



DEPARTMENT OF TENNESSEE MARINE CORPS LEAGUE

-- Incorporated by an Act of Congress on 4 August 1937 --

11 August 2014

From: Department Judge Advocate

To: Distribution List

Subj: **Change 5** to the 2009 Edition of the Department of Tennessee Bylaws

1, One proposal was presented to amend the Department Bylaws. This Proposal passed as they were presented without changes.

2. Summary of the amendment:

The change was to provide a definitive statement of the circumstances of how a Detachment would be determined to not be in good standing and to define Quorum for the Department Convention based on the standing of the several Detachments.

The Rationale for this change was clarify the standing of the several Detachments and the method of determining the Quorum.

There were two instances where the previous paragraph in the Bylaws was deleted and replaced by a new paragraph.

Article One

Section 102 – Paragraph (d) and

Section 103 – Paragraph (a).

3. Action

- a. Insert the enclosed 2014 Department Certificate (pages iii-e and iv-e) immediately behind the 2013 Department Certificate (pages iii-d and iv-d).
 - b. Insert the enclosed 2014 National Judge Advocate Certificate (pages v-e and vi-e) immediately behind the 2013 National Judge Advocate Certificate (pages v-d and vi-d).
 - c. Remove the Table of Contents (page ix and x) and insert the Table of Contents (Revised 2014) (page ix And page x).
 - d. Remove pages I-1 through I-4 and replace them with the enclosed pages I-1 through I-4.
4. Upon completion of the Action in Paragraph 3, the Department of Tennessee Bylaws will be correct and up-to-date as of the 2014 Department of Tennessee Convention.

Semper Fidelis

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-- *Once a Marine, Always a Marine* --



CERTIFICATE

This is to certify that with this change, adopted at the Regular Department Convention, convened in McMinnville, Tennessee, on the Twenty-Ninth day of June, in the year of our Lord, Two Thousand and Fourteen, inserted into 2009 Edition of the Department of Tennessee Bylaws (including the 2010, 2011, 2012 and 2013 Changes) will comprise a complete and accurate edition of the Bylaws of the Department of Tennessee of the Marine Corps League.

Laimon W. Godel Jr
Department Commandant

Glen Barry Evans, PDC
Department Judge Advocate

ATTEST:

Paul J. Lepage
Department Adjutant



CERTIFICATE

The undersigned, being duly sworn, depose and say that the foregoing is a true and correct copy of the original of the same as the same appears in the files of the Department of the State of Tennessee.

[Signature]
Secretary of State

[Signature]
Secretary of State

[Signature]
Secretary of State



CERTIFICATE

Having reviewed the changes to the Bylaws of the Department of Tennessee, Marine Corps League, enacted in their Annual Convention on 29 June 2014, and finding them neither in conflict nor inconsistent with the National Bylaws and Administrative Procedures, I do hereby approve of said Bylaws in accordance with Article Five, Section 505 of the National Bylaws effective this date.

B. A. Cero

Benjamin A. Cero
National Judge Advocate
Marine Corps League

July 28, 2014

(Date)



CERTIFICATE

Having reviewed the minutes of the 19th Annual Convention of the Tennessee State Bar Association, held at the Nashville Convention Center, Nashville, Tennessee, on the 19th day of October, 1994, and finding them to be in conformity with the provisions of the Constitution and Bylaws of the Association, I hereby certify that the same are correct and true.


Benjamin A. Carr
National Judge Advocate
Tennessee State Bar Association


[Illegible]

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ARTICLE ONE

DEPARTMENT CONVENTION

SECTION 100 – ORGANIZATION AND AUTHORITY

- (a) This organization shall be known as “Department of Tennessee, Marine Corps League.”
- (b) The Seal of the Department of Tennessee, Marine Corps League, will consist of the Seal of the Marine Corps League with the words “Department of Tennessee” and “Marine Corps League” on separate lines in that respective order appearing below. Letterhead stationery may vary to improve the visual appeal.
- (c) The supreme legislative and policy making power of the Department of Tennessee, Marine Corps League shall be vested in the Department Convention composed of the properly selected, registered, and approved Delegates in good standing.

SECTION 101 – CONVENTION MEETINGS – The Department Convention shall meet once each calendar year, between 1 May and 15 July, unless prevented by National Emergency or other unpreventable cause. All Members in good standing are encouraged to attend the Department Conventions, and may attend any and all Business Meetings. All members who are in good standing may, within the provisions of these Bylaws, be recognized to speak and debate on issues before that Meeting. The Organization that is scheduled and approved to host an upcoming Department Convention will distribute initial information prior to 1 January before the Convention. The initial information will include as a minimum, but is not restricted to, the exact dates, the name, address and telephone number of the hotel, and the room rates. If a Convention Program Book is planned, the advertisement information will also be included in the initial information. Complete schedules and rates of the events may be distributed later, but must be sent out by the date of the Spring Department Staff Meeting. Final approval of the schedules for the Business and Committee Meetings is the prerogative of the Department Commandant.

SECTION 102 – ADMINISTRATIVE COMPOSITION – The Department Convention Committees shall consist of those committees listed in Article Four, Section 400 (b), and other committees or boards as may be determined necessary. Standing Committees will also function as a part of the Department Convention. All Committees are defined and functions described in Article Four herein.

- (a) DELEGATES AND ALTERNATES – Each Detachment shall be entitled to one (1) Delegate and one (1) Alternate for each block of fifteen (15) Regular Members in good standing, or any fraction thereof. Detachment strength for this calculation shall be the total of all Regular Members in good standing as of 31 March immediately prior to the Department Convention. No Associate Memberships, Multiple Memberships or Honorary Memberships will be considered in the computation.
- (b) DELEGATES-AT-LARGE – Past Department Commandants of the Department of Tennessee may choose to serve as Delegates-at-Large to the Department Convention. Delegates-at-Large will have the same rights and privileges of the regular Delegates.

- (c) **CREDENTIALS** – Only Delegates and Alternates who have registered, had their Credentials authenticated in writing by their Detachment, had the Delegate Fee paid, and been approved by the Credentials Committee may vote in the Department Convention. Past Department Commandants wishing to serve as Delegates-at-Large may be certified by their respective Detachment, or by the Department Adjutant.

Amended
2014

- (d) **DETACHMENT STANDING** - A Detachment shall be considered not in good standing or in default for persistent failure to maintain fifteen (15) Members in good standing; or persistent failure to promptly forward funds due the Department of Tennessee or the National body and will not have Delegates approved until the default is settled in full unless previously resolved by the Board of Trustees; or for engaging in any actions or conduct that would bring the Marine Corps League into public disrespect; or for failure to forward a Report of Officer Installation as required by Article Five of the Marine Corps League National Bylaws; or for failure to have current accepted reporting to the IRS on IRS 990_; or for failure to file current Annual Reports to the Tennessee Secretary of State to maintain their incorporation status in good standing.

Amended
2012

- (e) **MEMBER STANDING** – Notwithstanding the provisions of SECTION 102 (c), above, if a Detachment cannot or does not file to certify Delegates, no individual Member of that Detachment who is in Good Standing and who is attending a Department Convention shall be deprived of their individual vote as a result of their Detachment's inaction.
- (f) **CERTIFICATION REPORT** – A report certifying the approved voting strength by the Credentials Committee shall be the first item of business of the Department Convention to insure that all subsequent measures are passed by the properly certified and approved voting strength of each Detachment.

Section 103 – VOTING

Amended
2014

- (a) **QUORUM** – A quorum for the Department Convention shall consist of a majority of the Detachments in good standing and not in default in the Department of Tennessee, as provided in Section 102 (d) above. In addition, should a Detachment fail to attend or provide accreditation for Delegates to the Department Convention, that Detachment will not be counted, except as provided in Section 102 (e), above.
- (b) **RESOLUTION OF VOTING** - Except as may be noted elsewhere in these Bylaws, a majority of the votes cast by the registered and accredited Delegates present on the floor and voting shall resolve all issues and carry any measure, except that any motion that will extend, limit or cut off debate shall require a two-thirds (2/3) majority of votes cast to carry the motion.

Amended
2012

- (c) **ROLL CALL VOTE** – A Roll Call Vote may be called on any issue by any five (5) registered and accredited Delegates, each requesting a Roll Call Vote on the Floor of the Convention. No more than two (2) of the Delegates making such a request may be from the same Detachment. Upon receipt of a valid call for a Roll Call Vote, the Chair will declare a five (5) minute recess to allow the Detachments to caucus their Delegates. Upon resumption of business, the Credentials Committee will verify the Voting Strength of each Detachment prior to the Chair conducting the vote.

Amended
2012

(d) **DELEGATE VOTING** – Most Delegate Voting shall be in accordance with Paragraph (b) of this Section. However, for a Roll Call Vote, each Delegate properly accredited may vote for up to fifteen (15) members of that Detachment, except that the total votes of a Detachment Delegation may not exceed the total of that Detachment’s voting strength as certified by the Credentials Committee. Delegates present may vote the strength of absent Delegates. Normally, the Detachment Commandant or their designated representative will announce the vote(s) of their Detachment when they are called for by the Chair. In the event of a challenge of the Detachment’s vote by a registered and accredited Delegate of that Detachment, the Detachment will pass and confirm their vote by a caucus of their Delegates. Following a resolution, the challenged Detachment vote will then be given at the end of the Roll Call.

Amended
2012

(e) **INDIVIDUAL MEMBERS** – For a Roll Call Vote, Individual Members in Good Standing from Detachments who were not properly certified in accordance with Section 102 of this Article and are themselves individually registered and accredited will be identified by name by the Credentials Committee, and their individual votes will be taken following the Roll Call of the Detachments.

SECTION 104 – ELECTIVE OFFICERS – The Department Officers to be elected at each Department Convention are the Department Commandant, Department Senior Vice Commandant, Department Junior Vice Commandant and Department Judge Advocate. No individual member shall hold more than one Department Elective Office at any one time.

Amended
2012

SECTION 105 – NOMINATIONS

- (a) When the Nominating Committee is utilized, the Committee will proceed in accordance with Article Four, Section 411 of these Bylaws, wherein a slate of one candidate for each Department Elective Office, previously stated as specified in Section 411, will be presented immediately prior to the Election of Officers.
- (b) The Chair will announce each Elective Office individually; starting with the Commandant and then working down in the order given in Section 104. giving the name of the candidate selected by the Nominating Committee, if any, and will solicit nominations from the floor for each office individually.

SECTION 106 – ELECTION OF OFFICERS

- (a) The election of officers will be the last item of business on the agenda of the Department Convention.
- (b) Prior to the election, the Department Commandant will appoint an ad hoc committee of three to supervise the election process. The committee will consist of one Past Department Commandant and two Past Detachment Commandants, if possible.
- (c) The Election of Officers will be by Roll Call Vote of the properly certified Detachment Delegates, except that where there is only one nominee for a specific office, the Chair may entertain a motion for election by acclamation for that office.
- (d) Installation of Officers will occur following the adjournment of the Department Convention, usually on the same day. The Department Commandant for the Convention is responsible to insure that Installing Officials and other requirements of the National Bylaws and Administrative procedures are met.

SECTION 107 – TERM OF OFFICE – All Department Elective Officers shall be elected for a term of one (1) year, and stand for re-election.

SECTION 108 – RIGHT TO SPEAK – All registered and approved Delegates and all Department Officers, when recognized by the Chair and not expressly prohibited by Bylaws, shall have the right to speak in any discussion or debate of the Department Convention. The Chair may extend the privilege of the floor to any member in good standing on the same terms.

SECTION 109 – BIDS FOR DEPARTMENT CONVENTION – Any Detachment may bid for the right to host the Department Convention by submitting a written bid to the Department Convention Committee in accordance with Article Four of these Bylaws.

SECTION 110 – DEPARTMENT CONVENTION FEES

- (a) A Delegate Fee must be paid to the Credentials Committee at the time of certification for each Delegate, Alternate and Delegate-at-Large. The fee may be paid either by the individual or by the Detachment, but Delegates will not be approved to vote until the fee is paid. Upon completion of certification, all Delegate Fees collected by the Credentials Committee will be turned over to the Department Paymaster. Late arriving Delegates who are otherwise approved by the Credentials Committee will pay the fee directly to the Department Paymaster.
- (b) A Registration Fee shall be paid to the Host Detachment for each member attending the Department Convention or any Convention function, whether or not that member is a Delegate or Alternate.
- (c) The initial charge for the Delegate Fee and the Registration Fee shall be \$5.00 each. The charge for each Fee may be set by the Department Convention for the following year without requiring an amendment to these Bylaws.

SECTION 111 – RULES – The National Bylaws and Administrative Procedures, the Department Bylaws and Administrative Procedures shall govern the procedures of the Department Convention and all other Department Functions. A detailed listing of Rules for the Department Convention shall be included in the Department Administrative Procedures, and shall be proposed for acceptance as the first order of business following the Credentials Committee Report at the opening of the Convention. The current edition of *Robert's Rules of Order Newly Revised*, shall govern the parliamentary procedures of all Department functions in all cases where they are applicable and in which they are not inconsistent with either the National or Department Bylaws and Administrative Procedures.

END OF ARTICLE ONE