

June 29, 2021

Richard Shawver, Commander
Department of Texas, VFW
8503 N. IH 35
Austin, TX 78753

Re: Proposed Amended Bylaws

Dear Comrade Shawver:

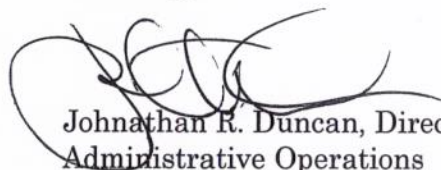
Receipt is acknowledged of the proposed revised Bylaws for the Department of Texas VFW, submitted for review of the Commander-in-Chief in accordance with Section 502 of the Manual of Procedure.

These documents have been designated amended Bylaws to reflect their replacement of previously reviewed Bylaws.

A review of the proposed amended Bylaws discloses that they are in compliance with the Congressional Charter, Bylaws, Manual of Procedure, Ritual, and laws and usages of the Veterans of Foreign Wars of the United States.

A copy of the reviewed amended Bylaws has been retained for our files and two sets herewith returned.

Sincerely,



Johnathan R. Duncan, Director
Administrative Operations

JRD: cl

Enc: Revised Bylaws (2)

cc: Department Adjutant (1)

NATIONAL HEADQUARTERS

406 W. 34th Street
Kansas City, MO 64111

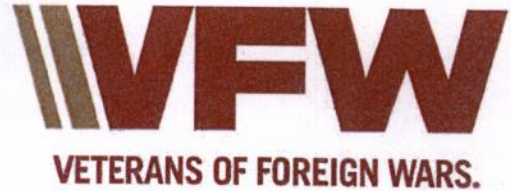
Office 816.756.3390
Fax 816.968.1157

WASHINGTON OFFICE

200 Maryland Ave., N.E.
Washington, D.C. 20002

Office 202.543.2239
Fax 202.543.6719

info@vfw.org
www.vfw.org



June 22, 2021
Jonathan Duncan, Director
Administrative Operations
Veterans of Foreign Wars of the U.S.
406 West 34th Street
Kansas City, MO 64111

Jonathan:

Attached are copies of the approved amendments to the Department of Texas VFW By-Laws passed at our recently completed 101st State Convention.

I have also attached a copy of the current By-Laws as well as a copy incorporating the approved changes. Our request is that the new By-Laws be reviewed and approved by the National Commander-in-Chief.

Thank you for your service to our country and to the VFW.

Sincerely,

A handwritten signature in blue ink, appearing to read "Dan West", is written over a horizontal line.

Dan West
State Adjutant/Quartermaster

Enclosures: as stated

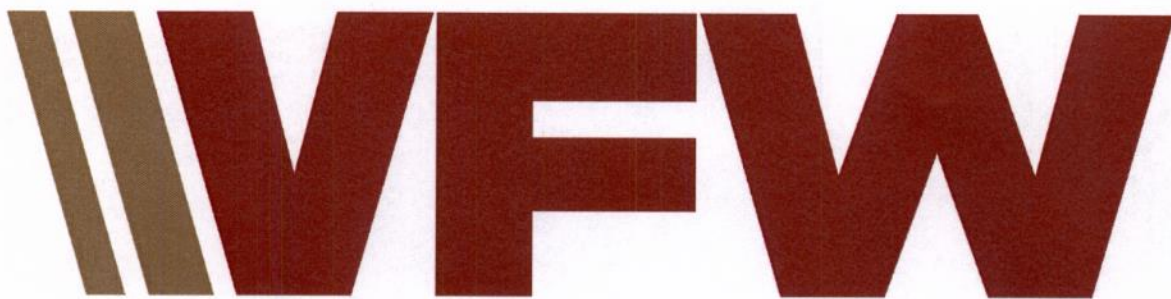
VFW DEPARTMENT OF TEXAS

8503 North Interstate Highway 35
Austin, Texas 78753

Office 512.834.8535
Fax 512.834.9232

vfw@texasvfw.org
www.texasvfw.org

BYLAWS OF THE DEPARTMENT OF TEXAS
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PREAMBLE

Reverently invoking the blessings of the Almighty God and the sanction of the entity of the Veterans of Foreign Wars of the United States, and seeking the concurrence of all citizens who consecrate their persons and consciences to the precepts of the Veterans of Foreign Wars of the United States, a two thirds (2/3) majority of the members of the Department Convention duly assembled hereby declare and adopt the following as its Bylaws:

ARTICLE I

The Congressional Charter, Bylaws and Ritual of the Veterans of Foreign Wars of the United States are hereby adopted and made a part hereof for their respective intents, purposes and enforcement with such additions as are herein contained.

The Department of Texas, Veterans of Foreign Wars of the United States operates as a chartered part of the Veterans of Foreign Wars of the United States under the terms of the charter issued by the Congress of the United States. It is the liaison between Posts established by the Veterans of Foreign Wars of the United States in order to carry out the terms of the charter. It establishes Districts to assist in carrying out the terms of the charter.

There is only one (1) class of membership in the VFW or lawfully created Auxiliary thereof. Qualifications for membership are determined by the Congressional Charter and enlarged from time to time by the Department of Defense.

The Department of Texas Veterans of Foreign Wars of the United States shall not be responsible for the negligent or wrongful acts or omissions nor the contractual obligations or debts of any District or Post nor for the negligent or wrongful acts or omissions or contractual obligations nor debts of any activity, clubroom, game room, holding company or unit sponsored, conducted or operated by, for or in behalf of any District or Post in the State of Texas. The Department of Texas Veterans of Foreign Wars of the United States does not control, in any way, the employment practices of VFW Districts or Posts in Texas.

The Department of Texas Veterans of Foreign Wars of the United States does not own any interest in any clubroom, canteen or facility of any District or Post in the State of Texas nor any clubrooms, canteens and facilities operated for or in behalf of any District or Post in the State of Texas.

The Department of Texas Veterans of Foreign Wars of the United States does not lend money or extend credit to any chartered District or Post in the State of Texas. It is in no manner responsible for the debts or any other liability incurred by any chartered unit or any clubroom, canteen, facility or other unit/activity authorized by any chartered unit in the State of Texas. As unincorporated associations or corporations, they are responsible for their own debts and liabilities.

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The Department of Texas Veterans of Foreign Wars is not responsible for any debts or other contractual obligations for any chartered unit that voluntarily surrenders its charter or has its charter revoked by the Veterans of Foreign Wars of the United States.

To the extent that the Department of Texas Veterans of Foreign Wars of the United States is threatened with or sustains damages arising from a debt or liability incurred by a chartered unit, the Department of Texas Veterans of Foreign Wars of the United States may seek to recover such damages and any costs and expenses incurred from such chartered unit or persons responsible for such debt or liability.

The Department of Texas Veterans of Foreign Wars of the United States does insist that all operations of chartered units and their subordinate activities be available only to members and their authorized guests and that it be operated in accordance with the laws of the United States, laws of the State of Texas, local laws and mandates of the National Veterans of Foreign Wars of the United States and their current Bylaws. If the Department of Texas Veterans of Foreign Wars of the United States determines that violations of any of the above terms are being committed, it may institute disciplinary actions as provided for in the Bylaws and Manual of Procedure of the Veterans of Foreign Wars of the United States or take appropriate action in any court having jurisdiction thereof for the purpose of protecting the Veterans of Foreign Wars and membership thereof.

ARTICLE II NAME

The name of this organization shall be the "Department of Texas, Veterans of Foreign Wars of the United States", also DBA "Texas VFW" or "Department of Texas VFW".

ARTICLE III DEPARTMENT HEADQUARTERS

The principal office and place of business of this organization shall be maintained at 8503 North IH-35, in the city of Austin, Travis County, Texas, or at such other locations within the State of Texas as a majority of the members duly assembled at any Department Convention or Department Council of Administration meeting may designate in accordance herewith. The principal office and place of business of this organization shall hereafter be known and designated as Department Headquarters.

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ARTICLE IV
DEPARTMENT COMPOSITION

This Department shall consist of all Posts and Districts of the Veterans of Foreign Wars of the United States located within the territorial limits of the State of Texas and such other Posts as may be attached in accordance with Section 501 of the National Bylaws that are currently abiding by all rules and regulations of the Veterans of Foreign Wars of the United States and this Department.

ARTICLE V
DEPARTMENT CONVENTION

GOVERNING BODY. All business of the Department of Texas shall be determined, controlled, transacted, and pursued in accordance with the terms and provisions hereof by the Department Convention; such determinations, controls, transactions, and pursuits made or activated at any Department Convention shall remain in full force and effect until amended, changed, or deleted by a subsequent Department Convention acting in accordance with the terms and provisions hereof.

COMPOSITION.

- 1) The Commander-in-Chief and past Commanders-in-Chief who are members in good standing in a Post within the Department.
- 2) The National Council Member, the Department Commander, all past Department Commanders who are members in good standing in a Post within the Department, all elected officers of the Department, Chief-of-Staff, Inspector, and the Adjutant.
- 3) All District Commanders throughout the Department. In the absence of the District Commander, the District Senior Vice Commander or, in their absence, the District Junior Vice Commander, may be registered and function as a member of the Convention.
- 4) All Post Commanders throughout the Department. In the absence of the Post Commander, the Post Senior Vice Commander or, in their absence, the Post Junior Vice Commander, may be registered and function as a member of the Convention.
- 5) Delegates duly elected by the Post.

QUORUM. Twenty-five (25) Posts in good standing in accordance with the terms and provisions hereof having at least one (1) delegate each at the annual meeting of a Department Convention shall constitute a quorum for the transaction of Convention business.

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VOTING. Department Officers shall be elected by roll call vote. The delegate or delegates of a Post present at the Convention with credentials registered shall be entitled to vote the full delegate strength to which the Post is entitled. Should there be a division among the delegates representing the Post, each delegate present and voting shall be entitled to vote their pro rata share of the total delegate strength to which the Post is entitled. Delegates must be on the floor during each roll call for their votes to count. Voting procedure by Post roll call will be determined at the beginning of each Department Convention.

The stated meeting of the State Convention shall be held once each year, which shall begin no earlier than ninety (90) days prior to the convening of the National Convention and shall be concluded no less than thirty (30) days prior to the conclusion of the National Convention.

The annual State Convention will be held at such time and place as shall have been determined previously by the Council of Administration, which shall have full power to act in selecting a Convention city and venue. Annual State Convention sites may be designated by the Council of Administration five years in advance of the next annual Convention date.

ARTICLE VI DEPARTMENT COUNCIL OF ADMINISTRATION

COMPOSITION. The Department Council of Administration shall consist of the Department Commander, Department Senior Vice Commander, Department Junior Vice Commander, Department Adjutant, Department Quartermaster, Department Judge Advocate, Department Chief-of-Staff, Department Inspector, Department Surgeon, Department Chaplain, all District Commanders of the Department, and the retiring Department Commander until such time as a succeeding Department Commander retires. In the event the Retiring Commander is unwilling or unable to serve on the Department Council of Administration, their place shall be filled by the last Retired Past Department Commander who is ready, willing, and able to serve.

DUTIES. The Department Council of Administration shall, when the Department Convention is not in session, determine, control, transact and pursue all Department business in accordance with the terms and provisions hereof and the dictates established by the Department Convention and perform such other duties as required by the National Bylaws of the Veterans of Foreign Wars of the United States, and such determinations, controls, transactions and pursuits shall remain in full force and effect until amended, changed or deleted by the Department Council of Administration or Department Convention in accordance with the terms and provisions hereof.

REGULAR SESSIONS. The Department Council of Administration shall meet in at least four (4) regular meetings each fiscal year. The first regular session of each year shall be held within

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forty-five (45) days of the close of the Department Convention for the purpose of approving an annual budget. The Department will continue to operate under the prior year's budget. A regular meeting shall be held at a place, date and time to be determined by the Department Commander. A regular meeting shall be held during Mid-Winter Convention. The last regular meeting shall be held at the place of and immediately preceding the next ensuing Department Convention.

SPECIAL SESSIONS. Special sessions of the Council of Administration may be called or had in accordance with the terms and provisions of the National Bylaws of the Veterans of Foreign Wars of the United States.

MEETINGS HELD ELECTRONICALLY. Except as otherwise provided in these bylaws, regular and special meetings of the Department Council of Administration, may be held entirely or partially by use of videoconferencing or electronic transmissions that identify those participating, those seeking recognition to speak, and showing the results of votes, so long as all participants can communicate adequately with each other during the meeting. A person participating in a meeting by such means is deemed to be present at the meeting and counted for purposes of establishing a quorum and voting in order to transact business of the organization.

These electronic meetings shall be subject to all rules adopted by the Department Council of Administration, or by National and State VFW Bylaws, to govern them, which may include any reasonable limitations on, and requirements for, members' participation. Any such rules adopted by the Board shall supersede any conflicting rules in the parliamentary authority, but may not otherwise conflict with or alter any rule or decision of the National or State Bylaws.

EXPENSES. Each member of the Department of Texas Council of Administration shall receive per diem at such rate as may have been budgeted by the State Quartermaster and approved by the Council of Administration for their attendance at any regular or special meeting of the Council of Administration and in addition thereto, shall receive travel expense at such rate as may have been budgeted per mile or otherwise by the Council of Administration to and from their home for attending such council meeting.

The Department Quartermaster, with the approval of the Budget & Finance Committee, will present to the Council of Administration at their first meeting for their approval a written policy concerning per diem and travel expenses for the incoming year, such written guidelines forwarded to the incoming members of the Council of Administration at least ten (10) days prior to the first scheduled meeting. This policy statement will set a rate for mileage, spell out the conditions under which expenses are paid, and the limitations of such payment and provide a means of advance authorization. Deviation from this established policy must be approved in advance by the Department Commander.

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The foregoing per diem rate and travel expense allowance provided for members of the Council of Administration shall also apply to payment made to Department Officers or other members of the Department of Texas when traveling on official Department business, provided, however, the Council of Administration may authorize payments of per diem or travel allowance for the Department Commander at such rate as the Department budget may justify, provided, however, that any such payments shall never in their aggregate exceed the amount annually budgeted therefor.

EXPENSE ACCOUNTS. No expense of any Council member or any Past Department Commander who may be entitled thereto under the terms of the preceding paragraph shall be paid unless such Council member or Past Department Commander answers roll call at the Council meeting. All Council members, Past Department Commanders, Department Officers, and/or other members of the Department who may be entitled to claim payments under any provisions of the preceding paragraph must submit a completed and signed claim for reimbursement to the Department Adjutant within fifteen (15) days of the adjournment of the Council meeting. Standard forms provided by Department Headquarters must be used.

QUORUM. The majority of the members of the Council of Administration at any regular or special session of the Council of Administration shall constitute a quorum for transaction of Council business.

VOTING.

Each member of the Department Council of Administration present at a meeting shall be entitled to one vote. On matters requiring action by the Department Council of Administration between stated meetings, the State Commander may direct the Department Adjutant to conduct mail, email or fax ballots; the results of such ballots shall be reported for the record at the next stated meeting.

Any valid action taken by the Department Council of Administration in the performance of its duties shall be effective upon passage and shall remain in effect until such time as it may be terminated or superseded by the Department Convention acting within the limits of its own authority.

ARTICLE VII DEPARTMENT OFFICERS

OFFICERS. This Department shall have such officers as are designated by Section 516 of the National Bylaws of the Veterans of Foreign Wars of the United States, together with such additional officers, tenure, duties and responsibilities as herein contained. The State Judge Advocate and the State Surgeon are elected officers of the Department.

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REPLACEMENT. Vacancies and expirations in offices shall be filled in accordance with the National Bylaws of the Veterans of Foreign Wars of the United States and the provisions herein contained. Officers' incapable of acting may be replaced in accordance with the provisions of the Congressional Charter and Bylaws of the Veterans of Foreign Wars of the United States and the provisions herein contained.

ELECTION. All elected Department officers shall be elected in accordance with the National Bylaws and the provisions of the Department Bylaws herein contained.

APPOINTMENTS. When each Department Commander leaves their office, appointed Department offices shall become vacant of personnel. The Department Commander will fill vacancies as necessary by appointment.

ADDITIONAL DUTIES: In addition to the duties imposed upon the Department Commander, Department Adjutant, and Department Quartermaster as set forth in the Congressional Charter and Bylaws of the Veterans of Foreign Wars of the United States, the Department Adjutant and Department Quartermaster with the joinder of the Department Commander shall make, enter into and execute any and all contracts, instruments and releases of every nature and kind pertaining to the business of this organization which is necessary to carry forth the purposes of the majority vote of the Department Convention or Department Council of Administration in accordance with the terms and provisions hereof. Additionally, the Department Quartermaster is authorized to pay all housekeeping bills (electricity, water, gas, cleaning, and outdoor maintenance) as related to the maintenance and operation of the Department Headquarters building and to enter into contracts for such services.

SPECIAL DUTIES. The Department Quartermaster, with the approval of the three (3) Chair Officers, unless otherwise limited or restricted by the Council of Administration, shall employ and terminate Department Headquarters office personnel as and when he/she deems necessary for the furtherance of Department business and affairs.

Additionally, the Department Quartermaster will enforce a strict nepotism policy that prevents direct reporting or supervisory relationship between relatives.

DEPARTMENT QUARTERMASTER. The Department Quartermaster shall prepare a budget for each ensuing year to be sent to all incoming Council of Administration members no later than ten (10) days prior to the first Council of Administration meeting for the new year for review by the Council of Administration. The Department will operate using the prior year's budget until the next Council meeting in July or if there is no meeting in July, until a majority vote of the Council of Administration by electronic vote no later than the end of July of each year.

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ADDITIONAL APPOINTMENTS. The Department Commander may, immediately after having been installed, may appoint a total of six members as either a Deputy State Inspector or a Deputy Chief of Staff to perform those duties as determined by the Department Commander. The Department shall reimburse each Department Deputy State Inspector and/or Deputy State Chief of Staff for expenses incurred in performance of official duties as designated by the Department Commander on the same basis as other Department Officers are reimbursed for expenses when performing official Department duties, subject to the limitations of the approved budget.

PROOF OF ELIGIBILITY. Department Officers, elected and appointed, shall submit proof of eligibility for the files of the Department Adjutant prior to their installation following their election or appointment. Such proof of eligibility shall be open to the Department Commander, Department Adjutant, and Department Quartermaster. Department Officers, elected and appointed, shall not be installed or assume the duties of their office until such proof of eligibility is in the files of the Department Adjutant.

**ARTICLE VIII
VOTING**

Any constituent member of a committee, subordinate unit of the Department, Department Council of Administration or Department Convention present at any session thereof shall have the right and privilege to vote in accordance with the purposes of such session and the National Bylaws of the Veterans of Foreign Wars of the United States. No proxy vote shall be recognized or authorized at any session of the Department Convention, Department Council of Administration or of any subordinate unit of the Department of Texas, whether incorporated or unincorporated, or at sessions of subordinate committees of the foregoing.

**ARTICLE IX
MAJORITY VOTE**

A majority vote, as used herein, shall mean the vote of a majority of the constituent members present and voting at any regular or special session of any committee, subordinate unit of the Department, the Council of Administration, or a Department Convention. A majority vote shall be required to substantiate any action taken by any committee, subordinate unit of the Department, Council of Administration or Department Convention unless otherwise provided for herein.

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ARTICLE X
CHECKS, ELECTRONIC PAYMENTS, TRANSFERS AND
CREDIT CARDS.

All funds of this organization shall be deposited in the name of the Department and disbursements drawn including electronic payments or transfers against such funds shall be approved and/or signed by the Department Quartermaster. All checks shall be numbered in sequence. The Department Quartermaster shall have the authority to obtain a Department Credit Card(s) for use in purchasing goods or services for the Department.

ARTICLE XI
NOTICES

Any notices required to be given by these Bylaws may be given by mailing the same through the authorized medium (which may include mail or email) herein set forth to the person or body entitled thereto at his/her or its address shown on the organization's books, and such notice shall be deemed to have been given at the time of mailing.

ARTICLE XII
RESOLUTIONS AND CERTIFICATES

All resolutions certifying the action of any member or body of this organization or the official capacity of any member of body hereof shall be signed by the Department Commander and Department Adjutant and have placed thereon the official seal of this organization.

ARTICLE XIII
COMMITTEES

DEPARTMENT PUBLICATION. The Department periodical shall be known and designated as the *Texas VFW News*. All Department orders, bulletins, and other notices of every nature shall be posted on the Department website. The Department Adjutant will serve as the Editor and will designate one or more an Associate Editor(s). The Editor and Associate Editor(s) shall present to the first Council of Administration meeting held immediately following the installation of the officers for their approval or disapproval all business matters concerning the operation and publication of the *Texas VFW News* for that VFW Year. These items shall include, but not be restricted to, the number of issues to be published, the price of advertising to be charged, the subscription rate to be charged non-members and members of the Veterans of Foreign Wars, and

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the budget for printing and mailing of the *Texas VFW News*.

CREDENTIALS COMMITTEE. This Committee shall be appointed by the Department Commander and consist of not less than two members who must be entitled to vote as a member at the Department Convention for which appointed to act; provided, however, that members of this Committee shall not be from the same District in the Department. This Committee shall examine and report to the Department Convention upon the credentials of members present and entitled to participate in the Department Convention.

LEGISLATIVE COMMITTEE. This Committee shall consist of not more than four (4) members in good standing to serve as part of the Departments National Legislative Committee and shall be appointed by the Department Commander for a term not to exceed three (3) years. Committee members appointed to this committee cannot be removed by a subsequent Department Commander during their appointed term except for good and sufficient reason. Should a vacancy occur the Department Commander shall appoint a member to fill the vacancy not to exceed the original term of the vacant member's appointment.

RESOLUTIONS COMMITTEE. The resolutions committee shall consist of not less than three nor more than five members appointed by the Department Commander. The Department Judge Advocate shall be Ex Officio member and chair of the committee.

STATE AWARDS COMMITTEE. This Committee shall consist of the State Commander, State Senior Vice Commander, State Junior Vice Commander, State Adjutant/Quartermaster, State Chief of Staff. This Committee prior to the State Convention shall select members in good standing who have been nominated for the following State Level Awards;

- **Immediate Past District Commander**
- **Chaplain Award**
- **Quartermaster Award**
- **Service Officer Award**
- **Auxiliary Member Award**
- **POW/MIA Award**

In addition, the following state level awards are authorized;

- **J.T. Rutherford Award – Recipients selected by past Rutherford Recipients.**
- **Past State Commanders Award – Selected by the Past State Commanders Club**
- **Danny Henry Award – Determined by contest points for the top Post Commander**
- **Mack Johnson Award – Awarded to any District Commander that has all VFW**

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Posts in their respective District at 100% as of June 30th of each year.

Each of these awards will be presented at the Annual State Convention awards banquet along with any other award(s) the State Commander authorizes.

DEPARTMENT BUDGET AND FINANCE COMMITTEE.

(a) This Committee shall consist of six members in good standing with this organization. This Committee shall be an advisory Committee to the Commander, Quartermaster and the Council of Administration in matters pertaining to the Department budget and finances. The Committee shall meet with the Quartermaster during the preparation of the annual budget for advice and counsel. The Committee shall meet prior to each Council meeting to review the receipts and expenditures of the Department budget and be available for advice to the Council of Administration at the Council meetings. The secretary of the committee shall prepare a written report of the January and June meeting for the Department Commander with copies to the other chair officers and Department Quartermaster and Adjutant. The Department Commander, Department Senior Vice Commander and Department Junior Vice Commander shall be Ex-Officio members of this Committee.

(b) **COMPOSITION.** The Budget and Finance Committee will be comprised of the following members for a total of nine (9):

State Commander

State Senior Vice Commander

State Junior Vice Commander

A member appointed by the State Commander to serve a period of three (3) years (total 3)

The Immediate Past State Commander to serve a period of three (3) years (total 3)

The Department Commander shall designate the Chair of the Committee. Should a member be unable to act, that office shall be declared vacant by the Department Commander and a new member shall be appointed to fill that vacancy in that class by the Department Commander.

GENERAL COMMITTEE RULES:

(a) The Department Commander shall, unless otherwise provided herein, appoint such personnel to such committees as created by the Department Convention and the Department Council of Administration.

(b) Special committees may be appointed by the Department Commander at any time deemed necessary. Such special committees may be appointed for any special purpose and for any

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length of time as desired by the Department Commander and upon such terms and conditions as necessary in the furtherance of the desire and will of the majority of the Department Convention or Department Council of Administration; provided, however, the duties of no special committee shall be the same or conflict with those of any committee designated or created by the Department Convention or Department Council of Administration.

- (c) Recommendations, requests or resolutions may be submitted in writing by any Department officer or Department committee to a Department Convention or Department Council of Administration, during the meeting of either, and such recommendations, requests or resolutions as submitted in writing shall be considered for acceptance, amendment or rejection without motions or seconds; provided, further, that any past Department Commander may initiate propositions, actions or requests to the Department Council of Administration by submitting the same in writing, and such propositions, actions or requests as submitted in writing by a past Department Commander shall be considered by the Council for acceptance, amendment, or rejection without motions or seconds.
- (d) Committee Chairmen appointed by and directed by the Department Commander to make reports at a Council meeting or at the Department Convention will be authorized expenses as approved by the Council of Administration for other officers.
- (e) Each committee, except committees appointed to function as Department Convention committees, shall appoint its Chair from a member thereof unless otherwise specifically provided herein. Each committee shall, with the approval of the Department Commander, make such expenditures of Department funds as necessary in performing the respective duties of each committee, making such expenditures subject to policies formulated and limitations made by the Department Convention or Council of Administration.
- (f) Unless otherwise provided for herein, when each Department Commander leaves their office, their committee appointees shall automatically cease to act as such, and each committee shall become vacant of personnel. The successor in office to the Department Commander shall appoint such personnel for committees and name their appointees therefor as herein set forth. Each successor shall perform likewise as regards appointments in personnel to committees.
- (g) Should any committee desire more personnel than the minimum number herein specified, it shall recommend such desired excess personnel to the appointing authority who shall appoint the same in accordance with the provisions hereof.

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The Department Commander may, dependent on the approved budget, establish such committees in addition to those established by these Bylaws as may be appropriate to properly conduct the affairs of the Department and disband other committees as may be appropriate. The Department Commander may appoint the committee chair and members and remove them at the Department Commander's pleasure.

MEETINGS HELD ELECTRONICALLY. Except as otherwise provided in these bylaws, regular and special meetings of committees, may be held entirely or partially by use of videoconferencing or electronic transmissions that identify those participating, those seeking recognition to speak, and showing the results of votes, so long as all participants can communicate adequately with each other during the meeting. A person participating in a meeting by such means is deemed to be present at the meeting and counted for purposes of establishing a quorum and voting in order to transact business of the organization.

These electronic meetings shall be subject to all rules adopted by the Department Council of Administration, or by National and State VFW Bylaws, to govern them, which may include any reasonable limitations on, and requirements for, members' participation. Any such rules adopted by the Board shall supersede any conflicting rules in the parliamentary authority, but may not otherwise conflict with or alter any rule or decision of the National or State Bylaws.

ARTICLE XIV SEAL

The official seal of this organization shall be in circular form and contain the words VETERANS OF FOREIGN WARS OF THE UNITED STATES, DEPARTMENT OF TEXAS and the Department Adjutant is directed to have a seal in the form indicated prepared, and to keep the same in their possession and to affix and impress the same upon any instrument requiring such seal.

ARTICLE XV DISTRICTS

- (a) FORMATION AND EXISTENCE.** Districts in the Department shall be created, exist, possess officers and perform duties and activities in accordance with the terms and provisions of the National Bylaws and Ritual of the Veterans of Foreign Wars of the United States and the provisions herein contained. (Copy of District boundaries is attached as Addendum A.)

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- (b) DISTRICT MEETINGS.** Each District within the Department shall hold at least three (3) regular meetings each year, one (1) of which will be a school of instruction and one (1) of which will be the District Convention. Each District shall hold an annual convention for the purposes of electing District officers and for the transaction of business. Such convention to be held no less than ten (10) days nor more than seventy-five (75) days prior to the convening of the Department Convention. Schools of Instruction will be conducted under the supervision of the District Commander and pertain to the Operational Procedures for Texas VFW Posts, as contained in the yearly Texas Standard Operation Procedures for Texas VFW Posts and to Article XVII, POSTS, paragraph (e). Special meetings will be called in accordance with the Bylaws of the Veterans of Foreign Wars.
- (c) DUES.** Delegates assembled at any District Convention may assess annual dues or Per Capita Tax upon Posts within the District in any amount not to exceed the maximum authorized by the National Bylaws provided, however, that no District levying such annual dues or Per Capita Tax shall impose any penalty upon member Posts for the nonpayment thereof unless such penalty be specifically authorized by the National Bylaws.
- (d) REDISTRICTING.** The Department of Texas Veterans of Foreign Wars Council of Administration shall determine the number of Districts and the geographical boundaries established in the Department. No District shall be established with less than ten (10) Posts and 1,000 members.

A redistricting committee shall be appointed for the purpose of making recommendations to the Department Council of Administration for re-establishing boundaries of all Districts in Texas when:

- The Department Commander feels it is necessary.
- When a District falls below ten (10) Posts and 1,000 members.
- When the Council of Administration, by at least two thirds (2/3) vote, directs this be done.
- When the Convention delegates assembled at a Department Convention, by a majority vote, directs this be done.

The Redistricting Committee will be comprised of no less than five (5) members in good standing appointed by the State Commander. The State Commander will designate one member as the Chair Person for the Committee.

In no case will a District be sustained that falls below 1,000 members by June 30 of each year.

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**ARTICLE XVI
COUNTY COUNCILS**

There will be no County Councils chartered in the Department of Texas Veterans of Foreign Wars.

**ARTICLE XVII
POSTS**

- (a) **FORMATION AND EXISTENCE.** Posts in the Department shall be created, exist, possess officers and perform duties and activities in accordance with the terms and provisions of the National Bylaws and Ritual of the Veterans of Foreign Wars of the United States and the provisions herein contained.
- (b) **MEETINGS.** Each Post within the Department shall hold at least one stated meeting each month.
- (c) **SPECIAL MEETINGS.** Special meetings of Posts may be called or held in accordance with the National Bylaws and Ritual of the Veterans of Foreign Wars of the United States and conditions herein contained.
- (d) **BONDS.** Each accountable officer of a Post, including any person in charge of or responsible for the operation or maintenance of a club room or other recreational facilities of a Post, shall be bonded with an indemnity company as surety in a sum at least equal to the amount of funds and value of property which so far as can be anticipated he/she may be accountable for and have in their possession; such bond shall be made payable to such Post and the Department of Texas, as their respective interests appear. The bond premium shall be paid from the funds of the Post to which the officer is primarily accountable. The Post Commander shall approve the bond of the Post Quartermaster as to amount and surety, and the Post Commander shall be responsible for the proper and adequate bonding of such Quartermaster in accordance herewith. A majority of the Elected Post Officers shall approve the bond of any person or persons in charge of or responsible for the operation or maintenance of a club room or other recreational facilities of the Post as to amount and surety.
- (e) **MINIMUM REQUIREMENTS.** During the period July 1 through June 30 of each VFW fiscal year, each Post in the Department must:

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- (1) Register a Post Service Officer by September 1st of each year.
- (2) Submit to the Department Adjutant a quarterly audit of Post finances and assets no later than 30 days after the end of the reporting quarter.
- (3) Submit a Post election report by May 30th of each year.
- (4) Conduct, document and submit to the Department Adjutant on the appropriate form the following:
 - A. Twenty (20) Community Service Projects of which four (4) shall be submitted no later than the end of August of each year, four (4) no later than the end of October of each year, four (4) no later than the end of December of each year, four (4) no later than the end of February of each year and four (4) no later than the end of April of each year for a total of twenty (20).
 - B. Nine (9) Americanism Projects, three (3) of which will be submitted no later than the end of September of each year, three (3) of which will be submitted no later than the end of December of each year and three (3) of which will be submitted no later than the end of March of each year for a total of nine (9).
 - C. Six (6) youth projects of which two (2) will be submitted no later than the end of October of each year, two (2) no later than the end of January of each year and two (2) of which submitted no later than the end of April of each year for a total of six (6).
- (5) Participate and submit a Military Assistance Program (MAP) activity report to the Department Adjutant as established in the Department Standard Operating Procedure for the current year by December 31st of each year.
- (6) Provide a minimum financial donation of \$25.00 to the Department Quartermaster specifically marked for the "Texas House" at the VFW National Home for children by December 31st of each year.
- (7) Order and pay for at the minimum, 500 Buddy Poppy's by December 31st of each year.
- (8) The Post Commander or their designated representative will attend all properly called District training, conventions or meetings.

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- (9) Submit to the Department Adjutant an Indemnity Bond on at least the Post Quartermaster in accordance with Subsection (d) of this Article by September 1st of each year.
- (10) Submit to the Department Adjutant a copy of the Post Internal Revenue Service Form 990 Return of Organization Exempt from Income Tax as required by the Post Standard Operating Procedure for the current year.
- (11) Any Post owning property and/or operating any facility or business concern must maintain general liability insurance, including, if necessary or appropriate, liquor liability insurance in an amount of one million dollars (\$1,000,000.00). Such insurance must name, as additional insured's, the "National Veterans of Foreign Wars of the United States" and the "Department of Texas Veterans of Foreign Wars of the United States". Submit to the Department Adjutant a copy of this insurance by December 31st of each year. It is desirable that Posts not owning property have the same coverage in the event of injury at a Post sponsored activity as a subsequent lawsuit may subject all assets of the Post and each individual member to a court ordered judgment.
- (12) Submit to the Department Adjutant payment for Post Delegate fees for Department Convention for the current fraternal year not later than fifteen (15) days from the convening of the Department Convention.

TITLE TO PROPERTY.

Unincorporated Posts shall hold title to property in the names of the duly acting Trustees and their successor in office. Posts incorporated under the laws of the State of Texas shall hold title to property in the corporate name of the Post.

In accordance with Section 709 of the National Bylaws, no Post shall purchase, sell or otherwise transfer title or any interest in any real estate unless written notice of such proposal has first been given to each member of said unit ten (10) days prior to such regular or special meeting at which the proposal is to be considered, and then only by two-thirds (2/3) vote of approval of those members present and voting at such regular or special meeting. In addition, at least thirty (30) days prior to such meeting, notice shall be provided to the Department Commander who shall review any sale, purchase, transfer or encumbrance to determine whether such transaction serves the purposes of the Veterans of Foreign Wars of the United States as prescribed in the Congressional Charter. Failure to comply with these provisions shall nullify said transaction.

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COMMITTEES.

Committees of the Post may be appointed or created in accordance with the duly approved Bylaws of such Post or, if no Post Bylaws exist, by the Post Commander. Should there be no Post Bylaws providing for committee appointments and the Post Commander fails to create or select a committee in accordance with the desires of the majority of members present at any meeting, the Post, by vote, may create and fill a committee.

DEPARTMENT CONVENTION DELEGATES.

Each Post, in accordance with Section 222 of the National Bylaws, shall elect delegates for the next ensuing Department Convention.

Each Post shall pay a fee of three dollars (\$3.00) for each and every delegate to which such Post is entitled. Such delegate registration fee of Posts shall be placed in the Department Convention Fund as received by the Department Quartermaster and used to help defray expenses incurred by the Department at said Convention in accordance with the National Bylaws.

Any Post failing to comply with Section 222 of the National Bylaws concerning delegate registration shall be considered delinquent and in arrears and shall not be entitled to delegate vote at the Department Convention so long as delinquent and in arrears.

ARTICLE XVIII AMENDMENTS

These Bylaws may only be amended by the Department Convention and then only by a two-thirds vote of the members present and voting at any duly assembled meeting thereof; provided, that such amendments have been forwarded, through channels, in accordance herewith, and have been proposed by a Post, District or Council of Administration or have been recommended by a Department Officer or Department Committee and written notice thereof, together with copy of such proposed amendment has been posted on the official web site for the Department of Texas VFW, www.texasvfw.org, under the title "Proposed Bylaw Changes" at least 30 days before assembling of the Department Convention; amendments adopted at any Department Convention in accordance herewith shall take effect simultaneously with the formal adjournment of the Department Convention at which adopted, subject only to the approval of the Commander-in-Chief. A copy of these Bylaws and amendments hereafter adopted will be posted to the official Department website, www.texasvfw.org, under the admin section, no later than ninety (90) days after approval by the National Commander-in-Chief.

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**ARTICLE XIX
AUXILIARY TO THE DEPARTMENT**

The Auxiliary to this Department, as heretofore organized and now existing, is recognized in its entity by this organization, and its continued entity is hereby sanctioned as long as such Auxiliary pursues the purposes and objects of the Auxiliary in accordance with the National Bylaws, Ritual, Rules and Regulations of the Auxiliary and fully complies with the Congressional Charter, Bylaws and Manual of Procedure of the Veterans of Foreign Wars of the United States and the Bylaws of this Department and orders of the Department Council of Administration.

**ARTICLE XX
MILITARY ORDER OF THE COOTIE**

The Grand Pup Tent of the Military Order of the Cootie to this Department, as heretofore organized and now existing, is recognized in its entity by this organization, and its continued entity is hereby sanctioned so long as such Grand Pup Tent pursues the purposes and objects of the Military Order of the Cootie in accordance with the National Bylaws, Ritual, Rules and Regulations of the Military Order of the Cootie and fully complies with the Congressional Charter, Bylaws and Manual of Procedure of the Veterans of Foreign Wars of the United States and the Bylaws of this Department and orders of the Department Council of Administration and the Department Commander.

**ARTICLE XXI
TEXAS VFW MOTORCYCLE GROUP**

The Motorcycle Group to this Department, as heretofore organized and now existing, is recognized in its entity by this organization, and its continued entity is hereby sanctioned so long as such Motorcycle Group pursues the purposes and objects of the Texas VFW in accordance with the National Bylaws, Ritual, Rules and Regulations of the Motorcycle Group and fully complies with the Congressional Charter, Bylaws and Manual of Procedure of the Veterans of Foreign Wars of the United States and the Bylaws of this Department and orders of the Department Council of Administration and the Department Commander. It shall be the duty of the Department Council of Administration to adopt, amend and promulgate a policy for the operation and control of motorcycle units and the group as a whole within the Department of Texas.

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ARTICLE XXII
RATIFICATION

The foregoing Bylaws of the Veterans of Foreign Wars of the United States, Department of Texas, is a true and correct copy of such Bylaws as adopted by a majority of the members of the Department Encampment duly assembled on the 5th day of July, 1950.

This further certifies that the amendments to the Bylaws of the Veterans of Foreign Wars of the United States, Department of Texas, have been passed by at least a two-thirds majority of delegates assembled at the annual Department Convention since that time and which have been duly reviewed by the responsible Commander-in-Chief of the Veterans of Foreign Wars of the United States.

Wherever these Bylaws or subsequent amendments may be found to be in conflict with the present or any future National Bylaws, the latter shall prevail and be binding upon this Department as though written herein.

TO CERTIFY WHICH, witness our hands and seal of this Department this 18th day of June, 2021.

Norman J. Macey

Norman Macey
State Commander

Official:

Dan West

Dan West
State Adjutant

