



June 15, 2023

Joseph Bragg, Commander
Department of Hawaii VFW
91-1003 Amaamma St.
Ewa Beach, HI 96706

Re: Proposed Amended Bylaws

Dear Comrade Bragg:

Receipt is acknowledged of the proposed revised Bylaws for the Department of Hawaii, 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.

Respectfully,

Johnathan Duncan
Director, Administrative Operations

Cc: Department Adjutant

NATIONAL HEADQUARTERS

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VETERANS OF FOREIGN WARS OF THE UNITED STATES DEPARTMENT OF HAWAII

CHARTERED JUNE 9, 1939
DEPARTMENT BYLAWS
REVISED JUNE 10, 2023

ARTICLE I NAME AND JURISDICTION

Section 101. This subdivision of Veterans of Foreign Wars of the United States shall be known as the Department of Hawaii, Veterans of Foreign Wars (VFW) of the United States. This organization will be hereinafter referred to as the “Department”.

Section 102. The jurisdiction of this Department shall conform within the territorial boundaries within the State of Hawaii, American Samoa, and Samoa.

Section 103. The permanent location of the Headquarters of the Department of Hawaii, Veterans of Foreign Wars of the United States, shall be at 438 Hobron Lane Suite 407, Honolulu, Hawaii 96815.

ARTICLE II OBJECT AND MEMBERSHIP

Section 201. The object of this Department shall be as set forth in the National Bylaws and Congressional Charter of the Veterans of Foreign Wars of the United States.

Section 202. The qualifications and eligibility for membership in the organization shall be governed by the Congressional Charter and Bylaws of the National Organization, in accordance with (IAW) Article I, Section 101.

ARTICLE III POSTS

Section 301. Post status shall be in accordance with and governed by the National VFW Bylaws and Manual of Procedure IAW Sections 201 through 223.

Section 302. Post Status shall be monitored and updated monthly by the Department Adjutant and available upon request. Status shall be posted on the Department website for easy access.

Section 303. The Post Commander serves as both the Post Commander and as a member of the Department Council of Administration (COA). In the event that a Post Commander resigns or is removed from the Post Commander position, the position shall be filled IAW Section 220 of the Manual of Procedure.

ARTICLE IV DEPARTMENT

Section 401. The Department of Hawaii, VFW, shall be governed by the Department Convention in accordance with the National VFW Bylaws and Manual of Procedure IAW Article V, Section 501 - 522. Council of Administration composition, powers, and duties IAW Article V, Section 522.

Section 402. Delegates and Alternates to the Department Convention shall be elected in accordance with the provisions of the National Bylaws: One Delegate and One Alternate shall be elected for each 30 members, or fraction thereof, in good standing in the Post as of the date of election. *A list of delegates, alternates, and other Convention members who are eligible to vote will be submitted to the Department.*

A delegate registration fee of (\$10.00) shall be paid by Post for every delegate based upon the Department Quartermaster's records thirty days prior to the Convention, with such additions as may be authorized by new Posts. Delegate's registration fees shall be forwarded by all Posts regardless of the number of delegates are present at the annual Department Convention and must be submitted to the Department Quartermaster no later than fifteen (15) days before the Department Convention each year. Any Post failing to forward the full delegate registration fee shall be considered delinquent and in arrears.

The Department Quartermaster will set up a Department Convention Fund. All delegate fees received will be placed and expended only for expenses incurred during the Department Convention.

Section 403. The Bylaws of the Department of Hawaii shall be those previously enumerated from the National VFW Bylaws and Manual of Procedure and as they may be supplemented by the Department Convention at its annual session IAW Section 504 - 521.

Section 404. Council of Administration (COA) shall be responsible for administering the affairs and business of the Department between Department Conventions.

A. The COA shall be composed of IAW Section 522. Specifically, the Department COA shall consist of the Commander, Senior Vice Commander, Junior Vice Commander, Quartermaster (QM), Adjutant, Judge Advocate, Surgeon, Chaplain, Chief of Staff, Inspector, past four (4) Department Commanders to include the Immediate Past Department Commander, and three most recent Department Commanders willing to serve starting with most recent back, and all Post Commanders. In the absence of any of the immediate past four department Commanders, a

follow-on Past State Commander present, can be named at the meeting and function as a member of the COA. In the absence of Post Commander, the Post Senior Vice Commander and in the absence of the Post Senior Vice Commander, the Junior Vice Commander may function as a member of the COA.

B. The COA shall, at the first meeting following the Department Convention, approve and adopt an annual budget covering the financial operations of the Department for the ensuing year. The COA shall have the power to fix all Department salaries, budgets and expenses and approve all transactions prior to their installation. Transactions(s) that are approved by the COA, and, with the Commander's final approval will be executed by the QM. All money movements will be reported at the next COA with the appropriate documentation. Expenditures not covered under approved annual budgets such as emergency or over budget situations must be voted on by the COA and accompanied by all required documentation and reported at the next COA.

C. All State Officers and Committees with budgets shall report budget expenditures at each COA.

D. The Commander and the COA may remove a Department elected officer, committee member(s), or appointed salaried officer IAW Section 520 of the Manual of Procedure.

Section 405. Department Officers:

A. The Officers of this Department shall be as provided in ARTICLE V of the National Bylaws. In addition the Judge Advocate and State Surgeon are elected.

B. IAW section 516 b, c, The Department Commander shall appoint an Adjutant, Inspector, Service Officer, and Officer of the Day.

C. With respect to salaried officers, the appointment shall be made subject to the confirmation of a majority of the Department COA.

D. No two salaried positions will be held by an individual. In the event that there are no suitable candidates, the Department Commander can appoint with a 2/3rds approval of the COA, present and voting may appoint a person to a maximum of two positions.

Section 406. Committees:

A. To facilitate the work of the organization and to assist the Department Commander and the Council of Administration in the advancement of the causes of the Veterans of Foreign Wars. The following are the required State Committees:

- i. Bylaw
- ii. Community Activities
- iii. Conventions
- iv. Finance
- v. Legislative
- vi. Membership
- vii. Veterans and Veterans Support

- vii. National Programs
- viii. Department Veteran Service Advisory Committee

B. Committees shall maintain a Committee Standard Operating Procedures (SOP) together with their composition, duties, and responsibilities. Current SOPs shall be maintained with the Adjutant as part of the Department SOPs.

C. The Department Commander shall appoint and/or disband such other special committees as deemed necessary. Special committees shall only serve during the current administration.

Section 407. Virtual or Electronic Meetings.

A. Post - Virtual or electronic post meetings shall be conducted IAW Section 203 and all applicable official guidelines.

B. COA - Virtual or electronic COA meetings shall be conducted IAW Section 522 and all applicable official guidelines.

C. The Department Commander at their respective judgment may make such accommodations to conduct the fraternal business of the organization within federal, state, and local governmental guidelines where health, safety or disaster restrictions apply to include such required meetings be conducted electronically. Meetings shall be conducted IAW Section 522 and all applicable official guidelines.

Section 408. Rules of meetings. Any procedural matter not provided for by these Rules or Convention Rules shall be governed by the current Robert's Rules of Order, Newly Revised.

ARTICLE V STANDARD OPERATING PROCEDURES (SOP)

Section 501. Standard Operating Procedures (SOP). The routine operations of the VFW, Department of Hawaii, shall be specified in the Standard Operating Procedures.

Section 502. SOPs are official State documents and will be maintained by the State Adjutant.

Section 503. Changes to SOPs will be presented at the next COA for discussion and approval. Changes to SOPs require a majority roll-call vote of the COA, present and voting.

ARTICLE VI DEPARTMENT REVENUE

Section 601. Department Dues of six dollars (\$6.00) per annum payable to the Department on every member in good standing in all Posts within the jurisdiction of the Department of Hawaii.

Section 602. The Department will assess an admission fee of one dollar (\$1.00) for each new member recruited. The Post will submit the admission fee at least quarterly.

Section 603. *Up to six thousand dollars (\$6,000) to the Department will be deposited monthly to the General Fund as approved in the Annual Budget from the Department's investment accounts. Any accruing interest will be credited at least quarterly and reported at the next COA. Total removal and or closure of the investment account shall be made by a majority vote of the COA. The investment committee chair shall be responsible for preparing a viable business plan addressing the implications of any major changes in the investment strategy.*

ARTICLE VII NON-PROFIT STATUS

Section 701. The Department is considered a non-profit organization. To recognize and preserve this status, it is necessary that approval by the Internal Revenue Service (IRS) be obtained and maintained. The IRS relies heavily on the Articles of Incorporation and Bylaws in determining whether a Department of the VFW and or its Posts are eligible for favorable initial and continuing non-profit status. Timeliness is of the essence. Anytime the IRS or any legal counsel notifies this Department regarding necessary changes to the Bylaws or Articles of Incorporation is required to acquire or maintain non-profit status, the recommended changes shall be immediately reviewed and acted upon by a committee appointed by the Department Commander. The Department can only approve these documents at the Annual Department Convention.

The following steps will be taken:

1. For a period of one year or until the next Department Convention, the rules for changes (timely submission to Bylaws committee, publication, and circulation to all Posts, etc.) in the Bylaws and Articles of Incorporation are suspended for the exclusive purpose of changing or modifying these documents to comply with IRS requirements.
2. This authority shall be exercised by a committee appointed by the Department Commander and any proposed changes will be subject to the approval by the COA.
3. This authority shall cease when IRS approval of tax-free status is determined.
4. State of Hawaii requirements are covered in the SOP.

ARTICLE VIII BYLAW REVISIONS, AMENDMENTS, ADOPTION, AND APPROVAL

Section 801. - Amendments, these Bylaws may only be amended or revised at the Department Convention by two-thirds (2/3) vote of the members present and voting. Amendments or revisions must be forwarded to the State Adjutant sixty (60) days prior to the State Convention. They will be date stamped as being officially received by the Department.

Section 802. Any member or Post in good standing may propose an amendment to the State Bylaws provided, however, before consideration at the State convention, the proposed amendments must be received by the State bylaw committee.

Section 803. These bylaws will be reviewed annually to ensure compliance with the National Bylaws.

Section 804. Upon adoption, as provided in Section 801 above, three (3) copies will be forwarded to VFW National Headquarters, 406 West 34th Street, Kansas City, Missouri 64111. 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.

These Bylaws shall become effective upon the Department's receipt from National Headquarters of the Commander-in-Chief's review and approval.

Official:

George Barlett
State Adjutant, Department of Hawaii



June 15 2023
REVIEWED
FOR THE COMMANDER-IN-CHIEF

BRIAN K. WALKER
ASSISTANT ADJUTANT GENERAL
BY JOHNATHAN R. DUNCAN, DIRECTOR
ADMINISTRATIVE OPERATIONS