



Prince Edward Branch No. 91

**BRANCH MASTER BY-LAWS**

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**ARTICLE I**

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**GENERAL**

**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 "Prince Edward (British Columbia/Yukon No. 91) 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.
109. Only the branch president, or a person delegated by him, after consultation with the executive committee of the branch, shall make public any statement, oral or written, as to the policy of the branch, in connection with any question or matter declared as policy by a general meeting of the branch.
110. Where business meetings (executive and general), elections or installation ceremonies are held in the licensed area the bar must be closed no later than 30 minutes before opening the assembly and no alcohol will be consumed or be in evidence. Members are permitted to consume one drink prior to the meetings.

## **ORGANIZATION**

111. ""Member in Good Standing" means a member who has been initiated and who is not under suspension or is not in arrears in payment of dues.
112. Copies of all branch minutes shall be retained in the branch office. All minutes shall be preserved in at least one of the following two forms; saved digitally and/or printed hard copy. All recorded minutes are the property of the branch and shall be secured at the branch.
113. 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.
114. No branch shall, at any time or in any manner, appeal for financial contributions or payments of money from the public or from the membership of the Legion, beyond the area in which such command or branch normally operates and exercises jurisdiction.

115. Any branch expenditures over \$10,000 must first be approved by BC/Yukon Command.
116. Branches are permitted to have the following accounts: General, Poppy Trust and whatever separate accounts are required from time to time by government or government agencies (i.e. gaming, BC Lottery Sales).
117. All cheques issued by the branch shall be fully completed and signed by two duly authorized signing officers.
118. Branches shall maintain an adequate system of accounting and financial reporting, subject to direction by BC/Yukon Command and Dominion Command.
119. BC/Yukon Command shall by by-law require branches to submit financial statements.
120. BC/Yukon Command may by by-law require a branch to conduct an external audit or an external review engagement of its financial records or Poppy Trust Fund. An external audit is performed by a member of the Chartered Professional Accountants of Canada in accordance with Canadian generally accepted auditing standards.
121. The normal channel of communication shall be from a member to the branch and from the branch through the zone commander or BC/Yukon Command

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## ARTICLE II

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### MEMBERSHIP

#### GENERAL

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

- 202. a. All applicants for membership in the branch shall be subject to the restrictions and fall within the classes set forth in Article II of The GBL's.  
b. New members will be issued a Door Card with proof of membership (receipt) after payment of dues and while awaiting Membership Card.
- 203. No member of the Legion may sign in or bring in to any Legion premises any person who was expelled from the Legion; and no member of the public who has been expelled from the Legion or who has had their membership revoked by the dominion president may enter any Legion premises.
- 204. No branch can decline a membership dues payment for a renewal from a member of their own branch who has been deprived of clubhouse privileges and/or suspended through the formal complaint process
- 205. a. Any member leaving, suspended or expelled from membership in the Legion, shall have no claim upon the Legion or against any of its officers or officials.  
b. Expulsion or suspension of any member or members for cause shall be carried out, in accordance with the provisions of Article III of the General By-Laws.

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## **ARTICLE III**

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### **COMPLAINTS AND APPEALS**

See Article III of the GBL's for details.

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## **ARTICLE IV**

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### **DOMINION COMMAND**

See Article IV of The GBL's for details.

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## ARTICLE V

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### BC/YUKON COMMAND

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

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## ARTICLE VI

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### BRANCHES

#### GENERAL

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.
  - a. Elected officers and executive committee members shall take office and assume their duties and functions on the 1<sup>st</sup> of January if elections are held in November/December or the 1<sup>st</sup> of July if elections are held in May/June.
  - b. Installation of newly appointed/elected executive committee members shall take place in accordance with the Ritual within 31 days of their election/appointment.
  - c. The branch may form organized groups/sports leagues within the branch providing the group is administered by the branch officers and that their funds are administered by the branch treasurer or appointed finance chair.
603. 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
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. At the October general meeting the nominating committee shall present a list of suitable candidates for office. 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 general meeting or the election meeting that will be held in November. (See Footnote 606)
- a. As appropriate and as per section 612 of these By-Laws, nominations from the floor for offices of the Branch President, First and Second Vice- Presidents, Treasurer; and six (6) Executive members "at large" will open at the November general meeting and remain open until immediately prior to balloting for each office.
  - b. To accept a nomination, a member is required to have held membership in the Royal Canadian Legion for a period of at least one (1) continuous year immediately preceding the day of election and must be a member in good standing.
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)
611. At All Branch elections shall be by secret ballot and conducted under the plurality vote procedure. Proxy voting is not permitted at Branch elections. (See Footnote 611)
- a. At the October 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.
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  
First Vice President  
Second Vice President  
Treasurer (optional if there is an appointed Finance Chair)  
Six (6) Executive Members "at large" (See Footnote 612.a)
  - b. At the November General Meeting on "even" years, (i.e.: 2022, 2024, etc.) the election of officers and members of the Executive Committee of the Branch shall take place in the following consecutive order: President, Second Vice-President and six (6) Executive members "at large". The President and Second Vice-

President shall serve a term of two (2) years. The six (6) Executive members "at large" shall serve for a one (1) year term.

- c. At the November General Meeting on "odd" years (i.e.: 2021, 2023, etc.) the election of the Executive Committee of the Branch shall take place in the following consecutive order: First Vice-President, Treasurer and six (6) Executive members "at large". The First Vice-President and Treasurer shall serve a term of two (2) years. The six (6) Executive members "at large" shall serve for a one (1) year term.

- 613. The above elected members of the Executive along with the Immediate Past President, 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. The Branch Executive Committee shall consist of the President, First and Second Vice-presidents, and Treasurer. They shall be known as Table Officers. The remaining six (6) Executive members "at large" and the Immediate Past President, will sit as Executive Members of the Committee. (See Footnote 613)
- 614. Elected Officers and Executive Committee members shall take office and assume their duties and functions on January 1 if elections are held in November/December or July 1 if elections are held in May/June.
- 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)
- 616. All vacancies are to be filled by voting members of the Branch who are in good standing and not employed by the Legion. To be eligible for by-election or appointment to fill a vacancy, a member must have held membership in The Royal Canadian Legion for a period of at least one (1) continuous year preceding the by-election and must be a member in good standing.
- 617. If a vacancy occurs in the office of the Immediate Past President, the position can be filled for the remainder of the term by the appointment of any former Past President of the Branch, by the Branch Executive Committee subject to General Meeting ratification. 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. Provided however, that if the vacancy occurs during the last six (6) months of any elective term for an executive member "at large", 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 or a Vice President, the Vice Presidents will move up in accordance with their seniority of office. The lowest ranking Vice President's 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. The Recording Secretary shall ensure a record of all absences from meetings by Executive Committee members is kept. (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.

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)
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 Sub-committee 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 one (1) thousand \$1000.00, bids should be solicited from at least two (2) suppliers of the service and/or product. (See Footnote 626)

#### **EXECUTIVE COMMITTEE DUTIES**

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 licenses, permits 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 at all times, immediately upon completion of a project, and interim if required, a complete report which shall include a detailed breakdown of all receipts and expenditures.
631. **PRESIDENT AND VICE PRESIDENT(S) (See Footnote 631)**
- a. The President shall, within fourteen (14) days of assuming office, in consultation with the Vice President(s), shall appoint a service officer; a Recording Secretary (if no elected Recording Secretary); a Padre; and may appoint a Veterans Liaison Officer; a Sergeant-at-Arms and an external Financial Auditor subject to Executive Committee approval and ratified by the general membership at the January general meeting. (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(s) in accordance with their seniority of office.
  - d. The president is responsible to see that both vice-presidents are involved and trained in running of the entire operations IAW Branch Manual TOR. Both First and Second Vice Presidents shall make themselves available to be trained in the

operation of the branch (See Footnote 631.d)

- e. 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.
  - 1. The President shall be an "Ex Officio" member of all committees of the branch.
- f. The person who is President of any Branch of the Legion at the end of the elective term shall become the Immediate Past President upon the election of a successor.
- g. A President who resigns before the term of office is completed is not the Immediate Past President.
- h. In the event of the death, resignation, inability to act, or removal of the immediate past president, the position of immediate past president may be filled for the remainder of the term by the appointment of a former president by the branch executive committee.

**632. SECRETARY or SECRETARY/MANAGER or RECORDING SECRETARY**

- a. In the absence of the Recording Secretary, the manager shall keep a record of all proceedings of all meetings. He/she shall conduct all necessary correspondence and perform such duties as pertains to his/her position and shall act at all times at the will and direction of the executive committee. He/she shall be required at every meeting to have access to manuals, by-laws and previous minutes relative to the business being discussed. He/she receives and replies promptly to all correspondence and ensures all questionnaires, surveys and forms from dominion and provincial command are completed by passing that correspondence to the pertinent executive committee member or committee. (See Footnotes 632.a)
- b. 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.

- c. Copies of all Branch minutes shall be retained in the Branch office. All minutes shall be saved digitally and/or in printed hard copy. All recorded minutes are the property of the Branch and shall be secured at the Branch

**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 two (2) hundred dollars \$ 200.00 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 first vice-president shall sign in place of either, and in the absence or disability of both regular signatories, the first vice-president, shall sign together with the second vice president. (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.

635. **STANDING COMMITTEES**

a. The following mandatory Standing Committees shall be appointed each year: Finance, Membership, Ways & Means, Poppy. The specific names of these committees are at the discretion of the Branch, but the purposes of these committees shall follow this list.

The following optional Standing Committees may also be appointed each year: Member Benefits, Bar Management, Sports/Seniors Program, Youth, Entertainment & Special Events, Public Relations, Honours & Awards, House Building & Grounds, Sick & Visiting, and Bursaries & Scholarships. Naming of these optional committees is also at the discretion of the Branch. (See Footnote 635.a)

b. With exception of the chairmen referenced in section 631a, committee chairmen shall be appointed by the president. Chairmen referenced in section 631a shall be appointed by the President in consultation with the Vice-Presidents. All appointments must be approved by the executive committee and ratified by the general membership at the annual general meeting. With the exception of the finance chairman, chairman need not to be members of the executive committee.

c. 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.

e. The President in consultation with the Vice Presidents will appoint a Conflict Management/ Harassment/ Workplace Complaints/Appeals Chair subject to general membership approval. The position is required to investigate, make determinations and recommendations directly to the President with regards to conflicts, Harassment, workplace complaints and appeals made by either members or staff. This position does not override Article 3 of the GBI but is to attempt to resolve issues within the branch with Article 3 of the GBI being an instrument of last resort. The position requires that complete confidentiality and impartiality be maintained at all times and that all incidents/ complaints are reported to the President at the earliest opportunity. The outgoing previously elected officer/member at large shall spend the first 3 months on the new term ensuring their relief is fully trained and information is passed on.

f. All appointed chair positions, Recording Secretary, Sgt-at - Arms, Service Officer, and any other President appointed position chairs, who attend monthly executive meetings are allowed to vote at these meetings. The exception being the Poppy Chair, who shall be a non-executive appointee and is not entitled to voting rights at executive meetings.

#### **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)
  
- c. The branch shall stand up a Financial Committee chaired by the Treasurer which shall meet weekly to review all aspects of Branch financials.

### **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)
  
- c. The President in consultation with the Vice Presidents will appoint a Conflict Management/ Harassment/ Workplace Complaints/Appeals Chair subject to general membership approval. The position is required to investigate, make determinations and recommendations directly to the President with regards to conflicts, Harassment, workplace complaints and appeals made by either members or staff. This position does not override Article 3 of the GBL but is to attempt to resolve issues within the branch with Article 3 of the GBL being an instrument of last resort. The position requires that complete confidentiality and impartiality be maintained at all times and that all incidents! complaints are reported to the President at the earliest opportunity. The outgoing previously elected officer/member at large shall spend the first 3 months on the new term ensuring their relief is fully trained and information is passed on.



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)
639. The Executive Committee shall meet at least once every month.
- a. The table officers shall meet bi-weekly.
640. A quorum shall be a majority of the Executive Committee.

#### **EXECUTIVE COMMITTEE MEETINGS**

641. A Special Executive Meeting shall convene at the call of the President on forty-eight (48) hours' notice. Fifty percent (50%) 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. Executive Meetings will be held on the Wednesday prior to the Monthly General Meetings. During summer months, when no General Meetings are held, the Executive will still meet on the 3rd Wednesday of the month.
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 at the next General Meeting under "Good and Welfare". (See Footnote 643)
644. The usual place of Branch meetings shall be the premises of the Royal Canadian Legion, Prince Edward Branch No. 91 unless the Executive Committee directs otherwise and posts notice in the lounge
- a. Sufficient notice of all general meetings naming time, date and place shall be given by mail, email and/or posting in the Legion Lounge and Branch Web Page.

b. In the case of extraordinary expenditures exceeding one thousand dollars (\$1,000), a "Notice of Motion" shall be introduced at a previous special or general meeting. A majority vote shall be required for approval. (See Footnote 644)

645. The Annual Meeting of the Branch shall be held in the month of March 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.

#### **BRANCH MEETINGS**

646. Regular General Meetings of the Branch shall be held each month, 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 ten (10) 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 fourteen (14) 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. And only the "business" for which the special general meeting has been called. Shall be dealt with. (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 twenty-five (25) 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)

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 wilfully 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.
- a. If any guest of the branch wilfully or negligently damages any property of the branch or by his actions is responsible for same, the executive committee shall assess the damage and the guest, or his sponsor 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.

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## ARTICLE VII

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### ZONE REPRESENTATION

701. The three (3) Branch delegates and one (1) alternate delegate to zone, who must be members in good standing, shall be elected by the general membership or, may be appointed by the executive committee, of the branch.
702. All paid up members of any branch within the zone shall be eligible to attend any zone meeting and shall be recognized to speak, but shall hold no power of vote.
703. The branch shall notify their Zone Secretary of the dates of the regular general meetings, including changes in 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 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)

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**ARTICLE VIII**

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**AUXILIARIES****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.
806. Membership in and the activities of an auxiliary shall be governed by by-laws passed by the auxiliary.
807. The by-laws of a branch auxiliary shall not become effective until approved by the branch and command concerned
808. For disciplinary measures, ladies' auxiliary members are governed by Article III of The GBL's. All ladies auxiliary Article III complaints are to be processed by the branch/command involved.

**YOUTH AUXILIARY**

809. The branch may cause to be set up, a youth auxiliary, in accordance with Article VIII of The GBL's.

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## ARTICLE IX

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### DOMINION CONVENTION

#### DELEGATES

901. Every branch shall be entitled to send to a dominion convention, one delegate for every 100 voting members or fraction thereof. In determining delegate entitlement, only voting members in good standing, whose per capita tax has been paid up to the end of the preceding calendar year may be included.
902. Where a branch has received its charter subsequent to the end of the preceding calendar year, it shall be entitled to one delegate.
903. Any delegate, accredited by the branch of which he is a member, may carry, in addition to his own credentials, up to four proxy credentials. Branch delegates, who must be members in good standing, shall be elected at a duly constituted meeting of the general membership provided he/she has attended a minimum of 5 general meetings in the previous 12 months, this shall ensure that branch delegates are cognizant of the issues important to Branch 91 and be willing to address these concerns at Convention. Dominion Convention Delegates depending upon the particular year shall be elected annually during the regular March General Membership Meeting.
904. Branch delegates, who must be members in good standing, shall be elected at a duly constituted meeting of the general membership. Branch 91 shall cover the cost for travel and accommodation to send the Branch President or, if unable to attend the First Vice-President, the Second Vice-President, Treasurer, one of six (6) Members-at-Large in that order. Funds to be paid out of the monies budgeted for conventions. The remaining amount is to be evenly distributed to those delegates approved by the General membership. It is the responsibility of the Branch President, the Branch Officers and the Branch Executive to ensure all delegates wishing to be elected to attend Dominion conventions are fully aware of the issues important to Branch 91.
905. A delegate may be a member of another branch within BC/Yukon Command, but may not carry proxies.

**RESOLUTIONS**

906. Resolutions submitted by a branch must be approved at a general meeting of the branch and submitted through BC/Yukon Command.
907. All resolutions shall be forwarded to BC/Yukon Command by the date provided each year prior to convention, and at least one hundred and twelve (112) days prior to the opening date of the convention.

Refer to Article IX of The GBL's for further information.

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**ARTICLE X**


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**BC/YUKON CONVENTION****DELEGATES**

1001. Every branch shall be entitled to send to a BC/Yukon Convention, one delegate for the first 50 voting members or fraction thereof, and one for each additional 100 voting members or fraction thereof.
1002. Where a branch has received its charter subsequent to the end of the preceding calendar year, it shall be entitled to one delegate.
1003. Any delegate, accredited by the branch of which he is a member, may carry, in addition to his own credentials, up to four proxy credentials. Branch delegates, who must be members in good standing, shall be elected at a duly constituted meeting of the general membership provided he/she has attended a minimum of 5 general meetings in the previous 12 months, this shall ensure that branch delegates are cognizant of the issues important to Branch 91 and be willing to address these concerns at Convention. Provincial Convention Delegates depending upon the particular year shall be elected annually during the regular March General Membership Meeting.
1004. Branch delegates, who must be members in good standing, shall be elected at a duly constituted meeting of the general membership. Branch 91 shall cover the cost for travel and accommodation to send the Branch President or, if unable to attend, the First Vice-President, the Second Vice-President, Treasurer, one of six

(6) Members-at-Large in that order. Funds to be paid out of the monies budgeted for conventions. The remaining amount is to be evenly distributed to those delegates approved by the General membership.

1005. A delegates, who must be members in good standing, shall be elected at a duly constituted meeting of the general membership. Branch 91 shall cover the cost for travel and accommodation to send the Branch President or, if unable to attend the First Vice-President, the Second Vice-President, Treasurer, one of six (6) Members-at-Large in that order. Funds to be paid out of the monies budgeted for conventions. The remaining amount is to be evenly distributed to those delegates approved by the General membership. It is the responsibility of the Branch President, the Branch Officers and the Branch Executive to ensure all delegates wishing to be elected to attend Provincial conventions are fully aware of the issues important to Branch 91.

## **RESOLUTIONS**

1006. Resolutions submitted by a branch must be approved at a general meeting of the branch and submitted through BC/Yukon Command.
1007. All resolutions shall be forwarded to BC/Yukon Command by the date provided each year prior to convention, and at least eighty (80) days prior to the opening date of the convention.
1008. BC/Yukon Command shall provide the convention resolutions to all branches at least 45 days prior to the opening date of convention.

See BC/Yukon Command By-Laws for further information.

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## **ARTICLE XI**

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### **POPPY FUND**

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.
- 1105. All branches shall participate in Poppy Campaigns and Remembrance Day services. Poppy distribution to the general public will commence no earlier than the last Friday in October and conclude on 11 November.
- 1106. All monies received from a campaign shall be deposited into a separate trust account.
- 1107. A branch may hold Poppy Trust Funds for a short term in government or corporate bonds or other readily transferable securities authorized by the appropriate legislative body for the investment of trust funds.
- 1108. As stated in Subsection 130.b. of The GBL's, the Poppy Fiscal Years begins 1 October and ends 30 September of the following year.

See Article XI of The GBL's, the Poppy Manual and Replenishment of Branch Poppy Fund Policy for further information.

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## **ARTICLE XII**

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### **DUES, AFFILIATION FEES, PER CAPITA TAX**

#### **GENERAL**

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

#### **BRANCH DUES AND PER CAPITA TAX**

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)
1203. An enrolment fee may be charged by the branch.
1204. Per capita tax, as levied from time to time by a Dominion Convention for Dominion Command, which includes payment for Legion Magazine, and by a Provincial Convention for BC/Yukon Command, shall form part of annual branch dues.
1205. The annual dues payable by the members shall be determined from time to time by a vote of the eligible members present at a general meeting, in accordance with Article VI of The GBL's.
1206. The annual branch dues payable by all members shall be the same
1207. The amounts of, and periods of payment of dues other than per capita tax may be fixed by the branch.
1208. A member in arrears as of 31 January of that year is not in good standing for any purpose. Once the yearly membership dues have been paid, the member is considered to be "in good standing".
1209. Members not in good standing under the foregoing provision who have allowed their membership to lapse may renew their membership upon payment of the unpaid dues for the current year and are also eligible to buy back any preceding years of unpaid dues at the current year's rate. Such renewal will qualify them for continuous years of service and long service awards.

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

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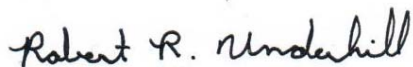
**ARTICLE XIII**

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**MISCELLANEOUS****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 signed by the member presenting it. 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 By-laws as revised are approved by the Command Constitution and Laws Committee, on behalf of the Command Executive Council on 14 June 2022.



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Robert Underhill, Vice President  
Constitution & Laws Committee Chair

## 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.

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 1 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.

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.

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 (2) 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.