CONSTITUTION and BY-LAWS
OF THE SECOND DIVISION
THE AMERICAN LEGION, DEPARTMENT OF TEXAS

CONSTITUTION

ARTICLE I - NAME

The name of this organization shall be the Second Division, The American Legion, Department of Texas, and is an integral part of The Department of Texas. The headquarters of this Division shall be in the city where the Department Vice Commander for the Second Division resides.

ARTICLE II - PURPOSE

The purpose of this organization is to perform all the functions of a Division as provided by the Constitution and By-Laws and Rules and Regulations of The American Legion, Department of Texas.

ARTICLE III – MEMBERS

All American Legion Posts within the 2nd, 6th, 7th, 8th, 11th and 22nd Districts of Texas, in good standing with the American Legion, Department of Texas, shall comprise the membership thereof.

ARTICLE IV – OFFICERS

The Officers of the Division shall be a Department Vice Commander for the Second Division (hereafter referred to as "Department Vice Commander"), Division Adjutant, Division Finance Officer, Division Chaplain, Division Judge Advocate, Division Sergeant-at Arms, Division Service Officer and Division Historian. The Division may, through affirmative vote of two- thirds (2/3) majority of recognized delegates at any one of its conventions, provide additional Officers, when not in conflict with the Department and National Constitution and By-Laws.

ARTICLE V – EXECUTIVE COMMITTEE

The 2nd Division shall have an Executive Committee, chaired by the Department Vice Commander, which includes the 2nd, 6th, 7th, 8th, 11th and 22nd District Commanders, and the immediate Past Dept Vice Commander (formerly known as Past Division Commander), each with both voice and vote. Other Division Officers shall be members with a voice only. If any District Commander cannot attend the Division Executive meeting, an officer of that District shall be designated by the District Commander to represent the District at the meeting. A majority of the District Commanders or their representatives shall constitute a quorum.

ARTICLE VI - AMENDMENTS

The Constitution may be amended at any Division Convention by a two-thirds (2/3) majority vote of the delegates present. All proposed amendments must be presented in writing to the Chairman of the Division Constitution and Bylaws Committee at least 14 days prior to the opening day of the Division Convention. At the earliest possible opportunity after the Division Convention

opens, the Chairman of the Division Constitution and By-Laws Committee will read and move to approve the amendments that have been approved by the Committee by a two-thirds majority vote. Other proposed amendments that were timely presented to, but not recommend by the committee can then be read and considered, if properly moved and seconded (no minority report of the Committee is necessary). All proposed amendments must have been read at the Division Convention at least four hours before being voted upon and a record of the Vote on all amendments shall be made a part of the minutes of the Convention.

BY-LAWS

ARTICLE I - CONVENTION

Section 1. The Division will hold at least one (1) Convention each year at the call of the Department Vice Commander, the dates of which shall be coordinated with the Department Commander and Department Adjutant. Within thirty (30) days after the convention, the Division Adjutant shall transmit a copy of the proceedings to the Department Adjutant. In the event of failure or refusal by the Department Vice Commander to call a regular convention, three Posts in the Division shall have the authority to call the convention to be presided over by the Division Adjutant.

Section 2. The registration fee for the Second Division Convention shall be set by the Host Post, with the express consent of the Department Vice Commander.

Section 3. The Department Vice Commander, or the Division Adjutant, as he or she may direct, shall notify all Posts of the date and place not less than three (3) weeks prior to a convention.

Section 4. All resolutions of State or National scope presented to a committee, reported to the Division, or adopted by the Division by a shall merely embody the opinion of this Division on the subject and a copy of same shall be forwarded to the Department Headquarters for its approval before any publicity is given or action other than mere passage by the Division is taken.

Section 5. Unless otherwise provided herein, the proceedings of the Division Convention shall be conducted in a manner consistent with the Uniform Code of Procedure for the Organization of Department Conventions for the Department of Texas and the current edition of Robert's Rules of Order Newly Revised.

ARTICLE II – OFFICERS

Section 1. Department Vice Commander. The Department Vice Commander shall be nominated and elected annually at the Division Convention and shall serve for a period of one (1) year as provided by the Department Constitution and By-Laws. The Department Vice Commander will be elected by the delegates present at the Division Convention. The Department Vice Commander is not eligible to succeed himself/herself, unless serving an unexpired term.

Section 2. Vacancy. In case of death, resignation, relocation outside of the Division boundaries or the incapacitation of the Department Vice Commander which will cause the Department Vice Commander to miss a Division Convention or Department Executive Committee meeting as scheduled, the Department commander shall fill the vacancy (after conferring with the District Commanders of the 2nd Division) until the Department Vice Commander recovers or is replaced by the Department Commander.

Section 3. Appointed Officers. The incoming Department Vice Commander will appoint a Division Adjutant, Division Finance Officer, Division Chaplain, Division Judge Advocate, Division Sergeant at Arms, Division Service Officer and Division Historian. The Department Vice Commander shall fill any vacancy in a division officer position by appointment.

Section 4. Education Prerequisites. As a prerequisite to nomination for election, the candidate for the Office of Department Vice Commander must have completed the most recent ALEI Basic Training Course. Appointed Division Officers must complete the ALEI Basic Training Course within three (3) months of their appointment. Failure to complete the course within three (3) months will cause the position to become vacant without further action.

Section 5. Duties of Officers.

a. **Department Vice Commander.** The Department Vice Commander shall be the executive head of the Division with duties that include, but shall not be limited to:

   (1) perform the duties of the Department Commander when requested by or required by the absence of the Department Commander;

   (2) see that the Constitution and By-Laws of the Department and Division are strictly observed and that the Division Officers properly execute their duties;

   (3) represent the Division at all Department conventions, meetings and other activities;

   (4) serve on any Department Committees and Commissions as required by the Department Constitution and By-Laws and to which appointed by the Department Commander;

   (5) appoint the chairman and any members to serve on Division Committees as required;

   (6) call and preside over any Division convention or Division-level meeting required; and

   (7) perform installation ceremonies and on-site visits when requested by Districts and Posts within the Division as often as possible.

b. **Division Adjutant.** The Division Adjutant shall:

   (1) attend all Division conventions;

   (2) create and maintain a record of all the proceedings of the Division convention, including copies of all committee reports;

   (3) distribute all documents referred to committees as required by the Department Vice

Commander and notify the committees of their appointments to any duties;

(4) maintain such records as the Department and National organizations require; and

(5) correspond with all levels of The American Legion on behalf of the Division incidental to his/her office as directed by the Department Vice Commander.

c. **Division Finance Officer.** The Division Finance Officer shall:

(1) receive all monies due in the Division from any source, giving receipt therefor, and shall enter same in regular account(s) with the purpose for which intended;

(2) make disbursements only upon written approval in advance by the Department Vice Commander and maintain any receipts for disbursements for audit;

(3) make a report at the Division conventions and meetings and such other reports as required by the Department or National organizations or the Department Vice Commander; and

(4) perform such other duties as may be required by Department Vice Commander.

d. **Division Chaplain.** The Division Chaplain shall:

(1) be charged with the spiritual welfare of all Division conventions;

(2) attend all meetings which shall be opened and closed with divine, but nonsectarian prayer; and

(3) perform such other duties as may be assigned by the Department Vice Commander.

e. **Division Judge Advocate.** The Division Judge Advocate shall:

(1) supply professional advice in the conduct of the Division business or to procure proper counsel;

(2) interpret this Constitution and By-Laws when required by the Department Vice Commander and Division officers and advise any Division committee when requested;

(3) perform such other duties as may be required by the Department Vice Commander.

f. **Division Sergeant at Arms.** Division Sergeant at Arms shall:

(1) attend all Division conventions and meetings and maintain order and decorum in the them;

(2) carry all messages from the Department Vice Commander to any other officer, delegate or member or vice versa;

(3) perform such other duties as may be required by the Department Vice Commander

g. Division Service Officer. The Division Service Officer shall:

(1) become familiar with the Department of Veterans Affairs (DVA) medical centers and outpatient clinics located in the Division's geographic area;

(2) coordinate with and assist the DVA Voluntary Service Officer(s) to aid the districts in effective participation in the Veterans Affairs Voluntary Service (VAVS) program;

(3) assist the Department Veterans Affairs and Rehabilitation Commission (VA&R) as requested in monitoring and implementing Department approved policies and procedures governing the appointment of and duties and functions of the VAVS Representatives and Deputy Representatives;

(4) assist the Department Veteran Service Officers as required to ensure the Department VAVS policies and procedures are effectively implemented;

(5) report to the Department Vice Commander as requested on the status of the compliance of the districts with the requirements of the Department VAVS policies and procedures; and

(6) perform such other duties as may be required by the Department Vice Commander.

h. Division Historian. The Division Historian shall:

(1) attend all Division conventions and meetings to historically document the events;

(2) provide historical material to Department and Division Webmasters for posting on any Division websites and social media;

(3) provide historical information to the Department Historian as requested; and

(4) perform such other duties as may be required by the Department Vice Commander.

ARTICLE III – DELEGATES

Section 1. Each Post shall elect or select delegates to the Division Convention in accordance with Department and National Constitution and By-Laws, who shall be certified by Post Officials. Delegates may only be elected and certified by their respective Posts. If the Post does not submit a list of certified delegates in accordance with its by-laws said post will have no delegates at the Convention. The Credentials Committee may not appoint nor recommend seating as delegates any person not certified by their Post.

Section 2. The Division Convention shall elect One Delegate and One Alternate to the National Convention. Upon election, each 2nd Division Delegate and Alternate to the National Convention shall remit their registration fee to the Department as required by the Department Constitution and By-Laws.

ARTICLE IV - COMMITTEES

Section 1. At Division Conventions, the incoming Department Vice Commander shall appoint a chair and members of committees on Credentials, Rules, Resolutions, Constitution and By-Laws, Finance, Membership and Organization, Boys State, Baseball, Boy Scouts, Sons of the American Legion, Oratorical Contest and School Awards and such other committees as are deemed to be advisable. Each committee shall consider such matters as may be referred to it and report their recommendations to the Convention. The Department Vice Commander shall fill any vacancy in a committee chair or member position by appointment.

Section 2. A permanent Oratorical Committee is hereby authorized and approved as a program of the 2nd Division. Said Committee shall be administered by six (6) committee members who, for the first year, shall be appointed, one from each District for staggered terms of 1, 2, 3, 4, 5 & 6 years, by the incoming Department Vice Commander. Thereafter, the incoming Department Vice Commander shall appoint a 6-year committeeman to take the place of the previous 1-year committeeman, and such 6-year appointment being from the District corresponding to the previous 1-year term. This standing committee, which shall be called "The Austin C. McElfish Oratorical Fund", shall have the power to raise funds for the purpose of setting up 2nd Division Oratorical bank account(s) to be used solely for the expenses, awards and scholarships attendant to the 2nd Division Oratorical Contest; and thereafter, for the expenses and awardsto the Department Oratorical Contest. The winning contestant of the Division Oratorical competition shall be awarded a scholarship, in the amount of One Thousand Five Hundred and No/100 Dollars ($1,500.00) to attend an accredited trade school, college or university of the said winning contestant's choice. The Committee shall elect a Chairman, Secretary and Treasurer, and said committee shall meet as often as is necessary to carry out the purposes of the committee at the call of the Committee Chairman or the Department Vice Commander, who shall be an ex-officio member of said committee without vote, but with the right to speak. However, in the event of a tie vote, the Department Vice Commander shall have a vote to break such a tie. Expenditures of funds at any time between Division Conventions must be approved by the Department Vice Commander. All checks, withdrawals and transfers of any kind must be by the signature of at least two (2) committeemen, one of which signatures must be the Treasurer's. Said Committee shall report to the 2nd Division membership at the Annual 2nd Division Convention, giving an accounting of monies made or expended and the carrying out of the committee's purposes.

Section 3. A permanent Scouting USA Committee is hereby authorized and approved as a program of the 2nd Division. Said Committee shall be administered by six (6) members, who, for the first year, shall be appointed, one from each District, for staggered terms of 1, 2, 3, 4, 5, and 6 years, by the incoming Department Vice Commander. Thereafter, the incoming Department Vice Commander shall appoint a 6-year appointment being from the District corresponding to the previous 1-year term. This standing committee, which shall be called "The Verne (Red) Berridge Memorial Boy Scout Fund", shall have the power to award the sum of One Thousand Five Hundred and No/I 00 Dollars ($1,500.00) from the general funds of the 2nd Division as an Eagle Scout Scholarship to the individual selected as 2nd Division Eagle Scout of the Year, for said individual's use to attend the college or university of the said winning contestant's choice. Any additional funds may be expended from the general funds of the 2nd Division, if approved by a majority of The Verne (Red) Berridge Memorial Boy Scout Fund members and the Department Vice Commander for the betterment of the overall Scouting USA Program, including, but not limited to, the expenses, awards and scholarships attendant to the 2nd Division, the Department of Texas, and the National

American Legion "Eagle Scout of the Year" contests. The committee shall elect a Chairman, Secretary and Treasurer each year, and said Committee shall meet at the annual 2nd Division Convention, and as necessary to carry out the purposes of the program at the call of the Committee Chairman and Department Vice Commander, who shall be a member of said Committee with limited right to vote only in case of a tie vote; and with right to speak. Expenditures of funds at any time between 2nd Division Conventions must be approved first by the Department Vice Commander. All checks, withdrawals, and transfers of any kind must be by the signature of at least two (2) signatories of the 2nd Division General Fund. Said Committee Chairman or other delegated Committeeman shall report to the 2nd Division Convention giving an accounting of monies raise, made or expended, and the carrying out of the Committee's purposes.

ARTICLE V - VOTING STRENGTH

The voting strength, on roll call votes, of each Post shall be in accordance with the Uniform Code of Procedure for the Organization of Department Conventions for the Department of Texas. All voices or standing votes shall be by each 2nd Division Post member present and voting, provided upon request of any delegate roll call must be held on any question. Voting may be conducted by written, secret ballot, with each post having the number of votes certified at the convention. Every person voting must be present on the floor of the convention. No individual delegate is obligated to vote as a block with their post or district, but is entitled to vote their conscience.

ARTICLE VI - QUORUM

An attendance of representatives of five percent (5%) of the Posts in the 2nd Division shall constitute a quorum of the Division for all purposes.

ARTICLE VII

ENDORSEMENT OF CANDIDATES FOR OFFICE ABOVE DIVISION LEVEL

The 2nd Division shall be absolutely nonpolitical and shall not be used for the dissemination of partisan principles nor for the promotion of the candidacy of any person seeking public office or preferment. The 2nd Division shall not endorse any candidate for American Legion office above the Division level, who is not, at the time of the endorsement, a member of the American Legion, Department of Texas, 2nd Division.

ARTICLE VIII - FUNDS AND BANK ACCOUNT

Section 1. Bank Accounts. The banking arrangements used for 2nd Division funds will be directed and managed by the Department of Texas, with the Department Treasurer and the Division Finance Officer as the only signatories on any division bank account.

Section 2. Allocation of Funds Received. Surplus funds shall be retained to meet expenses related to future conventions and will be transferred to any incoming Commander and Finance Officer. Such sum shall not exceed Five Thousand and No/100 ($5,000.00) Dollars, and includes only those funds available to the Legion Family. From these retained funds, the Department Vice Commander is authorized to expend funds not to exceed $500.00 in preparation for the next Division convention. Other dedicated funds are not included in the $5,000.00 retained monies. At any time when the

amount in said account shall be greater than $5,000.00, the surplus shall be distributed according to the following Article IX.

ARTICLE IX

DISTRIBUTION OF NET PROCEEDS FOLLOWING DIVISION CONVENTION

The 2nd Division Finance Committee shall adopt a policy describing the relationship between and the duties of the Division and the Host Post in conducting the convention, defining the handling of income and expenses payable from the gross proceeds resulting from all aspects of each convention and the procedure for delivering receipts to and obtaining payments from the 2nd Division Finance Officer. After all authorized debts have been satisfied at the conclusion of each Division convention the Division shall retain Five Thousand Dollars ($5,000.00) from the net proceeds of the Convention to provide funds to the succeeding Division officers in planning and organizing the next annual Division Convention. Except as otherwise specified herein or designated otherwise, the net proceeds of each Division Convention, in excess of the foregoing described $5,000.00, shall be divided between the American Legion Family of Organizations of the 2nd Division, as follows:

40% to the American Legion,
40% to the American Legion Auxiliary, and
20% to the Sons of the American Legion.

ARTICLE X - SOCIAL MEDIA AND THE INTERNET

Section 1. The 2nd Division and all participants in the 2nd Division programs are required to adhere to the Social Media Guidelines promulgated by the Department of Texas.

Section 2. Applicants for social media accounts and registrants of domain names for this Division or its programs are serving as agents of this Division and ownership of these accounts and domain names are vested in the 2nd Division, Department of Texas, American Legion. Applicants or registrants should obtain approval from the Department Vice Commander to establish a domain name or social media account. Applicants or registrants shall, upon demand, transfer the account or domain name to another individual designated by the Department Vice Commander.

ARTICLE XI

COMPLIANCE WITH NATIONAL AND DEPARTMENT POLICIES

Section 1. In the event a public emergency or natural disaster makes the holding of an in-person meeting unlawful or impossible, the Division may conduct any meeting (which includes its convention) by electronic or other remote access means as reasonably necessary for the duration of the emergency or disaster.

a. The Division shall use its best efforts to implement any such virtual meetings with full regard for the need to maintain as much as possible accessibility for all members, including those with disabilities and those who lack the access to sophisticated technology.

a. Any action that could be taken at an in-person meeting, including amendment of the constitution and by-laws, may also be taken at a virtual meeting held pursuant to this provision.

b. Any action taken at any such virtual meeting shall be ratified at the first regular in-person Division meeting.

c. During a virtual meeting, the Division Adjutant shall ensure that all participants are members in good standing and that a quorum is present.

d. The Department Vice Commander shall determine the need for a virtual meeting.

e. If there is a vote, the Adjutant must make a record of the vote and ensure that every voter is sufficiently identified and qualified to vote.

Section 2. In its efforts to promote nondiscrimination, this Division does not discriminate on the basis of race, religion, color, national origin, gender, sex or disability in accordance with Title VI of the Civil Rights Act of 1964, as amended.

Section 3. Neither the Department Vice Commander nor any Division Officer shall unlawfully retaliate against any member for bringing a grievance or complaint under the National, Department or Division Constitutions or By-Laws.

Section 4. No person in a position of authority over the Division, such as the Department Vice Commander or other Division Officers may benefit personally from a decision he or she could make.

Section 5. Any person that possesses or maintains documents or data containing confidential or sensitive information is required to take reasonable measures to protect against unauthorized access to, or use of the information in connection with its disposal. In addition, Sarbanes-Oxley requires that records be retained for all audits and legal proceedings.

Section 6. Record Types and Retention Periods. Any person possessing or maintaining documents or data of the following Division activities shall maintain and retain such according to the following schedule.

(1) Accounts Payable/Receivable Ledgers – 7 years
(2) Audit Reports of Accounts – Permanently
(3) Bank Statements – 7 years
(4) Contracts and Leases – Permanently
(5) Correspondence (Legal) – Permanently
(6) Membership Applications – 3 years
(7) Insurance Records – Permanently
(8) Tax Returns – 7 years
(9) Training Manuals – Permanently

ARTICLE XII - AMENDMENTS

These By-Laws may be amended at the 2nd Division Convention by a two-thirds (2/3) majority vote of the delegates present. All proposed amendments must be presented in writing to the Chairman of the Division Constitution and Bylaws Committee at least 14 days prior to the opening day of the Division

Convention. At the earliest possible opportunity after the Division Convention opens, the Chairman of the Division Constitution and By-Laws Committee will read and move to approve the amendments that have been approved by the Committee by a two-thirds majority vote. Other proposed amendments that were timely presented to, but not recommend by the committee can then be read and considered, if properly moved and seconded (no minority report of the Committee is necessary). All proposed amendments must have been read at the Division Convention at least four hours before being voted upon and a record of the vote on all amendments shall be made a part of the minutes of the Convention.

CERTIFICATION

We, the following officers of the Second Division, The American Legion Department of Texas, hereby certify that the foregoing Constitution and By-laws, as amended, after due notice was given to all members, was adopted at the Division Convention held on the 10th of May, 2025, at the Post 817 in Beaumont, Texas.

Clifton Guillory
Department Vice Commander, 2nd Division The American Legion Department of Texas

Lynn Sparks
Adjutant, 2nd Division
The American Legion Department of Texas

DEPARTMENT APPROVAL

Approved by the Department Judge Advocate on this 24th day of June, 2025.

Department Judge Advocate
The American Legion Department of Texas

THE AMERICAN LEGION, Department of Texas
1624 East Anderson Lane
Austin, TX 78752

PH: 512/472-4138
FAX: 512/472-0603

January 20, 2026

The American Legion 2nd Division
Steve Kim
8412 Shadow Oaks
College Station TX 77845

Dear Commander:

Enclosed please find the Constitution and By-Laws for the American Legion 2nd Division. The American Legion, Department of Texas, as approved by the Department Executive Committee on February 1, 2026.

If you have any questions, please feel free to call me.

"Still Serving America"

William West
Department Adjutant

MTP: njb

CC: William Wallace,
Department Judge Advocate

Enclosure: Approved Constitution & By-Laws