



July 5, 2022

Martin Yingling, Commander
Department of California, VFW
9136 Elk Grove Blvd, Ste 100
Elk Grove, CA 95624

Re: Proposed Amended Bylaws

Dear Comrade Yingling:


Receipt is acknowledged of the proposed revised Bylaws for the Department of California 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,


Jonathan R. Duncan, Director
Administrative Operations

JRD: cl
Enc: Revised Bylaws (2)
cc: Department Adjutant (1)

NATIONAL HEADQUARTERS

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**DEPARTMENT OF CALIFORNIA
VETERANS OF FOREIGN WARS BYLAWS**

**ARTICLE I
NAME**

The organization shall be known as "The Department of California, Veterans of Foreign Wars of the United States", and its territorial jurisdiction shall conform to the territorial boundaries of the State of California.

**ARTICLE II
SUPREME AUTHORITY**

The Supreme Authority of this association shall be lodged in the National Convention of the Veterans of Foreign Wars of the United States, and this association shall at all times be governed by the Congressional Charter and Bylaws of the said National Convention, together with legislation enacted by the National Convention, National Council of Administration and orders promulgated by the Commander-in-Chief, in accordance with the said Congressional Charter and Bylaws.

**ARTICLE III
DISTRICTS FORMATION AND EXISTENCE**

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 California 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.

The Department shall be divided into not more than seventeen (17) Districts.

**ARTICLE IV
DUES RESERVE**

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**ARTICLE V
COUNCIL OF ADMINISTRATION**

SECTION 1 - Composition

The Council of Administration shall consist of the *Department* Commander, *Department* Senior Vice Commander, *Department* Junior Vice Commander, *Department* Adjutant, *Department* Quartermaster, *Department* Chaplain, *Department* Judge Advocate, *Department* Surgeon, Immediate Past *State* Commander, *Department* Chief-of-Staff, *Department* Inspector and *all* District Commanders. *In the event the Immediate Past State Commander is unwilling or unable to serve on the Department Council of Administration, their place shall be filled by the last Past State Commander who is ready, willing, and able to serve.*

SECTION 2 – Elected and Appointed Officers; Chairman and Committees

The elected officers of the Department shall be a Commander, Senior Vice Commander, Junior Vice Commander, Quartermaster, Chaplain, Judge Advocate, and Surgeon.

The State Commander shall appoint an Adjutant, Chief of Staff, Inspector, Service Officer, Legislative Chairman, Service Committee Chairman, Convention Chairman *Budget and Finance Committee Chairman*, and member(s) of the *Department Trustees*.

The State Commander may appoint such chairman and committees as deemed necessary or as required within these bylaws to conduct the affairs of the Department.

With respect to any salaried officers, the appointment shall be made subject to the confirmation of a majority vote of the Department Council of Administration.

SECTION 3 – Meetings

The Council of Administration shall meet no more than five (5) times throughout the year for business purposes, once within 48 hours of the adjournment of the State Convention at the Convention site location and again, if necessary, in October, January, and or March/April at a location determined by the State Commander and finally just prior to the State Convention at the Convention site location.

Special meetings may be called by the State Commander or upon the written request of the majority of the Council of Administration and will be held at a location to be determined by the State Commander.

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 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.

SECTION 4 – Budget

The State Quartermaster shall prior to April 1 of each year prepare a tentative budget for the financial operations for the ensuing year, said budget shall be in balance and restricted funds shall be budgeted separately in every instance. The budget shall establish salaries and/or expenses for elected and appointed officers and allowances for council members, committee chairman and members.

The tentative budget shall be presented to the *Budget and Finance Committee* for their review and then be submitted to the Council of Administration for consideration and adoption at its first meeting following the State Convention.

The expenditures outlined within major categories of the adopted budget shall not exceed the budgeted amount, except when it has been determined by the State Quartermaster and *Budget and Finance Committee* that funds are available. If funds are available, such approval shall be by two-thirds (2/3) vote of the Council of Administration present and voting at a regular or special meeting.

SECTION 5 – Audits

The financial records of the Department shall be audited annually by an independent auditing firm. The Council of Administration may authorize an additional review of the financial books and records of the Department at any time, such review will be conducted by the *Department Trustees*.

SECTION 6 – Property

In addition to other legal requirements under existing local laws, the Council of Administration shall have the authority to purchase, sell or mortgage any Real Estate, only after written notice of such a proposal has first been given to all members of the Council of Administration, 30 days prior to such a 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 voting at a regular or special meeting.

SECTION 7

The Council of Administration require the advice and recommendation of the Department Judge Advocate and at times a qualified attorney, prior to taking action on any legal matter that is to be signed by the Department, binding the Department of California.

SECTION 8

When the VFW, Department of California, is considering to have a fund raiser that is identical and will conflict with the Auxiliary fund raiser which they have in operation now, and have had in prior years, a Liaison Committee, composed of the State Senior Vice Commander, the State Junior Vice Commander, State Adjutant and State Quartermaster shall meet with the State Auxiliary Senior Vice President and Treasurer to the VFW and come to a definite understanding, before it can be presented to the incoming Council of Administration for approval

SECTION 9

The Department Council of Administration shall not vote by a mailed/mailed ballot on any issue pertaining to the spending of monies. Only a properly convened meeting, regular or special, of the Council of Administration may be used to gain authorization for the expenditure of funds not covered by the then approved Department Budget.

ARTICLE VI DELEGATES

SECTION 1

Each Post, at a regular or special meeting held in April shall elect one (1) delegate and one (1) alternate to the Department Convention for thirty (30) members or a fraction thereof in good standing in the Post as of March 31st.

SECTION 2

Each Post, in accordance with the provisions of the National Bylaws, shall pay a fifteen (\$15.00) dollar registration fee for each accredited delegate to the Department Convention. The State Quartermaster shall place these funds in a restricted convention account and all funds not used during the current convention shall be held within said account for future conventions.

**ARTICLE VII
DEPARTMENT CONVENTION**

SECTION 1

Convention sites shall be determined no more than five (5) years in advance.

SECTION 2

Cities desiring to host Department Conventions shall submit a request through the appropriate District and/or Department Headquarters on forms provided, outlining the site, hotel and meeting space information. It shall be the responsibility of the State Adjutant/Quartermaster and/or designated individual(s) to obtain, review, and prepare the appropriate material for the Council of Administrations selection and/or approval.

SECTION 3

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SECTION 4

The Convention at its annual session shall assess dues of not less than fifty cents (\$0.50) per annum on each member in good standing in every Post within its jurisdiction. The State Quartermaster shall invoice each Post based on the prior year total membership and payable by May 31st. The monies received shall be *evenly* applied to the Veterans Service Fund *and the Programs Fund*.

SECTION 5

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SECTION 6

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SECTION 7

Standing committees of the Department Convention shall be as follows and meet in advance of the convening of the convention:

Registration & Credentials

Organization & Rules

Bylaw Amendments and
Resolutions

The State Commander will appoint all members of the Department Convention standing committees, in such numbers as deemed advisable and in doing so will designate the Chairman and Vice Chairman of each.

ARTICLE VIII COMMITTEES

SECTION 1

The State Commander shall schedule meeting locations and times in conjunction with all regularly scheduled Council of Administration meetings for the Department Veterans Service *Committee* and the *Department Trustees*. The State Commander shall schedule the State Legislative Committee, *Budget and Finance Committee*, Bylaws and Standard Operating Procedures Committee, *Motorcycle Advisory Committee*, and Redistricting Committee at locations and times deemed necessary.

SECTION 2

The Department shall have a Veterans Service Committee which shall establish the practice and procedures for representation by Department Service officers accredited to the Department of Veterans Affairs or other federal or state government agencies through the VFW, Department of California provided these procedures do not conflict with any provision of the National Bylaws or policies and procedures as adopted by the National Veterans Service Advisory Committee.

Under the supervision of the Department Council of Administration, and subject to the provisions of the Department Bylaws and orders of the Department Convention, the Veterans Service Committee shall establish the policy and or procedures under which the Veterans Service work of the Department shall be conducted and make appropriate budget recommendations provided these procedures do not conflict with any provision of the National Bylaws or policies and procedures as adopted by the National Veterans Service Advisory Committee.

The Veterans Service Committee shall function in accordance with the policies and procedures adopted by the National Veterans Service Advisory Committee. The Veterans Service Committee shall consist of the State Commander, Senior Vice Commander, Junior Vice Commander, Immediate Past State Commander, Committee Chairman and if appointed, the Service Director. The Committee Chairman, State Adjutant and Service Director shall be non-voting members of the committee.

The State Commander shall appoint a Veterans Service Committee Chairman and may appoint a Veterans Service Director. The Veterans Service Director, if appointed, must be an actively practicing Service Officer of the Department of California fully accredited with the General Counsel's Office of the U.S. Department of Veterans Affairs.

The Veterans Service Director, if appointed, the Veterans Service Committee Chairman and the Department Adjutant, in accordance with the policies and procedures adopted by the Veterans Service Committee and approved by the Department Council of Administration, shall be responsible for the administration,

supervision and technical guidance of all activities, programs and personnel of the Department Veterans Service Program.

All welfare, poppy and service monies allocated to Veterans Service work shall be kept in a separate fund and disbursed as approved by the Department Council of Administration.

SECTION 3

The State Commander shall appoint a State Legislative Committee which shall protect the welfare of Veteran(s) in local and state legislation that would benefit the Veteran, their dependent(s), or their survivor(s) and take action to avert or remove legislation unfavorable to Veterans as it deems necessary. The Committee Chairman shall keep the membership informed and make recommendations for action to the Council of Administration, electronically or in person.

The State Commander shall designate the Chairman of the committee.

SECTION 4

The State Commander shall appoint a Budget and Finance Committee for the purpose of working with the Department Quartermaster in establishing and monitoring an annual budget. This committee shall review, evaluate, recommend changes, and report all activities to the State Commander and Council of Administration. The committee shall consist of three (3) members. The State Commander shall appoint a Chairman.

SECTION 5 – Department Trustees

The Department Trustees shall consist of three (3) members and shall:

- a.) at least quarterly, review the financial records of the Department.
- b.) within thirty (30) days from the end of each quarter, properly audit the books and records of the State Quartermaster and submit a written report to the State Commander for referral to the Council of Administration.
- c.) perform such other duties as directed by the State Commander or by the Council of Administration.

No Trustee will serve in any other elected or appointed Department position during their term as a Trustee. Two trustees from the same district may not serve at the same time. Trustees shall be initially appointed as follows:

One member to serve one (1) year

One member to serve two (2) years

One member to serve three (3) years

The Trustees shall rotate up (1) one year and the (3) three-year member shall be appointed by the State Commander subject to confirmation of the Council of Administration. The State Commander shall designate the member who is serving the (1) one-year term to be Chairman.

A member of this committee shall be known as a State Trustee and appointed for a term of three (3) years.

SECTION 6

The VFW, Department of California has established within the Department two (2) motorcycle groups 1. VFW, Department of California Motorcycle Club and 2. VFW, Department of California Riders to enhance and promote VFW programs and services amongst the motorcycle and veterans' community.

The State Commander shall appoint a Motorcycle Committee for the purposes of maintaining relationships with the VFWCA Motorcycle Club and VFWCA Riders. This committee shall review and report all activities to the State Commander. The State Commander shall appoint a chairman. The VFWCA MC and VFWCA Riders shall designate their representative annually.

The Department of California adopts the Veterans of Foreign Wars National Riders Group Statement of Policy and policies and procedures established by the VFW Department of California.

A Post within the Department may form a VFWCA Rider's group in accordance with Veterans of Foreign Wars National Riders Group Statement of Policy and policies and procedures established by the VFW Department of California.

The VFWCA MC may establish chapters and operate within the boundaries of the VFW, Department of California in accordance with policies and procedures adopted by the VFWCA MC provided these procedures do not conflict with any provision of the National Bylaws or actions adopted by the National Convention or actions and or policies and procedures as adopted by the VFW, Department of California.

SECTION 7

The State Commander shall appoint a Redistricting Committee for the purpose of reviewing boundaries and composition of any or all Districts in the Department of California and in compliance with Sec. 401 of the National Bylaws. The committee shall have the responsibility of recommending necessary redistricting options to the Council of Administration for their action or submit Bylaw amendment(s) for action by the Department Convention. The committee shall consist of three (3) members and should be comprised of Past State Commanders. The State Commander shall appoint a Chairman.

SECTION 8

The State Commander shall appoint a Bylaws and Standard Operating Procedures Committee. The committee shall review, evaluate, recommend changes, and report all activities to the State Commander. The State Commander shall appoint three (3) members and designate the member who is to serve as Chairman. No more than one (1) member from the Department Council of Administration or more than one (1) member from a District shall serve.

SECTION 9

The State Senior Vice Commander may select the Committee and Program Chairmen for the following administrative year beginning February 1.

ARTICLE IX VETERANS SERVICE DEPARTMENT

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ARTICLE X OFFICIAL PUBLICATION

The official publication of the Veterans of Foreign Wars, Department of California, shall be, The California Veteran.

ARTICLE XI DEPARTMENT FUNDS

SECTION 1

Department Funds shall not be used under any circumstances as a loan or donation to any individual or individuals, nor shall they be used as a loan or donation to finance, or assist to finance, any private, or public, business firm, corporation or promoter.

SECTION 2

Department Funds shall not be used to subsidize and or purchase membership dues, unless the funds are raised for such purpose and or specifically allocated for such purpose within the approved budget.

SECTION 3

Admission fees of \$1.00 shall be collected from each Post within its jurisdiction for all new membership annual or life. The fees shall be transmitted to the Department upon receipt of invoice.

SECTION 4

All welfare and service monies allocated to veteran's service work shall be kept in a separate fund and disbursed as approved by the Department Council of Administration.

ARTICLE XII ENDORSEMENTS AND FUNDRAISING

California shall not endorse out of state candidates more than two years before the office begins. The Department shall allow out of state candidates for higher office to fund raise within California, at official functions, no more than one (1) year prior to the election of that office.

ARTICLE XIII MISCELLANEOUS PROVISIONS

SECTION 1

The Department of California shall have and maintain Standard Operating Procedures (SOP) that defines the day-to-day operations for the Department of California, which may be amended by majority vote of the Council of Administration electronically or at any regular or special meeting. The SOP shall not conflict with the National Bylaws, Manual of Procedure or the Department of California Bylaws.

SECTION 2

In accordance with National Bylaws, Manual of Procedures Sections 418 (a) (1) 1., 518 (9) and the Department Standard of Operating Procedures, the State Commander shall require annual inspections of all Districts and Posts within the Department of California. Inspections are to commence on September 1 and shall be completed by December 31 of each year.

SECTION 3

Deleted

SECTION 4

Deleted

**ARTICLE XIV
BYLAW AMENDMENTS**

SECTION 1

Any member in good standing, a Post, or a District, may propose an amendment to the Department Bylaws; provided, however, before consideration at the Department Convention, the proposed amendment must be approved by a District. Immediately following the District *meeting*, the proposed amendments must be forwarded to Department Headquarters.

A State Officer, including Past State Commanders, may propose an amendment to the Department Bylaws and forward the proposed amendment to Department Headquarters.

Notice of all proposed amendments shall be published electronically on the Department web site no less than fifteen (15) days before the convening of the Department Convention.

All Amendments adopted at any Department Convention according to the provisions of this section shall take effect thirty (30) days after the final adjournment of the Department Convention at which they were adopted and properly reviewed by the Commander-in-Chief of the Veterans of Foreign Wars of the United States.

SECTION 2

These Bylaws may only be amended or altered by the Convention by a two-thirds vote of the members present and voting at the Department Convention.

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.

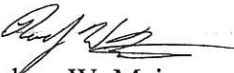
**ARTICLE XV
RESOLUTIONS**

Resolutions may be submitted to Department Headquarters by Posts and Districts if the resolution was acted upon at a regular or special meeting. Resolutions must be signed by the respective Commander and attested to by the Adjutant. In order for the resolution to be published in the Convention Tally Book it must be received at Department Headquarters no later than April 15th of each year. Any member of the current Council of Administration and all Past State Commanders may submit Resolutions.

Resolutions submitted at the Department Convention shall be submitted in writing to the State Adjutant no later than the opening of the first (1st) business session of the convention.

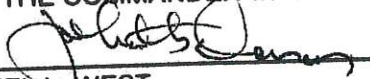
CERTIFICATE

I hereby certify that the above By-Laws of the Department of California Veterans of Foreign Wars of the United States, were reviewed and adopted by the 17th Department Convention in Oroville in 1937, were duly approved by the Commander-in-Chief; were amended by resolution of subsequent Department Conventions; and were revised and amended by the 41st Annual Department Convention in 1961; by the 42nd Annual Department Convention in 1962; by the 45th Annual Department Convention in 1965; by the 46th Annual Department Convention in 1966; by the 47th Annual Department Convention in 1967; by the Annual Department Convention in 1969; by the 50th Annual Department Convention in 1970; by the 51st Annual Department Convention in 1971; by the 54th Annual Department Convention in 1974; by the 55th Annual Department Convention in 1975; by the 56th Annual Department Convention in 1976; by the 57th Annual Department Convention in 1977; by the 58th Annual Department Convention in 1978; by the 59th Annual Department Convention in 1979; by the 61st Annual Department Convention in 1981; by the 62nd Annual Department Convention in 1982; by the 63rd Annual Department Convention in 1983; by the 66th Annual Convention in 1986; by the 67th Annual Department Convention in 1987; by the 68th Annual Department Convention in 1988; and the 69th Annual Department Convention in 1989, and as amended by the 70th Annual Department Convention in June, 1990, and as amended by the 71st Annual Department Convention in June, 1991, and as amended by the 72nd Annual Department Convention in June, 1992, and as amended by the 73rd Annual Department Convention in June, 1993, and as amended by the 74th Annual Department Convention in June, 1994, and as amended by the 75th Annual Department Convention in June, 1995, and as amended by the 76th Annual Department Convention in June, 1996, and as amended by the 77th Annual Department Convention in June 1997, and as amended by the 79th Annual Department Convention in June 1999, and as amended by the 80th Annual Department Convention in July 2000, and as amended by the 81st Annual Convention in July 2001, and as amended by the 82nd Annual Convention in June 2002, and as amended by the 83rd Annual Convention in June 2003, and as amended by the 84th Annual Convention in June 2004, and as amended by the 85th Annual Convention in June 2005, and as amended by the 87th Annual Convention in June 2007, and as amended by the 88th Annual Convention in June 2008, and as amended by the 89th Annual Convention in June 2009, and as amended by the 90th Annual Convention in June 2010, and as amended by the 91st Annual Convention in June 2011, and as amended by the 92nd Annual Convention in June 2012, and as amended by the 93rd Annual Convention in June 2013, and as amended by the 94th Annual Convention in June 2014, and as amended by the 95th Annual Convention in June 2015 and as amended by the 96th Annual Convention in June 2016 and as amended by the 97th Annual Convention in June 2017, and as amended by the 98th Annual Convention in June 2018, and as amended by the 99th Annual Convention in June 2019, *and as amended by the 102nd Annual Convention in June 2022.*


Rodger W. Meier
State Adjutant



REVIEWED **JUL 05 2022**
FOR THE COMMANDER-IN-CHIEF


DANIEL L. WEST
ASSISTANT ADJUTANT GENERAL
BY JOHNATHAN R. DUNCAN, DIRECTOR
ADMINISTRATIVE OPERATIONS