairman.

**Change to read:** The Membership Committee shall consist of **up to** six (6) members to be appointed each year by the Department President. Balance to remain the same.

Page 10 Committees National Security

Now Reads: The National Security Committee shall consist of three (3) members to be appointed by the Department President. One (1) member shall serve as Chairman.

There shall be a fund known as the Washington Conference Fund. This shall be a Unit Mandatory Fund.

**Change to Read:** The National Security Committee shall consist of three (3) members to be appointed by the Department President. One member shall serve as Chairman. **The Chairman will be allowed to attend the Washington Conference with expenses per the financial policy.**

There shall be a fund known as the Washington Conference Fund. This shall be a Unit Mandatory Fund.

Page 11 Committees Poppies

Now reads: The Poppy Committee shall be composed of three (3) members appointed, one (1) shall serve for one (1) year, one (1) shall serve for two (2) years and one (1) shall serve for three (30 years). Thereafter, each succeeding year one (1) member shall be appointed to serve (3) years.

**Change to Read: The Poppy Committee shall consist of three (3) members to be appointed by the Department President. One (1) member will serve as Chairman. Balance to remain the same.**

Page 12 Committees Veterans Affairs and Rehabilitation

**Paragraphs three (3) and five (5) Just add the Chesterfield Home for Veterans- no other changes**

Page 13 Department Administration

**Paragraph three (3) add the Chesterfield Home for Veterans.**

Page 14 District Organization and Bylaws

Paragraph 7 Now Reads: The District President shall not hold a Department appointment during her term of office except for the position of VAVS Representative or Deputy of the Michigan VA Hospitals, Grand Rapids Home for Veterans, D.J. Jacobetti Home for Veterans and the non-VA Hospitals under government contract.

**Change to Read: The District President may hold a Department appointment as a committee member (not committee chairman) for all committees, VAVS Representative or Deputies of Michigan VA Hospitals, Grand Rapids Home for Veterans, D.J. Jacobetti Home for Veterans, Chesterfield Home for Veterans, non-VA Hospitals under government contract with the exception of the Department Finance committee.**

Page 16 Department Conferences and Meetings

Paragraph three (3) Now Reads: Fall Conference of the Unit Presidents and Secretaries shall be called by the Department President at an early date following National Convention. Chairmen of Standing Committees, (new) Girls State, Parliamentarian, Department Officers, National Committee members and such other persons as the President deems necessary shall be called to the Conference.

**Change to read:** Fall Conference of the Unit Presidents and Unit Secretaries shall be called by the Department President at an early date following the National Convention. Chairmen of Standing Committees, **the Girls State Governor from the most recent session**, Parliamentarian, Department Officers, National Committee members and such other persons as the President deems necessary shall be called to the Conference.

Subset Mandatory Dues

Now reads: National Convention derived from an annual assessment be senior member based on the previous year's membership.

**Change to read: National Convention derived from an annual assessment per senior member.**

Subset Other Funds shall be:

Children and Youth Now Reads-derived from Poppy Funds

**Change to Read: Children and Youth- derived from Poppy Fund for the children of active-duty military and living veterans; from General Fund for all others**

Education Now Reads- derived from Poppy Funds

**Change to Read: Education- derived from Poppy Funds for the children of active-duty military and living veterans; from the general Fund for all others**

## Uniform Unit Constitution

No Revisions Recommended at this time

## Uniform Unit Bylaws

### New Article XIII

#### **ARTICLE XIII- CODE OF CONDUCT**

##### **SECTION 1 CODE OF ETHICS:**

**American Legion Auxiliary members are expected to comply with the organization's governing documents and comport themselves according to the following Code of Ethics adopted by the National Executive Committee.**

**This Code of Ethics serves as a guide for conduct acceptable within the American Legion Auxiliary.**

**As a matter of fundamental principle, the American Legion Auxiliary will adhere to the highest ethical standards to earn and protect the public's trust in our performance to carry out the Auxiliary's mission, uphold rigorous**

**standards of conduct, and be good stewards of our resources.**

**The American Legion Auxiliary, as witnessed through the conduct of its Unit governing body, officers, staff, and volunteers, must earn the public's trust every day and in every possible way. Unit leaders are expected to abide by all laws and demonstrate their ongoing commitment to the core values of integrity, honesty, fairness, openness, responsibility and respect.**

**The American Legion Auxiliary strongly recommends that all chartered entities and affiliated organizations at all levels adopt a Code of Ethics and conduct themselves accordingly. In keeping with the best practices of high performing nonprofit organizations, it is the expectation of the American Legion Auxiliary that its' Unit business standards, operations, and conduct conform to the following Code of Ethics:**

#### **SECTION 2 PERSONAL AND PROFESSIONAL INTEGRITY:**

**All members, volunteers, and staff of the American Legion Auxiliary act with honesty, integrity, and openness in all their communication, business, and transactions as representatives of the American Legion Auxiliary (organization). The organization promotes an environment that values fairness and commitment to the organization's founding principles and demonstrates respect for others.**

**Unit officers, board members, staff, and volunteers shall conduct their personal and professional lives in a manner befitting the organization's mission and values, recognizing that their actions reflect upon the creditability and reputation of the American Legion Auxiliary.**

**Unit officers, board members, staff, and volunteers shall work to positively influence their environment to build respect, credibility, and strategic importance of our organization to the public, our members, and the communities we serve.**

#### **SECTION 3 LEGAL COMPLIANCE:**

**The American Legion Auxiliary is knowledgeable of and comply with all applicable federal, state and local laws and regulations, including but not limited to: complying with laws and regulations related to human resources, financial accountability, taxation, fundraising, trademark protection, and licensing.**

**Unit officers, board members, staff and volunteers shall exercise due diligence in obtaining information on applicable laws and regulations for their jurisdiction.**

**Unit officers, board members, staff, and volunteers shall recognize that compliance with applicable laws is a paramount standard.**

#### **SECTION 4 GOVERNANCE:**

**The American Legion Auxiliary's Unit governing body is responsible for setting the strategic direction of the organization and oversight of the finances, operations, policies and programmatic performance.**

**The governing bodies of the American Legion Auxiliary shall:**

- Ensure that the organization conducts all communication, business and transactions with integrity and honesty.**
- Ensure that policies of the organization are in writing, clearly articulated, and officially adopted.**
- Ensure periodic review of the organization's structure, procedures and programs to determine what is working well and what practices the organization might want to change in order to be more efficient, effective or responsible.**
- Ensure that the resources of the organization are responsibly and prudently managed.**
- Ensure that the organization has the capacity to carry out its program effectively.**

#### **SECTION 5 RESPONSIBLE STEWARDSHIP:**

**The boards, officers, staff, and volunteers of the Auxiliary are responsible for managing and preserving the organization's assets. Officers, board members, staff and volunteers are expected to understand their fiduciary responsibilities so that the charitable purposes of the organization are carried out and assets are properly safeguarded and managed.**

**Officers, board members, appropriate volunteer leaders and staff shall ensure that:**

- Financial reports are created and maintained on a timely basis that accurately portrays its financial status and activities.**
- Internal financial statements are provided accurately and timely.**
- Annual financial reports are made available to the public when requested.**

- Unit leaders, and members are provided a confidential means to report suspected financial impropriety or misuse of its resources.
- Written financial policies governing management and investment of assets are reserve accounts, internal control procedures, and purchasing practices are developed and implemented.

#### **SECTION 6 OPENNESS AND DISCLOSURE:**

- American Legion Auxiliary will provide comprehensive and timely information to the public, the media, and its members, and is responsive to reasonable request for information. All information about the organization will fully and honestly reflect the policies and the practices of the organization.

#### **SECTION 7 CONFLICT OF INTEREST:**

- The organization has the right to expect that the decisions made by the Unit boards, officers, staff, and volunteers of the Auxiliary are made objectively and in the best interest of the organization.
- To avoid the appearance of impropriety by those who could benefit directly or indirectly from any action by the Auxiliary, the organization shall develop, adopt and implement a conflicts-of-interest policy.
- Such policy shall include requirements to fully disclose all potential and actual conflicts-of-interest and prohibitions on activities that conflict with legal, ethical, and fiduciary obligations to the organization.

#### **SECTION 8 FUNDRAISING:**

The organization shall take care to ensure that all means and materials for solicitation accurately and correctly reflect its mission and use of solicited funds. The American Legion Auxiliary shall respect the privacy concerns of individual donors and expend funds consistent with donor intent.

To assure that donors and prospective donors can have full confidence in the organization and the causes they are asked to support, the Auxiliary will respect the following rights of donors:

- To be informed of the organization's mission, of the way the organization intends to use donated resources, and of its capacity to use donations effectively for their intended purposes.
- To be informed of the identity of those serving on the organization's

governing board, and to expect the board to exercise prudent judgment in its stewardship responsibilities.

- To have access to the organization's most recent financial statement and others on request.
- To be assured their gifts will be used for the purposes for which they were given.
- To receive appropriate acknowledgment and recognition.
- To be assured that information about their donation is handled with respect and with confidentiality to the extent provided by law.
- To expect that all relationships with individuals representing the American Legion Auxiliary will be professional in nature.
- To be informed whether those seeking donations are volunteers, employees of the organization or hired solicitors.
- To feel free to ask questions when making a donation and to receive prompt, truthful and forthright answers.

#### **SECTION 9 INCLUSIVENESS AND DIVERSITY:**

The organization recognizes the value of the diverse backgrounds and beliefs of its membership. The organization promotes an atmosphere of mutual respect for the worth and dignity of its members, those eligible to become members and those we serve.

#### **SECTION 10 ETHICS VIOLATIONS:**

Any member may report a violation of ethical conduct or actions contrary to the governing doctrine without fear of retaliation. The organization considers all inquiries and complaints about actions of members to be strictly confidential.

- **Ethics Query-** An ethics query is a means for inquiring whether or not a practice warrants filing a complaint alleging a violation of the Code. Anyone may register a query of a possible violation of the Code by a member. The organization shall adopt a procedure to administer the ethics query process.
- **Ethics Complaint-** An ethics complaint provides a process for receiving, investigating and acting on a violation of the Code made against any member and provides a process that is fair, responsible, confidential and consistent.

## **SECTION 11 WHISTLEBLOWER PROTECTION:**

**A whistleblower is any member who, in good faith, promptly reports instances of any suspected violation of the Code. The American Legion Auxiliary shall establish and abide by policies to protect the Auxiliary.**

**Any member who acts maliciously by making known information they know or reasonable believe to be false is not a whistleblower and will not be protected under the whistleblower mechanism.**

**The organization expects improper activity to be reported accurately and will protect whistleblowers from retaliation.**

**The organization will investigate any allegation that a whistleblower has been retaliated against for disclosing information that the whistleblower believed to have been accurate. Any member who believes they have been retaliated against for whistle blowing is expected to report it immediately. If the complaint is validated, the organization can impose disciplinary sanctions against the retaliating member including termination of membership in the organization.**

**Current Article XIII Becomes XIV- Parliamentary Authority**

**Current Article XIV Becomes XV- Amendment**

