

# **Constitution of the AMVETS Department of New Jersey Service Foundation**

Amendments of the Constitution approved by the  
Department Executive Committee on the dates shown below

August 8, 1957

March 21, 1979

November 23, 1983

February 22, 1984

June 3, 2000

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**CONSTITUTION OF THE**  
**AMVETS DEPARTMENT OF NEW JERSEY SERVICE FOUNDATION**  
**WITH AMENDMENTS**

**ARTICLE I**  
**PURPOSE**

The purpose of the AMVETS Department of New Jersey Service Foundation is to be one of assistance in furthering the program and services of the AMVETS Department of New Jersey Service Department, particularly in those respects as outlined in the Certificate of Incorporation of the AMVETS Department of New Jersey Service Foundation, a copy of which is to be incorporated in the Minutes of this corporation. AMVETS Department of New Jersey Service Foundation shall furnish to those citizens who are not eligible for membership in the congressionally chartered veterans' organization, AMVETS (American Veterans), an opportunity to support the service program of that organization.

**ARTICLE II**  
**MEMBERS**

The active membership of the AMVETS Department of New Jersey Service Foundation shall be restricted to members of AMVETS Department of New Jersey.

**ARTICLE III**  
**BOARD OF TRUSTEES**

*Section 1.* The Department executive committee shall elect the Board of Trustees for this corporation

*Section 2.* The Board of Trustees shall consist of ten (9) members in good standing of AMVETS. The incumbent Department Commander, the Immediate Past Department Commander, except in the instance of a Commander succeeding himself in office in which event a vacancy shall be deemed to exist to be filled in accordance with the provisions of this Constitution pertaining to vacancies, the incumbent Department Judge Advocate, and the incumbent Department Service Officer of AMVETS, all of whom shall serve for the duration of their elective or appointive office. The other six (9) members of the Board of Trustees shall be elected by and from among the members of the State Department of New Jersey, AMVETS, and shall serve for a term of three (3) years. The President votes only in case of a tie.

Amended November 23, 1983 Section 2 Article IV

*Section 3.* The Board of Trustees shall hold its annual meeting every year at the conclusion of the annual State Department Convention, at a time and place to be determined by the President. All members of the Board from the preceding year shall hold office until replaced at the annual meeting. Special meeting of the Board of Trustees other than the regular annual meetings as hereinabove specified, or as regulated

or required by law, may be called by the President or by any three members of the Board of Trustees by providing adequate written notice of said meeting to all the members of the Board of Trustees. Any special meeting of the Board of Trustees shall be held at any place which may be agreeable to a majority of the members of said Board.

Amended 02/22/1984 Section 3

*Section 4.* Any member of the Board of Trustees may be removed upon a two-thirds vote of the entire membership of the Department Executive Committee of AMVETS for such reasons as may be satisfactory to the members of the said Committee provided, however, that the members who are being tried for removal shall not have a vote.

*Section 5.* Whenever any vacancy shall occur in the Board of Trustees by death, resignation or removal as provided for in Section 4, or otherwise, such vacancy shall be filled by a majority vote by ballot of the members of the Department Executive Committee of AMVETS at its next meeting. The person so elected shall hold membership on such Board for the remainder of the unexpired term caused by the vacancy in membership therein, unless in the meantime he dies, resigns or shall be removed for cause as in Section 4 hereinabove

*Section 6.* Five of the Trustees shall constitute a quorum for all meetings of the Board. A majority vote of a quorum of said trustees shall be final and conclusive as to all matters passed upon by said Board. The Board of Trustees may, by favorable ballot of a majority of its members, extend its approval of and thereby adopt any proposal submitted.

Amended 2/2/1984 Section 6

*Section 7.* The members of the Board of Trustees shall serve without compensation, but shall be allowed their reasonable authorized expenses incurred in travel and otherwise in pursuit of the Foundation's business, and it shall be the duty of the Board of the Foundation's business, and it shall be the duty of the Board of Trustees to pass upon and approve or disapprove vouchers for payment of such expenses, according to such rules and procedures as it may have established. A paid employee, National or Department, shall not vote in any issue pertaining to him self.

#### ARTICLE IV OFFICERS

*Section 1.* The officers of the Foundation shall consist of a president, a vice-president, a secretary, and a treasurer, whose terms of office shall be one year. The officers shall be elected by a majority vote of the entire Board of Trustees at the annual meeting. The first election shall be held immediately after the organization of the full Board of Trustees. The officers shall serve in such capacity until their successors shall have been elected at each annual meeting of the Board of Trustees.

*Section 2.* The President, who shall be the Executive Officers of this organization (or in his absence, the Vice-President) shall act as the Chairman of the Board of Trustees. The Secretary shall keep a complete record of the Minutes of the meetings of the Board of Trustees.

*Section 3.* In case of the death, resignation, ineligibility, or removal of any officer for cause, the Board of Trustees shall elect his successor from among its members who

shall hold office for the unexpired term, and until his successor shall have been duly elected.

*Section 4.* The incumbent Department Judge Advocate shall automatically serve as Counsel of the Service Foundation, provided said Judge Advocate is an active member of AMVETS Department of New Jersey.

*Section 5.* Any trustee of the Foundation who misses two consecutive meetings without being excused by the President shall be dropped from the rolls, of the Foundation.

Amended 3/21/1979

#### ARTICLE V AUTHORITY FOR CONTRACTS

Section 1. The making of all contracts for fund raising and for other purposes provided in the Certificate of Incorporation of the AMVETS Department of New Jersey Service Foundation is hereby specifically delegated to the Board of Trustees.

Section 2. Such contracts shall be entered into in the name of the AMVETS Department of New Jersey Service Foundation and shall be authenticated by the signature of the President of the Board of Trustees after having been duly approved by said Board. The proposals and negotiations leading to any actual contracts shall be approved by the members of the Board of Trustees.

#### ARTICLE VI DUTIES OF THE BOARD OF TRUSTEES

It shall be the duty of the Board of Trustees:

1. To cause to be kept a complete record of all its Minutes and accounts.
2. To supervise all officers or agents of the Service Foundation and to require proper performance of the Foundation.
3. To designate a depository, or depositories, for the funds and securities and other properties of the Foundation.
4. To make such appropriations to the AMVETS, Department of New Jersey (American Veterans) as may enable it to render needed service to veterans as set forth herein in the Certificate of Incorporation.
5. To determine the kinds and classes of securities and properties in which funds of the Foundation shall be invested; but, in any event, in investing such funds, it shall be governed by the laws of the State of New Jersey regulating the investments of such funds.
6. To hold and exercise all of the powers and rights conferred upon trustees or directors of a corporation generally by the laws of the United States and the State of New Jersey.
7. To make such contracts as may be authorized under the Certificate of Incorporation of the AMVETS National Service Foundation.
8. To accept or reject such bequests, donations, contributions, or subscriptions as may be made to it by any individual, company or corporation, or may be assigned to it by AMVETS (American Veterans), or by any other organization or agency, to be used

for the purposes provided in the Certificate of Incorporation, provided, however, that as to all donations, contributions, subscriptions or gifts, such acceptance or rejection shall be subject to approval of the majority of the Department Executive Committee of AMVETS (American Veterans), which body shall be fully informed as to the source of and all negotiations leading up to the offer of such donations, contribution, subscription or gift, and provided, further, that no donation, contribution, subscription or gift shall ever be accepted from any source which seeks or attempts to influence the policy of AMVETS, or any of its branches, auxiliaries, or related incorporated entities.

9. To make such expenditures and to enter into such agreements as may be necessary, in its discretion, to fulfill the purposes outlined in the Certificate of Incorporation.
10. To employ such persons and at such salaries as it deems necessary to carry out the purposes hereof, and as set forth in the Certificate of Incorporation.
11. To provide for the adequate bonding of such officers and members of the Board of Trustees, and of such agents as it may designate, to protect the funds of this Foundation.

## ARTICLE VII POLICY

*Section 1.* This AMVETS Department of New Jersey Service Foundation, incorporated for all purposes of policy, shall be considered a subsidiary as referred to in Article XIII of the By-Laws of AMVETS (American Veterans) and shall be subject to the provisions of said Article.

*Section 2A.* All funds acquired by AMVETS Department of New Jersey Service Foundation shall be placed in a general bank account, and appropriations, advances or loans therefrom, may be made only to the Department of New Jersey Service Foundation or Department of New Jersey Headquarters of AMVETS (American Veterans), or to any other person, agency, company or corporation for carrying out the purposes of the Article of Incorporation.

*Section 2B.* The President and Treasurer of said Foundation are authorized to expend the sum of \$250.00 in order to carry out the purposes of the Foundation without prior approval of the Trustees. Any expenditure over the sum of \$250.00 will require the approval of the Board of Trustees.

Section 2 amended to 2A and 2B November 23, 1983

*Section 3.* The funds of the Foundation may be invested only as provided by and with the approval of a majority of the members of the Board of Trustees.

*Section 4.* All activities of the AMVETS Department of New Jersey Service Foundation shall be under the supervision, direction and control of the President of the Board of Trustees.

*Section 5.* Robert's Rule shall govern when there is no other provision in these rules and regulations.

*Section 6.* This Constitution and Regulations may be amended, added to, or altered as follows:

1. Such amendments, additions, or alterations shall be submitted to the Board of Trustees.