Revision to Department of Michigan Constitution Article 4.3g to reflect the updated changes

4.3 g The Nominating Committee shall be established under the guidance of an advisor chosen by the Chairman of the State Board of Directors State Commander and shall recommend to the membership at the Annual State Convention the positions for State Commander, Vice Commanders, State Treasurer and State Chaplain. Any member seeking an interview before the Nominating Committee shall submit a Higher Office Form to the Department and be received by Department no later than the last Friday in May twenty (20) days prior to the first business session of the State Convention.

Whereas; the administrative affairs of this organization shall be vested in the State Executive Committee; and

Whereas; the State Executive Committee is among the governing bodies of this organization; and

Whereas; the Supreme powers, the powers to determine and revise policies and direction of the Organization shall be vested in the State Convention to be held once each year and to be composed of the State Officers, duly authorized Executive Committee members and duly authorized Chapter delegates; and

Whereas; five (5) of the nine (9) members that compose the State Executive Committee served on the State Board of Directors; and,

Whereas; the State Board of Directors has been determined to be redundant in its role, has no vested role in the administration of this organization, is not a governing body of this organization and lacks power to determine and revise policies and direction of the organization; and

Whereas; a deadline of twenty (20) days prior to the first business session of the State Convention provides a time frame for clerical actions to be completed; and

Whereas; the current deadline for submission of documents to the Annual State Convention is inconsistent;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Constitution Article 4.3i to reflect the updated changes

4.3i Each Vice Commander will be assigned Chapters to follow progress and report to the Board of Directors State Executive Committee, Chapters will be assigned by the State Adjutant.

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Constitution Article 4.4 to reflect the updated changes

4.4 State Executive Committee

4.4a There shall be a State Executive Committee to be composed of nine (9) voting members, the State Commander, Immediate Past State Commander, the State Vice Commanders, and one Executive Committee member from each district in good standing. The State Judge Advocate, State Treasurer and State Adjutant shall serve on the State Executive Committee as advisors with a voice, but no vote.

Whereas; the heading of Article 4.4 "Executive Committee" is in conflict with the named "State Executive Committee" throughout the Department Constitution and Bylaws; and

Whereas; three (3) non-voting members of the State Executive Committee had inadvertently been excluded from the previous Constitution language;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Constitution Article 4.5, 4.5a and 4.5b to reflect the updated changes

4.5 Board of Directors

4.5a There shall be a State Board of Directors composed of seven (7) voting members, to include the State Commander and the four (4) district Executive Committee Members.

4.5b There shall be no more than one (1) Executive Committee person elected from each district. The State Treasurer, State Judge Advocate, and the State Adjutant shall serve on the Board of Directors as advisors with a voice, but no vote.

4.5c Vacancies shall be filled as stated in the State Bylaws under section 10.3

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Constitution Article 9.1 to reflect the updated changes

ARTICLE IX - AMENDMENTS

9.1 Resolutions proposing to amend the State Department Constitution **and Bylaws** must be submitted no later than fourteen (14) twenty (20) days prior to the first business session of the State Convention

Whereas; amendments to the Bylaws must also be submitted; and

Whereas; deadlines for submission of documents to the Annual State Convention are inconsistent; and

Whereas; changing all deadlines to twenty (20) days provides a time frame for clerical actions to be completed;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 4.4 to reflect the updated changes

4.4 Chapter Convention Delegates

Each Chapter shall, under its own rules, select one delegate and one delegate alternate for its charter and one delegate and one delegate alternate for each twenty-five (25) members or major fraction thereof, to represent the Chapter at the State Convention, at least twenty (20) days prior to the opening first business session of the convention and certify these delegates to the State Adjutant prior to the opening first business session of the convention on forms to be provided by Department headquarters.

Whereas; the opening of the convention would be in conflict with the change to "the first business session" of the convention found in the Constitution and Bylaws;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Articles 6.5a and 6.5b to reflect the updated changes

6.5a The State Adjutant shall be appointed by the State Commander in a non-compensated/compensated position as determined by the Board of Directors State Executive Committee discretion and set forth in the Board of Directors policies and only removed by 2/3 majority vote from the Board of Directors State Executive Committee.

6.5b The State Adjutant shall serve in a part time/ full time capacity based upon the work load and need of the organization and determined by the Board of Directors State Executive Committee.

6.5d The State Adjutant shall be the secretary at the State Convention and State Executive Committee Meetings and shall determine the form of the State Convention Credentials.

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws; and

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Articles 6.6e through 6.6i to reflect the updated changes

6.6e The State Treasurer shall be an ex-officio member of the State Board of Directors

6.6fe The State Treasurer shall review all payment vouchers prepared in support of Department expenditures based on the annual Department budget.

6.6gf The State Treasurer shall review all payment vouchers prepared in support of expenditures based on the annual Rehabilitation program budget.

6.6hg All accounting procedures, budgeting, back-office procedures, shall be the shared responsibility of the State Treasurer and State Adjutant, with the approval of the State Board of Directors Executive Committee.

6.6ih The State Treasurer must be bonded; the Board of Directors State Executive Committee shall determine the bond amount.

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws; and

Whereas; current numbering would be in conflict with changes to the Bylaws Article 6;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 9.1e to reflect the updated changes

9.le The order of business at the State Executive Committee Meetings shall be:

- 1. Call to order by presiding Officer.
- 2. Roll call of members.
- 3. Minutes of the previous meeting.
- 4. Report of the State Treasurer.
- 5. Report of the Chairman of the Board of Directors.
- 5. Communications.
- 6. Committee reports.
- 7. Unfinished business.
- 8. New business.
- 9. Good of the order.
- 10. Adjournment.

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws; and

Whereas; current numbering would be in conflict with changes to the Bylaws Article 9.1e;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 9.2 to reflect the updated changes

9.2ab All legislative, administrative and executive matter not otherwise specifically covered by the provisions of the State Department Constitution and Bylaws, mandates or regulations of the State Convention, or by the National Organization's Constitution and Bylaws shall be determined by the State Executive Committee.

9.2c The State Executive Committee shall have approval rights over financial policies in the event the policies are not governed by the State Department Constitution and Bylaws or the Constitution and Bylaws of the National Organization.

9.2d The State Executive Committee shall have the right of approval of all appointments to be made by the State Commander.

Whereas; current numbering would be in conflict with changes to the Bylaws Article 9.2;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 9.3 to reflect the updated changes

9.3a Reimbursement of State Executive Committee member's expenses to and from State Conventions shall be governed by the State Department Bylaws. as a "Power and Duty of the State Board of Directors."

10.1d 9.3b The State Board of Directors Executive Committee shall set reimbursement rates, not to exceed Internal Revenue Service guidelines

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws; and

Whereas; current numbering would be in conflict with changes to the Bylaws Article 9.3;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 9.4f to reflect the updated changes

9.4f Each Executive Committee member must follow any further duties per the State Board of Directors policies

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws;

Therefore, be it resolved that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 10, 10.1, 10.1a, 10.1b, 10.1d and 10.1e to reflect the updated changes

ARTICLE 10 - Board of Directors Department Operations

10.1 9.2a The Board of Directors State Executive Committee shall provide oversight and assessment of operation and staff of the Organization. The Board of Directors State Executive Committee shall have the responsibility for approval of the annual budget. The Board of Directors State Executive Committee shall implement policies to ensure that all finances and assets of the DAV Department of Michigan are managed in a prudent and responsible manner.

10.1a The Board of Directors shall be composed of five (5) members, to include the State Commander and the four (4) district Executive Committee members. The election shall take place at the annual state convention. the two (2) district Executive Committee member from even numbered districts shall be elected in even numbered years for a two (2) year term, and the members of the odd numbered districts shall be elected in odd numbered years for a two (2) year term.

10.lb Annually following the adjournment of the State Convention and majority vote, the Board of Directors shall elect a Chairman and Vice-Chairman. The State Treasurer, State Judge Advocate, and the State Adjutant shall serve on the Board of Directors as advisors with voice but no vote.

10.1d The State Board of Directors shall set reimbursement rates, not to exceed Internal Revenue Service guidelines

10.le The regular business of the organization requiring the consideration of the State Board of Directors between scheduled meetings, shall be transacted through the office of the State Adjutant by the use of the mail, telephone, e-mail or facsimile transmission. Whenever a vote is taken in this fashion the votes shall be printed listing the vote of each Board of Directors member as soon as possible following each vote and the results communicated to the members

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws; and

Whereas; current numbering would be in conflict with changes to the Bylaws Article 10.1;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 10.2 to reflect the updated changes

10.2 Audit Committee

Pursuant to the Disabled American Veterans National Constitution Bylaws and Regulations Article 8 Section 8.4 and Article 9, Section 9.3; Department and chapters will perform an annual audit complying with National's audit requirements. Further, for Department and for those chapters with gross receipts exceeding \$300,000.00, a review of the financial statements must comply with the American institute of Certified Public Accountants Statements and Standards.

Whereas; the requirement to perform annual audits is covered by Article 8 of the National Constitution Bylaws and Regulations, and

Whereas; their inclusion in Department Bylaws is redundant;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws and 10.2a to reflect the updated changes

10.21a Department of Michigan

The State Board of Directors Executive Committee shall elect three (3) of its members to serve on the audit committee for one (1) year commencing from the first Board of Directors State Executive Committee meeting after election and installation of the State Executive Committee members at State Convention. The Audit Committee will have the power to review and approve the financial statement audit engagement for the fiscal end-of-year financial statement audit. The audit committee will present at the annual budget meeting their selection of the auditing firm and request the amount of the cost of the annual financial audit for payment. Additional responsibilities and requirements of the audit committee are formalized in the Board of Directors State Executive Committee policies, Audit Committee Charter specifically.

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws; and

Whereas; current numbering would be in conflict with changes to the Bylaws Article 10;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 10.2a to reflect the updated changes

10.21b Department of Michigan Chapters

Chapters shall elect or appoint three (3) of their members that are in good standing and do not have authority and/or responsibility over the chapter's financial gross receipts to the audit committee. The audit committee will convene after the chapter's fiscal year end and prior to September 30th.

For chapters with gross receipts exceeding \$300,000.00, the audit committee will contract for a Certified Public Accountants audit of the financial statement (s) and submit the completed financial statement (s) and audit report to Department and national before September 30th. Additionally, the audit committee will ensure that IRS form 990 is completed and filed with the IR. Furthermore, the audit committee will oversee the mitigation of any and all audit findings by the chapter officers.

For chapters with gross receipts less than \$300,000.00, the audit committee will minimally audit:

- The handling and posting of receipts to the financial statements.
- The approval of disbursements and payment of funds.
- The completion of the Disabled American Veterans Annual Financial Report, verify balances of monies reported on each line item of the report.
- The filing of the report prior to September 30th. Chapters with gross receipts less than \$10,000.00, the report is sent to Department only. Chapters with gross receipts of \$10,000.00 or greater the report is sent to Department and National Organization.
- IRS form 990 is completed and filed with the IRS.

Whereas; current numbering would be in conflict with changes to the Bylaws Article 10; and Whereas: the thresholds outlined above are defined by National and IRS and may change.

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 10.3 to reflect the updated changes

10.3 Vacancies

Should the Chairman of the State Board of Directors become unable or unwilling to serve, the Vice Chairman shall serve as the Chairman for the remainder of the unexpired term. If a vacancy occurs in the offices of the offices of the State Adjutant or State Treasurer, the State Commander appoints an eligible replacement to serve for the remainder of the unexpired term, to be confirmed by the Executive Committee.

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 10.4a through 10.4p to reflect the updated changes

10.4 Powers and Duties of the State Board of Directors

10.4a 9.4gThe State Board of Directors Executive Committee shall make recommendations to the State Convention to improve service or better the general structure of the Disabled American Veterans, Department of Michigan.

10.4b 9.4h The State Board of Directors Executive Committee shall have direct supervision over Article XII-Employment.

10.4e 9.4i The State Board of Directors Executive Committee shall have rights of approval concerning any and all personnel to be employed by the Department of Michigan.

10.4d 9.4j It shall be the responsibility of the State Board of Directors Executive Committee to provide for the audit of all Department of Michigan accounts, to see that all employees and appointive officer of the Department of Michigan entrusted with the handling of Department funds and revenue are properly bonded and that the bond premiums are promptly paid, and that the finances of the Organization are properly managed to secure an economic and business-like administration of its financial affairs.

10.4e 9.4k The State Board of Directors Executive Committee shall have direct supervision of the Department of Michigan revenue, expenditures and investment policies.

10.4f 9.41 The State Board of Directors Executive Committee shall authorize and cause to be paid the expenses of the State Commander or his/her designated representative, the National Service Officers, and the Department Service Officers at any time they are on official business of the Department.

10.4g 9.4m The State Board of Directors Executive Committee shall authorize and cause to be paid the expenses of the State Officers, the State Adjutant, if the funds are available the Department Service Officers, the National Service Officers, and such other appointed Officers as may be designated by the State Commander with the approval of the State Board of Directors Executive Committee to the annual State Convention.

10.4h 9.4n The State Board of Directors Executive Committee shall provide such clerical help as is needed to conduct the State Convention and the meetings of the State Executive Committee, and shall authorize and cause to be paid the expenses of such clerical staff.

10.4i The State Board of Directors shall authorize and cause to be paid the expenses of the State Executive Committee.

10.4j 9.4o The State Board of Directors Executive Committee shall determine, authorize and cause to be paid convention rates for the expenses of the State Executive Committee members to the annual state convention, provided that the State Executive Committee member is shown on the official roll call to be present at the preconvention Executive Committee meeting. Newly elected State Committee members to be seated at the post-convention Executive Committee

meeting shall not be reimbursed for expenses to the State Convention. If the newly seated Executive Committee members are required to remain one or more days following the close of the annual State Convention, they shall be reimbursed convention rates for the expenses of the additional stay.

10.4k 9.4p The State Board of Directors Executive Committee shall authorize and cause to be paid a set amount not to exceed IRS guidelines for expenses of the State Commander, and providing funds are available the State Senior Vice Commander and the State Adjutant to and from the National Convention.

10.41 9.4q The State Board of Directors Executive Committee shall determine and cause to be paid convention rates for the expenses to all special meetings of the State Executive Committee between conventions provided that the State Executive Committee is shown present on the official roll call at the meeting.

10.4m 9.4r The State Board of Directors Executive Committee shall determine the salary of all compensated positions within the Department of Michigan not covered under the DSO Grant Program.

10.4n 9.4s The State Board of Directors Executive Committee shall, subject to the approval of the State Executive Committee, determine financial policies of the Department of Michigan not governed by the State Department of Michigan Constitution and Bylaws or the National Constitution and Bylaws.

10.40 9.4t The State Board of Directors Executive Committee shall allocate funds to maintain a Department Hospital Fund.

10.4p 9.4u The State Board of Directors Executive Committee shall provide annually in the Department budget an appropriation of not less than \$300.00 to the host chapter for the purpose of holding district meetings.

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws; and

Whereas; reimbursement of expenses of the State Executive Committee is defined by Article 9.3

Whereas; current numbering would be in conflict with changes to the Bylaws Article 10.4;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 11.1a through 11.1c to reflect the updated changes

11.la All expenditures of the Disabled American Veterans, Department of Michigan shall be made by check or electronic funds transfer and supported by payment vouchers approved by any two or more of the following: The State Commander, the State Treasurer, and the State Adjutant and the Chairman or Vice Chairman of the State Board of Directors.

11.lb The State Treasurer, State Commander, Chairman of the Board of Directors, and the State Adjutant shall be listed on all Department deposit accounts as authorized signatories.

11.lc Reimbursement of travel expenses shall be set by the State Board of Directors Executive Committee and shall not exceed Internal Revenue Service guidelines.

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws;

Therefore, be it resolved that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 11e to reflect the updated changes

11.le Chapter per capita dues for members under 80 shall be \$1.50 per member. No per capita dues shall be remitted or collected for any member over the age of 80 and over.

Whereas; those members age 80 are not required to remit per capita dues;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Constitution and Bylaws 12.1, 12.1a and 12.1d to reflect the updated changes

ARTICLE 12 - EMPLOYMENT POLICY OF THE DEPARTMENT OF MICHIGAN
12.1 Application for any compensated position within the Department of Michigan shall be made to the State Board of Directors Executive Committee.

12.la All requests for personnel shall be directed to the State Board of Directors Executive Committee.

12.ld In the event of a justified reduction in work force as determined by the State Adjutant or the Director of the National Service office, the position(s) affected will be based on the needs of the organization and the veteran population served and be approved by the State Board of Directors Executive Committee.

Whereas; the State Board of Directors would be in conflict with the change to the Constitution and Bylaws;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd

Revision to Department of Michigan Bylaws Article 15.1a to reflect the updated changes

ARTICLE 15 - AMENDMENTS

15.la

Resolutions proposing to amend the State Department Bylaws must be submitted to the State Adjutant not later than fourteen (14) twenty (20) days prior to the first business session of the State Convention.

Whereas; deadlines for submission of documents to the Annual State Convention are inconsistent; and

Whereas; changing all deadlines to twenty (20) days provides a time frame for clerical actions to be completed;

Therefore, be it *resolved* that this change once adopted takes effect immediately upon approval of the National Organization.

Deborah Dodd