

TERMS OF REFERENCE

Branch Bylaws Chair

The Branch Bylaw Chair must be very familiar with the Branch Bylaws in order to assist and advise the President and Executive Committee. The Bylaw Chair is responsible to bring to the attention of the President, Executive Committee and general membership, any decision that may contravene the Branch Bylaws.

It is the responsibility of the Bylaws Committee Chair to ensure the branch has adequate and up-to-date bylaws. Branch Bylaws should be reviewed regularly to ensure they cover the needs of the membership. Branch bylaws are the rules and regulations accepted by the branch for its own guidance. Branch bylaws cannot supersede Dominion or BC/Yukon Command bylaws.

By-laws must be carefully drawn up and comply with the *Command Pro Forma Bylaws*. The BC/Yukon Command Constitution and Laws Committee has the responsibility of maintaining a current Pro Forma for branch use. It is important for the branch to ensure that when bylaws are being revised that it is a current Pro Forma that is being referred to because they are amended frequently. Pro Forma by-laws are available upon request from the Command office. Branch bylaws should be reviewed following every convention to ensure their wording is consistent with the policies set at conventions.

Branches Bylaws Changes

A Branch Bylaws Committee or the Branch Executive does not have the power to approve changes to the Branch By-laws.

Over periods of time, it will be necessary for a Branch to consider changing or amending their Branch bylaws. There is a specific procedure for doing this in order that the process is done in a timely manner without the amendment requests being sent back and forth between the Branch and BC/Yukon Command. Please review all supplemental documentation to avoid approval delays.

- 1) The Branch Bylaws Committee tasked with changing or amending bylaws should discuss the proposed changes, in particular, if a change is made to one section, are there any other sections that will be affected. If so, the other sections should be amended at the same time.
- 2) At a General Meeting, the Bylaws Committee will provide a Notice of Motion to the membership. This Notice of Motion will detail the changes being proposed to the Branch Bylaws.
- 3) The wording of the Notice of Motion will contain the section(s) proposed for change, along with the proposed new wording.
- 4) The Notice of Motion is filed with the Secretary at the General Meeting, discussion takes place, and the Notice of Motion is put on the agenda for the following General Meeting for a vote. A vote on the Notice of Motion will not take place on the day it is tabled. The delay until the next meeting is to ensure everyone has a chance to look at the proposed amendments, and is prepared to speak to them at the next General Meeting.
- 5) At the second General Meeting, the Notice of Motion is brought forward, discussion takes place, and a vote is held.

- 6) If the motion to approve the proposed amendments passes, a copy of the proposed amendments, along with a copy of the minutes of the meeting when the proposal was passed, is sent to BC/Yukon Command. The BC/Yukon Command's Constitution & Law Committee members consider the changes or amendments, then forward to the Constitution and Laws Chair for final approval.
- 7) Note: If the above procedure is not followed, if the Minutes of the General Meeting do not accompany the proposal, or if the Constitution & Law Committee have some issues with the proposal, the proposal will be returned to the Branch, with comments or suggestions.
- 8) Changes or amendments do not come into effect until such time as they have been approved at the BC/Yukon Command level.
- 9) Approved changes or amendments will be reflected on the branch bylaws and a new on the Branch bylaw and a new master copy will be sent by BC/Yukon Command to the Branch and its Zone Commander. The new bylaw will reflect the approved date and will become the most current version.

It is absolutely unconstitutional and illegal for a branch to act on amendments until the branch "master" copy is returned to the branch with the certificate of approval affixed. **No authority exists at any level of the organization to allow non-compliance with any by-law provision under any circumstances.** The policy requires branches to respond to reports from the Command Bylaws Committee within 90 days. Ladies Auxiliary bylaws must be amended in the same way with the added requirement that their bylaws must be ratified by their home branch at a duly constituted general meeting. The same procedure applies to changes or amendments to zone regulations.

Elections - Motion by Defeated Candidate to Make Election "Unanimous"

It is neither constitutional nor technically correct for a defeated candidate to make a motion that any particular election be declared unanimous. Elections in the organization are based on secret ballots in relation to which those who are entitled to vote make their choices according to their desires. Based on the results from such a ballot vote there is no relevance at all to a motion to declare an election "unanimous." Unless individual branch bylaws state otherwise, a plurality vote applies at branch level.

Election of Members of the Same Family

It is not unconstitutional for more than one family member to be elected to the Executive. If members feel this poses a conflict of interest, they should think about it before they cast their ballots at election night. When there is the potential for a conflict of interest position with respect to authorized signatories, efforts should be made to ensure that two members of the same family do not sign at the same time. Contact with Command should be made if this situation arises for further discussion.

Branch - Employees - Voting Rights

Voting members who are paid employees have a right to attend meetings. They can speak and vote on issues that arise with the exception of issues that would have a direct impact on their employment. Because of the perceived conflict of interest members are to abstain from such participation. An example would be discussion on hours of operation. Obviously, members who are staff should not participate in that discussion. To avoid this situation entirely, some branches encourage employees to take out membership in neighboring branches. This avoids all possible conflict.

Branch Elections

All offices have to be filled from "the top down." This means the office of President must be filled before proceeding with the office of First Vice-President. If a branch gets to the point where it cannot fill a particular office, elections must stop. If at that meeting it proves impossible to fill a position, the branch cannot move on to lower offices. Arrangement must be made for a subsequent meeting to fill the vacant office before electing any of the lower offices.

Elections to Fill Vacancies that Occur During the Year

The general policies that apply to filling vacancies during an elective year vary considerably. Branches must consult their own by-laws. The policy is that a person, who is holding a position on the Branch Executive does not have to resign from that position to be a candidate for a higher office. If they are successful in their bid for the higher office, following the election there must be a further election to fill the office they have vacated.

Prohibition against Paid Employees Serving as Elected Officers or Executive Committee Members

Article I of the *General By-laws* provides that no member who is a full-time or part-time employee of any branch or organization thereof, who receives directly or indirectly any salary or wages for services rendered to a branch or organization is eligible to hold any Executive position. The *General By-laws* also covers services where a "fee or commission" is paid and does not apply to anyone who receives a salary or wages. Branches are urged to contact the Command office for specific rulings.

No amounts even if authorized by a meeting are to be paid to an Elected Officer. It doesn't matter if this is received directly or indirectly, by way of salary or wages or in the way of a bonus or honorarium. Members of the Executive can only be reimbursed for actual out-of-pocket expenses, which are supported, by receipts or vouchers. It is possible for Ladies Auxiliary members employed by a branch to hold office in the Ladies Auxiliary at the discretion of any individual branch.

Quorum

Branch bylaws cover the quorum for general meetings. By policy, the quorum for a general meeting cannot be less than three more than the total number that comprise the Executive Committee. This is not a reference to the total number of Officers and Executive members who are in attendance at a meeting. It refers to the **total** number of Officers, Executive members, including the Immediate Past President, as provided for in the by-laws of any particular branch.

To legally transact business, a quorum must be present not just at the start of a meeting, but must be maintained throughout the meeting. If, after the meeting gets underway with the required quorum and members subsequently leave the meeting to the point where a quorum is no longer present, no further business can be legally transacted.

Non-Confidence Vote

A non-confidence vote in the Legion, either in a specific Officer(s) or in the Executive Committee, does not bring about the need for resignation. An Officer subjected to a non-confidence vote may choose to resign, but there is no requirement to do so. The same applies to an Executive Committee member who is the subject of a non-confidence vote. Officers and Executive

Committees have the right to serve through to the end of the normal elected term unless constitutionally suspended or expelled under the relevant provisions of the General By-laws.

Resignation

Notice of resignation does not have to be submitted in writing to make it effective. Nor does the resignation have to be accepted by an Executive Committee meeting or a duly constituted general meeting. Most often resignations are given verbally. The reason notice of resignation doesn't have to be accepted formally by a meeting, is that regardless of whether the meeting accepts the resignation, if the member resigns, it will automatically be effective.

Notice Of Motion

Notice of motion is applicable only if required by specific provision of the branch by-laws. Usually notices of motion apply only to proposed amendments to by-laws. Some branches have specific provisions in their by-laws to require notices of motion with certain types of expenditures. However, unless the individual branch by-laws so provide, such notice of motion is not applicable and cannot be insisted upon. As far as the *General By-laws*, the only matter where notice of motion is a requirement is with dissolving of a branch as per Article I "Holding of Property."

References:

- Branch Bylaws
- General Bylaws
- BC/Yukon Command Bylaws
- Pro Forma Bylaws