



BC/YUKON COMMAND OF THE ROYAL CANADIAN LEGION

Cowichan Branch No. 53

BRANCH BY-LAWS with Footnotes

While the numbering of these Articles is similar to that of the General By-Laws, the content is sometimes different and does not supersede that of the GBL's.

These Branch By-Laws should be read in conjunction with the current versions of the GBL's and the BC/Yukon Command By-Laws.

The Footnotes shall be retained with the Branch By-Laws for the purpose of future clarification. However, where there is a difference between the Footnotes and these By-Laws, the By-Laws take precedence.

GENERAL

ARTICLE I

Also see Article I of The GBL's

INTERPRETATION

Unless the context otherwise requires:

101. The "Act" means The Act to Incorporate The Royal Canadian Legion (1981) (Statutes of Canada 1948, Chapter 84, as amended). Legion Branches are chartered under the authority of this Act.
102. "Chapter 53" means The Royal Canadian Legion Act. Branches in British Columbia are governed by this Provincial enabling legislation, which was approved by the Provincial government in 1956, with amendments in 1962, 1964 and 1980. Available on the BC/Yukon Command website.
103. "Legion" or "Dominion Command" means "The Royal Canadian Legion" or "Dominion Command of The Royal Canadian Legion," respectively.

104. "The GBL's" mean The General By-Laws of The Royal Canadian Legion. These By-Laws are the uppermost authority for the organization and shall have jurisdiction over all matters arising within them. The most current version is available on the Dominion Command website.
105. "Branch" means "British Columbia/Yukon Cowichan Branch No. 53 of The Royal Canadian Legion." Reference to decisions made by the Branch means all voting members in good standing, not just the Executive Committee
(Footnote 105)
106. In these By-Laws, all reference to "General Meetings" or "approval of the general membership" is to be considered a "duly constituted General Meeting."
107. "Notice of Motion" – When the Branch is recommending amendments to their By-Laws, or when a Branch is recommending a change to the membership dues a Notice of Motion shall be presented to a General Meeting, and then voted on at a subsequent General Meeting. (Footnote 107)
108. In these By-Laws, words indicating the masculine, import the feminine and singular words include the plural.

MEMBERSHIP

ARTICLE II

Also see Article II of The GBL's

201. Every new member shall be initiated or welcomed into the Legion in accordance with the Ritual, Awards and Protocol Manual.

COMPLAINTS AND APPEALS

ARTICLE III

See Article III of The GBL's for details.

DOMINION COMMAND

ARTICLE IV

See Article IV of The GBL's for details.

BC/YUKON COMMAND

ARTICLE V

See Article V of The GBL's and BC/Yukon Command By-Laws for details.

Also see Article VI of The GBL's.

BY-LAWS

601. Subject to the provisions of The GBL's and the BC/Yukon Command By-Laws, Branches shall adopt By-Laws to govern their affairs.
602. Branch By-Laws, including amendments, shall not become effective until approved by BC/Yukon Command.

BRANCH FINANCIAL REVIEW COMMITTEE

603. The Branch shall ensure a Financial Review Committee examines the accounts of the Branch each year and performs a financial review as per BC/Yukon Command's Internal Control Checklist.
(See Footnote 603)
604. The report of the Financial Review Committee shall be submitted to the Branch Executive prior to March 31. The Internal Control Checklist, along with the financial statement must be presented to the general membership for adoption, along with the internally reviewed financial statement covering the previous calendar year's operation.

NOMINATIONS FOR OFFICE/NOMINATING COMMITTEE

605. At least two (2) months before the Election Meeting, the Branch Executive Committee will appoint a Nominating Committee of three (3) members, or appoint a Chairman, who will then appoint two (2) other members, and together they will form the Nominating Committee. The members of this committee should have signified they do not intend to stand for office. However, after being stood down any member of the Nominating Committee can be nominated from the floor.
(See Footnote 605)
606. These candidates must be voting members in good standing and not employed by the Legion. This shall not prevent nomination of similar candidates from the floor at that meeting or at the Election Meeting.
(See Footnote 606)
607. If a nominee is unable to be present at the Election Meeting, he must have signified in writing his willingness to stand for the office for which he has been or is being nominated.

608. To be elected President the nominee must be a member in good standing of the Branch and have served one (1) previous term on the Branch Executive Committee. (See Footnote 608)
609. To be elected to a Vice President position, the nominee must be a member in good standing of the Branch and have held membership in the Branch for one (1) year. (See Footnote 609)
610. To be elected as an Executive member, the nominee must be a member in good standing of the Branch. (See Footnote 610)

ELECTIONS

611. All Branch elections shall be by secret ballot and conducted under the plurality vote procedure. Proxy voting is not permitted at Branch elections.
- a. At the September general meeting the President shall appoint an election committee consisting of a returning officer and as many scrutineers as the President deems necessary, these appointments to be ratified by the general membership.
 - b. No ballots shall be destroyed until so ordered by the general meeting.
 - c. In the case of a tie vote for any office, a second ballot shall be called for (See Footnote 611)
612. The following Officers and Executive members shall be elected annually or biennially at the General Meeting In the month of November, in the following consecutive order. (See Footnote 612)
- A President
 - A Vice President
 - A Treasurer (who may be virtue of his office be chairman of the finance committee)
 - A Secretary
 - Three (3) Executive Members "at large"
613. The above elected members of the Executive, all of whom must be voting members of the Branch in good standing and who are not employed by the Legion, shall form the Executive Committee of the Branch. (see Footnote 613)
614. Elected Officers and Executive Committee members shall take office and assume their duties and functions on January 1.

615. Installation of Executive Committee members shall take place in accordance with The Ritual, Awards and Protocol Manual at the earliest convenient time following their election. (See Footnote 615)

VACANCIES

616. All vacancies are to be filled by voting members of the Branch who are in good standing and not employed by the Legion.

617. See Article I and Article VI of The GBL's for more information. (See Footnote 617)

618. Any vacancy on the Executive Committee except in the offices of President, Vice President and Treasurer shall be filled by nomination and election at the next General Meeting following the occurrence of the vacancy. The successful nominee will hold office until the end of the elective term.

Provided however, that if the vacancy occurs during the last six (6) months of any elective term, the Executive Committee may fill the vacancy by appointment and the general membership will be so advised of the appointment at the next General Meeting. (See Footnote 618)

619. If a vacancy occurs in the office of President, the Vice President will move up. The Vice President position shall be filled by nomination and election at the next general meeting following the occurrence of the vacancy.

620. a. If a vacancy occurs in the office of Treasurer, the position shall be filled by nomination and election at the next General meeting following the occurrence of the vacancy.

b. If a vacancy occurs in the appointed position of the Finance Chairman, the Executive Committee shall appoint a replacement at the meeting following the occurrence of the vacancy.

621. Should any member of the Executive Committee be absent from three (3) consecutive meetings of either the Executive Committee or the Branch, or a combination of both, without a reason satisfactory to the Committee, he shall cease to hold office and his place will be filled as laid down in these By-Laws. (See Footnote 621)

622. A member removed from the Executive Committee under the terms of Section 621, or a member who resigns from the Executive Committee, shall not be eligible to be elected or appointed to Branch office for the remainder of that elective term. A member who has been elected to an Executive position whose term has not yet begun, and steps down prior to the beginning of the term of office, is not considered resigned.

EXECUTIVE PROFESSIONAL AND ETHICAL BEHAVIOUR POLICY (CODE OF ETHICS)

623. WorkSafeBC requires employers to establish procedures stating how they will deal with bullying and harassment incidents and complaints in the workplace. On behalf of Branches and Command, PEC has instituted the Code of Ethics Policy which governs all Branches, members, and employees.
(See Footnote 623)

EXECUTIVE COMMITTEE DUTIES

624. The Executive Committee of the Branch shall have the power to administer the affairs of the Branch and shall be subject to direction given at General Meetings.

625. Pursuant to Section 624 of this Article, the Executive Committee or any individual member thereof, and any Standing or Special Committee or Subcommittee of the Branch shall not make any expenditures, changes in policy, nor borrow any money, or pledge any assets of the Branch without the prior approval of a meeting of the general membership, save only for:

- a. The normal operating expenses of the Branch such as payment for taxes, utilities, staff salaries and wages, and for those items previously approved by the Branch General Meeting as part of the yearly budget; or
- b. Emergency repairs to, or replacement of, equipment required for continuance of the operation of the administration, amenities, or programs of the Branch and in respect of which such repair or replacement could not be held over to the next General Meeting. In all such cases the general membership will be advised of such expenditures at the next General Meeting.

626. Whenever the cost of any repair or replacement exceeds \$500.00, bids should be solicited from at least two (2) suppliers of the service and/or product.
(See Footnote 626)

627. The Executive Committee shall have the power to appoint a salaried Secretary/Manager or such other employees as are necessary to the operation of the Branch, provided the positions have been authorized at a General Meeting of the Branch. A management committee does NOT have this authority. They may be dismissed for cause by the Executive Committee. However, the Executive Committee may delegate to the Secretary/Manager authority to dismiss for cause any person(s) employed in the licensed premises operation.
(See Footnote 627)

628. Such appointments must at all times conform to, and not be in conflict with, the Branch Officers named/identified in Article VI of these By-Laws and any change in the job description of any salaried employee must also conform to Article VI of these By-Laws and be authorized by the general membership.
629. It is the Executive Committee's responsibility to ensure the Branch insurance policy is paid for the year and up to date. (See Footnote 629)
630. The Executive Committee shall ensure that the Chairmen of all fund-raising campaigns always submit, immediately upon completion of a project, a complete report which shall include a detailed breakdown of all receipts and expenditures.

OFFICERS' DUTIES

631. **PRESIDENT AND VICE PRESIDENT** (See Footnote 631)
- a. The President shall, within fourteen (14) days of assuming office, in consultation with the Vice President, appoint a Finance Chairman (if no elected Treasurer). (See Footnote 631.a)
 - b. The President (unless there is a Chairman) shall preside at all meetings of the Branch and the Executive Committee and shall conduct these meetings in accordance with the procedure laid down in the current edition of "Rules of Procedure for Legion Meetings." (See Footnote 631.b)
 - c. In the absence or disability of the President, all rights and powers vested in him shall, for the time being, be vested in the Vice President in accordance with their seniority of office.
 - d. The President shall exercise general supervision and control over the affairs of the Branch and with the Secretary, shall sign all papers and documents requiring signatories on behalf of the Branch.
632. **SECRETARY**
- a. The Secretary shall keep a record of all proceedings of all meetings. He shall conduct all necessary correspondence and perform such duties as appertain to his position and shall always act at the will and direction of the Executive Committee. He shall be required at every meeting to have access to manuals, By-Laws, and previous minutes relative to the business being discussed. He receives and replies promptly to all correspondence and ensures all questionnaires, surveys and forms from Dominion and Provincial Commands are completed by passing that correspondence to the pertinent Executive Committee member or Committee. (See Footnotes 632.a)
 - b. All minutes shall be saved digitally and in printed hard copy. All recorded minutes are the property of the Branch and kept in the custody of the Secretary.

- c. Subject to Article I of The GBL's, the Seal of the Branch shall be in the custody of the Secretary. The Seal shall not be affixed to any instrument except as authorized by the Executive Committee, and when so authorized shall be affixed to any instrument by the President in the presence of the Secretary.

633. TREASURER or APPOINTED FINANCE CHAIRMAN

- a. The Treasurer or Finance Chairman shall ensure that a true account is kept of all monies received and paid out by the Branch and of all financial transactions. He shall cause to be deposited all funds of the Branch in a recognized financial institution approved by the Executive Committee. He shall be instrumental in the preparation of a budget and act in an advisory capacity to the Executive Committee on all financial matters. Bookkeeping procedures shall be in accordance with Article I of The GBL's.
- b. Branches may have the following accounts: General, Poppy Trust, Gaming and whichever separate accounts are required for the proper financial operation (e.g. lottery sales, property tax, savings).
- c. All monies in excess of \$50.00 including petty cash payable by the Branch (with the exception of gaming and lottery payouts and in accordance with any lottery contracts) shall be paid by cheque signed by two (2) duly authorized signatories who will sign in connection with all Branch accounts including the Poppy Trust account; as follows:
(See Footnote 633.c)
- d. The President together with the Treasurer, provided however, that in the absence or disability of either of these regular signatories, the Vice President shall sign in place of either, and in the absence or disability of both regular signatories, the Vice President, shall sign together with the Secretary.
(See Footnote 633.d)
- e. Electronic banking and telephone banking are permitted. To be consistent with the approval process of invoices paid by cheques the following should be noted. The duly authorized signatories must affix their signatures and date on the invoices paid electronically (internet or telephone). Only after the invoices have been authorized, can payments be made. Copies of the invoices paid electronically **MUST** have the confirmation of payment number recorded on the invoices to verify payment.
(See Footnote 633.e)

634. Any Branch expenditures over \$10,000 must first be approved by BC/Yukon Command.

COMMITTEES

635. STANDING COMMITTEES

- a. The following mandatory Standing Committees shall be appointed each year: Finance, Membership, Ways & Means, Fund Raising, and Poppy. The specific names of these committees are at the discretion of the Branch, but the purposes of these committees shall follow this list.
- b. The following optional Standing Committees may also be appointed each year: Member Benefits, Bar Management, Sports/Youth, Entertainment & Special Events, Public Relations, Honours & Awards and Building & Grounds. Naming of these optional committees is also at the discretion of the Branch. (See Footnote 635.a)
- c. The Chairman of each of these Standing Committees shall be appointed by the President, subject to Executive Committee Meeting approval. The appointment of the Finance Chairman will be carried out with prior consultation with the Vice President(s). (See Footnote 635.b)
- d. The Chairman of each of these Committees shall appoint their committee members, who when viable or possible shall be non-executive members and subject to approval by the President.

636. FINANCE COMMITTEE

- a. The Finance Committee shall compile or cause to be compiled by other persons responsible for Branch funds, a monthly written operating and financial statement for distribution to the general membership.
- b. The Finance Committee shall compile or cause to be compiled by other persons responsible for Branch funds, in cooperation with individual Standing Committee Chairmen, a yearly budget for adoption at the Annual Meeting. In the event it is not available for the Annual Meeting, it shall be presented for adoption no later than the March General Meeting. (See Footnote 636)

637. SPECIAL COMMITTEES

- a. The President may set up Special Committees as may be deemed necessary for the proper conduct of the Branch subject to Executive Committee approval. All such committees shall automatically be discharged immediately upon the completion of their functions.
- b. The Chairman of each of these Special Committees shall be appointed by the President subject to Executive Committee approval. The Chairman shall appoint their committee members, who shall be non-executive members and subject to approval by the President. (See Footnote 637.b)

MEETINGS

638. Where business meetings (Executive and General), Elections or Installation ceremonies are held in the licensed area, the bar must be closed no later than thirty (30) minutes before opening the assembly and no alcohol will be consumed or be in evidence. (See Footnote 638)

EXECUTIVE COMMITTEE MEETINGS

639. The Executive Committee shall meet at least once every two (2) months.
640. A quorum shall be a majority of the Executive Committee.
641. A Special Executive Meeting shall convene at the call of the President on forty-eight (48) hours' notice. Any three (3) members of the Executive may, by writing, require the President to call a meeting of the Executive, providing the reason for a Special Meeting is conveyed to all Executive Committee members at the time the meeting is called. Such meeting to be held within seven (7) days of the request.
642. The minutes of all Executive Committee Meetings shall be presented for information at the next General Meeting of the Branch. (See Footnote 642)
643. Except for any material pertaining to Section 627 of these By-Laws, any member shall have the right to question any item covered by these minutes for clarification. (See Footnote 643)

BRANCH MEETINGS

644. The place of Branch meetings shall be at the discretion of the Executive and subject to availability and cost. (See Footnote 644)
645. The Annual Meeting of the Branch shall be held within the first three (3) months of each calendar year, at which written annual reports, a financial statement covering the previous calendar year's operation, and budget shall be presented for adoption.
Financial review procedures shall be in accordance with the Branch By-Laws and Article VI of The GBL's. A financial statement examined by a Branch Financial Review Committee must be presented to a Branch General Meeting not later than March 31 of the current year.
646. Regular General Meetings of the Branch shall be held at least every 2 months in Jan, Mar, May, Sep and Nov except for July and August, on a date set by the general membership. (See Footnote 646)

647. Special General Meetings of the Branch may be called at any time by the President but shall be called by him if requested by a majority of the members of the Executive Committee or by any 15 voting members of the Branch who are in good standing. Any notice calling such meeting shall briefly set out the general purpose for which the meeting is called and seven (7) days' written notice shall be given of any such meeting by way of notice through electronic means (i.e. fax, email) as well as posting in the Branch
(See Footnote 647)
648. When dealing with the disposition of property Article I of The GBL's require distribution of written notice delivered not less than fourteen (14) days before the date set for the meeting.
(See Footnote 648)
649. At any meeting of the Branch, either Special or General, a quorum shall be 10 voting members of the Branch who are in good standing. All questions shall be decided by a vote, the classification of which shall be as stipulated in the "Rules of Procedure for Legion Meetings" publication.
(See Footnote 649)

BRANCH PROPERTY

650. The real and personal property held or acquired by the Branch shall be held in the name of the Branch. This is in accordance with Chapter 53 of the Statutes of British Columbia, 1956, as amended and covering the holding of property by Legion Branches.
651. If any member willfully or negligently damages any property of the Branch or by his actions is responsible for same, the Executive Committee shall assess the damage and he shall be required to pay for the damage or replacement. If not satisfied with the assessment, an appeal may be made in person to the Executive Committee at their next meeting.

ZONE REPRESENTATION

ARTICLE VII

701. Branch delegates to Zone, who must be voting members in good standing, shall be either elected at a General Meeting, or appointed by the Executive Committee. Such appointments to be ratified at a General Meeting.
(See Footnote 701)
702. All paid up members of any Branch within the Zone shall be eligible to attend any Zone Council Meeting and shall be recognized to speak but shall hold no power of vote.

703. The Branch Secretaries shall notify their Zone Secretary of the dates and times of their regular Executive and General Meetings, including changes to such dates.

704. The Branch is expected to make an annual contribution to their Zone. This per capita assessment for each year may be determined at the last Zone Meeting of each year and shall be mandatory. Each Branch's annual assessment is to be paid to Zone as per their Zone regulations. The assessment will be based on the Branch's total membership on the December 31 of the previous year as per the Dominion Command membership report issued in January of the current year.

(See Footnote 704)

AUXILIARIES

ARTICLE VIII

See Article VIII of The GBL's for further details.

LADIES AUXILIARY

801. The Branch may cause to be set up, a Ladies Auxiliary in accordance with Article VIII of The GBL's

802. A Ladies Auxiliary to a Branch shall be under the jurisdiction of the Branch.

803. The Branch shall require its Auxiliary to provide a copy of its approved annual budget by March 31 each year.

804. The Branch shall require its Auxiliary to provide a copy of the annual financial statement on or before April 30 each year.

805. Ladies Auxiliary members employed by a Branch or Command may, at the discretion of the Branch or Command, hold office in the Auxiliary.

YOUTH AUXILIARY

806. The Branch may cause to be set up, a Youth Auxiliary, in accordance with Article VIII of The GBL's.

DOMINION CONVENTION

ARTICLE IX

See Article IX of The GBL's

BC/YUKON CONVENTION**ARTICLE X**

See Article X of The GBL's

POPPY TRUST FUND**ARTICLE XI**

See Article XI of The GBL's and the Poppy Manual for further details.

1101. The Branch is required to submit a Poppy Fund assessment to BC/Yukon Command (unless part of a group Poppy Fund) in two (2) installments, using the Annual Branch Poppy Fund Income Assessment Remittance form, due January 31 and October 31 each year. 1102. The Branch is required to submit an Annual Branch Poppy Fund Statement to BC/Yukon Command by October 31 each year.

1103. The Branch is required to submit a request for approval for special use expenditures to BC/Yukon Command on a completed SUE form. Approval is required prior to funds being disbursed.

1104. When a Branch Poppy Fund is limited and/or depleted and there are not enough funds in the Branch Poppy Trust account to assist a needy Veteran and/or their family, Branches are able to apply for a grant from the Command Central Poppy Fund.

REPORTING REQUIREMENTS AND DUES**ARTICLE XII**

See Article XII of The GBL's for further details.

1201. Each Branch shall:

- a. Remit at least monthly to Dominion Command a per capita tax payment of all tax collected during the preceding month; and
- b. Supply forthwith such information relating to the affairs of the Branch as may from time to time be required by BC/Yukon Command or by Dominion Command.

1202. A Notice of Motion addressing change in annual dues, to be presented and posted one (1) month prior to the meeting at which it is to be considered.

(See Footnote 1202)

See Article XIII of The GBL's for further details.

MATTERS OF PROCEDURE

1301. In all matters of procedure not provided for in these By-Laws, the provisions of the Legion's "Rules for Procedure for Legion Meetings" shall apply. In all cases where these rules do not make adequate provision, then and only then, the "Robert's Rules of Order" publication as amended shall apply.
1302. These By-Laws shall not be repealed, altered or amended except upon a motion, due notice of which shall be given at the General Meeting of the Branch held previously to the meeting at which it is to be considered, setting forth the alteration or amendment. The question shall be decided by a majority vote.
1303. These By-Laws and such amendments as may be made from time to time shall come into force and be acted upon only when approved by BC/Yukon Command.

THESE PROFORMA BY-LAWS AMENDED NOVEMBER 2022**FOOTNOTES TO BRANCH BY-LAWS**

These Footnotes shall be retained with the By-Laws for the purpose of future clarification. However, where there is a difference between the Footnotes and the By-Laws, the By-Laws take precedence.

105. Insert Branch name and number.

107. Notice of Motion provides fair and advance notice informing all members of the pending change in their dues or Branch By-Laws. The Notice of Motion on presentation does not require a seconder and is not debatable.

603. A financial review is conducted by a Financial Review Committee which is normally comprised of three (3) to five (5) members. The members of the Financial Review Committee of a Branch need not be chartered accountants and may or may not be members but shall not be members of the Executive Committee of the Branch for the current year or the year being reviewed. Employees of the Legion or organization thereof, may not sit on the Financial Review Committee. The general body can appoint the Financial Review Committee. The Financial Review Committee shall complete the BC/Yukon Command Internal Control Checklist as part of the review.
605. The Branch Executive Committee has the option to either appoint a Nominating Committee of three (3) members or appoint a Chairman who will then appoint two (2) members to his Committee. However, with giving the Executive Committee the power to make these appointments it is incumbent upon the Executive to ensure they do not end up in a conflict of interest position. An example of a perceived conflict of interest would be the spouse of the current Branch President being appointed the Nominating Chairman; paid employees cannot serve on the Nominating Committee; current members of the Branch Executive Committee cannot serve.
606. The Nominating Committee may not include any of its members' names on the list.
608. - 610. The average minimum requirement for each position is shown. Some Branches have inserted restrictions for nominees and have then experienced serious difficulties because of the inability to find a candidate who met those requirements. Branches can insert authorized restrictions, but they may result in problems finding eligible candidates. See Article VI of The GBL's for those authorized restrictions.
611. A plurality vote means the candidate receiving the highest number of votes is declared elected. For multiple office such as the Executive members, the number of officers required that receive the most ballots in one vote are declared elected. A majority vote means that any candidate or candidates must receive fifty percent plus one (50%+1) of the total votes cast in order to be declared elected. This option is not recommended. See Rules of Procedure re no proxy voting at elections.
612. The annual/biennial election of Officers may take place in November or December whereby the elected Officers shall take office and assume their duties and functions from January 1 to December 31; or, the annual/biennial election of Officers may take place in in May or June whereby the elected Officers shall take office and assume their duties and functions from July 1 to June 30. Most branches have opted for November/December elections so that the elective year coincides with the financial year.

612 a. There are various options here:

Executive members. The number of at-large Executive members a Branch chooses must be based on the number of members needed to supplement the Executive Committee to fill the number of Standing Committee Chairmen required to operate the Branch smoothly. The Branch may provide some continuity for the Executive by initially electing half of the at-large Executive Committee members to a one-year term and the other half to a two-year term.

To facilitate this option insert the total number of at-large Executive Committee members in the blank space in Sub-section 612.a. and add a new Sub-section 612.b. to read, “___ of the ___ Executive members shall be elected alternately to two-year terms.”

Elected Treasurer or Appointed Finance Chairman. If a branch does not include the position of an elected Treasurer but allows for the appointment a Finance Chairman, that position could still form part of the Executive Committee. Some Branches have their books done externally by a bookkeeping service and some Branches have a paid employee who manages the books. In these examples the Finance Chairman has the responsibilities outlined in Section 633. Keeping in mind a Branch is free to continue with the process of electing a Treasurer but there is another option for an appointment which ensures the Branch has the right person for the position and not just someone trying to fill the position to ensure a full slate of Officers.

Secretary. If an employee, such as a Secretary/Manager or a paid Secretary is performing the duties of this office, the Branch may elect a Recording Secretary here instead. If the Branch elects only a Recording Secretary, then that is the position that signs along with the President. However, the **By-Laws must allow for a Secretary of some sort** because the only two (2) positions that can sign legal documents are the President and the Secretary. If the Branch does not have an elected Secretary but they approve a position of Secretary/Manager, then the Secretary/Manager can sign legal documents (but not cheques). The position of Secretary must be defined in some capacity as Article I of The GBL’s states that the Seal of the Branch shall be in the custody of the Secretary. Further, the BC Legion Act states “All deeds, bonds, mortgages, transfers, assurances, conveyances, contracts, and other instruments with respect to real and personal property owned by the Command or a Branch shall be executed under the Seal of the Command or Branch, attested by the signatures of the President of the Command or Branch and its Secretary”.

613. The appointed Finance Chairman (if there is no elected Treasurer) could be on the Executive Committee because his job of managing the finances of the Branch requires the cooperation and support of the Executive Committee.

615. Installation of Branch Officers to take place as stipulated in BC/Yukon Command By-Laws.
617. An eligible Past President could be any Past President who has completed his term.
618. Regardless of whether a term of office is one (1) year or two (2) years, an appointment would be made only when the vacancy occurred in the last six (6) months of the term.
621. It is necessary for Branches to keep an accurate record of attendance of all members present at Executive and General Meetings. When counting meetings, Special General and Special Executive Meetings are included in the count along with the regular meetings. Executive Committee members include the Immediate Past President.
Note: electronic attendance in audio, or audio and video could be considered as valid attendance at Branch meetings.
623. This policy is available to all branches, members, and employees to view and print on the Command website and is also available through the Command office.
626. This provision is an option that does not restrict the action authorized under Sub-section
- 625 b. The dollar figure and number of suppliers to be solicited may be amended here to suit the Branch's needs.
627. Note that it is the entire Executive Committee that has the responsibility for hiring and firing staff. A Management Committee does not have this authority, they must make a recommendation to the Executive Committee for such approval. The general membership does not have a say in these matters.
629. The Command group insurance program is administered through Axis Insurance.

631. The President shall preside at all meetings and shall enforce order and strict observance of all By-Laws. He shall exercise general supervision and control over all Executive Committee members as well as transacting the general business of the Branch. Where there is an equal division on any question, the President may have the casting vote (providing he has not vacated the chair in order to debate from the floor). The President shall acquaint appointed Standing Committee chairs with the terms of reference and functions of their respective committees within one (1) month of their appointment. The President shall ensure all Executive Committee members are aware of and have access to Provincial and Dominion websites and manuals. The President is an ex-officio member of all committees. In his role as chief executive officer of the Branch, he must lead but not dominate; ask but not order; be a leader but accept guidance and permit the Branch Executive Committee to act without interference.

631 a. The appointment of a good Finance Chairman is critical to the financial operation of the Branch and the appointed Finance Chairman could be a member of the Branch Executive Committee. The President does not make this appointment in isolation but must consult with the Vice Presidents and the appointment needs the approval of the Executive Committee. The Executive Committee needs to appoint a person with the skills and knowledge to fill the responsible position of Finance Chairman. It may be the best person for the job is already on the Executive as an elected member or it may be a member who is not on the Executive but who is willing to assume the responsibilities that go with the duty of being the Finance Chairman. This is a key appointment and one of the most important positions the Executive will fill. An appointed Finance Chairman, if not an elected member of the Executive body, can attend Executive Meetings at the invitation of the President, but has no vote.

The position of a Service Officer is NOT OPTIONAL. One of our primary objectives is to serve our Veterans and their dependents and you cannot do that without a Service Officer. Appoint the best person for the job!

Additional positions are appointed in this Section as well, i.e. Sergeant-at-Arms, Padre, Veterans Liaison and may include the position of Chairman and, although these are important jobs within the Branch, these positions do not normally become part of the Executive Committee. Depending on the terms of reference you develop for your Secretary you may want to include the appointment of a Recording Secretary whose job will be limited to recording and preparing minutes of Executive and General Meetings. If a Branch wants to have these positions (Service Officer; Chairman; Recording Secretary; Sergeant-at-Arms; Padre; Veterans Liaison) on the Executive the By-Laws must read that way, but when you increase the size of your Executive you could affect your quorum size.

- 631 b. Does away with the lengthy "Rules of Procedure" being spelled out in the By-Laws. Provisions of this Section shall not, however, prevent a Vice President from chairing a meeting on an occasional basis with the support and guidance of the President.
- 631 d. Refers to the way official papers and documents must be signed on behalf of the Branch. Cheque signing authority may be different and is covered in Sub-section 633.d. It is the responsibility of the President to assure himself that all taxes and source deductions are paid as required.
- 632 a. The appropriate title for this position must be used here, such as Secretary or Secretary/Manager or Recording Secretary.
- 633 c. Fill in the blank with a reasonable amount. Note that exceptions must be made for cash payouts when the Branch has gaming or BC Lotteries products.
- 633 d. Fill in the blanks with the appropriate Executive Committee members: e.g. President, Treasurer, First Vice President and Secretary. One (1) paid employee may have cheque signing authority in the event that only one (1) of the primary or the alternate authorized signatories is available, but it must be detailed in the Branch By-Laws that this provision shall only come into effect in specified exceptional circumstances.
- 633 e. Authorization of invoices paid electronically can be processed at the same time as the cheque signing takes place. When electronic banking is utilized, it is **VERY IMPORTANT** that the Treasurer or Finance Chairman review the banking reconciliation.
- 635 a. The optional Standing Committees are at the discretion of the Branch; the size of the Executive will dictate how many Standing Committees the Branch can reasonably support. Some committees can be combined, but it is up to the Branch to determine how they want their Standing Committees to read. The Branch must set the terms of reference for each of their Standing Committees.
- 635 b. Previously the onus was on the General Meeting to approve the Chairmen of the Standing Committees, but this has been changed to give the Executive Committee the authority to approve of the appointments. A Branch is free to give this responsibility to their General Meeting and the By-Law would have to reflect that requirement.
636. These financial requirements and reporting to the general membership are not optional.

- 637 b. There may be occasion for the appointed chair of a Special Committee to be a member of the Executive Committee, e.g. for continuity reasons. The members of a Special Committee are to be made up of appointed non-executive members who perform a special function that may be beyond the proficiency and/or capability of an existing Standing Committee.
638. This applies to Meetings, Elections, and Installation ceremonies in non-licensed areas as well. An assembly as outlined above cannot recess and open the bar temporarily.
642. The Executive must use some discretion in how discussions regarding employee issues are recorded within Executive Committee Meetings. Specific salary details are confidential. The Executive Committee must be ever mindful of their obligations under the Privacy Legislation within the Province of BC. If there is any doubt about what should be included contact the Command office for guidance.
643. There can be no discussion or evaluation of an employee's performance or wages at a General Meeting. The Executive Committee is the employer and they must deal with these issues. The authority of the membership with respect to employees is exercised when they approve salaried positions before they are filled and when they approve the yearly budget which contains the projected payroll.
644. Do not include the actual street address of the place of meeting, as any change in the location would involve an amendment to the By-Laws.
646. The number of monthly General Meetings may be reduced. The risks are that if monthly meetings are discontinued, members soon find something else to do and will forget to come out on whichever months it is decided to hold the meetings; also there may be urgent business arising which cannot be put off for more than a month, that could entail calling a Special General Meeting.
- July and August are the two months where General Meetings traditionally are not required; however, if the Branch's meetings are held in the latter part of the month, the month of December may be included here also. Do not include the specific date of meetings in these By-Laws; otherwise the dates cannot be changed for any reason without first amending the By-Laws. You must include a reference to the months.

647. Depending on the number of members in the Branch, the number of members required to call a Special Meeting should be between ten (10) and twenty (20). It should also be noted that that the seven (7) days' notice begins from the date the notice is distributed. The requirement to mail a hard copy the notice of the meeting to all members has been eliminated because of the increasing cost of postage but should be considered for those members who do not go to the Branch or have access to email, fax or are unable to be reached via phone.
648. Article I of The GBL's requires written notice of the proposed transaction to be delivered by the Branch or sent by post addressed to the last known address of every person entitled to vote on the proposal not less than fourteen (14) days before the date set for the meeting. Email correspondence is deemed to meet the written notice requirement of this by-law. If a Branch does not have a current email address for a member, the notice must be sent to them by mail or hand delivered. The Branch would not want to have a member challenge a motion because they were not duly notified of the SGM, this could result in the Branch having to hold another meeting.
649. Fill in the blank; the quorum number should be reasonable in that it reflects the average number of members that attend General Meetings. In no case can a quorum be set at less than three (3) more than the total number of members who comprise the Executive Committee, including the Immediate Past President. A quorum must be in place throughout the duration of the meeting. If no quorum is present, an information only meeting may be held, and no business may be transacted.
701. The requirement for Executive Committee appointment, or election at a General Meeting is stated in the BC/Yukon Command By-Laws. Appointments of these delegates are to be made by the entire Executive Committee, and then ratified at a General Meeting.
704. The Zone Council Meeting dates at which annual assessments are determined, and when those payments are due may vary by individual Zone Regulations.
1202. Note that the dollar amounts are not shown in the By-Laws. This is so that dues can be set by the membership from time to time without the Branch having to obtain approval for a change to its By-Laws from Command. The Notice of Motion serves to inform all members of the pending change in dues.

THESE FOOTNOTES AMENDED MAY 2020