

## **GENERAL BY-LAWS ORLEANS (ONT) BRANCH 632 (2006)**

For the purposes of these By-Laws:

The masculine will also denote the feminine.

Singular shall indicate plural and plural indicate singular as required.

Shall indicates a mandatory clause, will indicates informative and may indicates permissive.

### **ARTICLE I NAME AND OBJECTS**

101. This organization shall be known and designated as the Orleans (Ontario No. 632) Branch of the Ontario Provincial Command of The Royal Canadian Legion and may hereinafter be referred to as “The Branch”, and The Royal Canadian Legion may hereinafter be referred to as “The Legion”.

102. The purposes and objects of The Branch shall be as set forth in:

- a. The Act to Incorporate The Legion;
- b. The General By-Laws of The Legion; and
- c. The General By-Laws of Ontario Provincial Command of The Legion.

### **ARTICLE II MEMBERSHIP**

201. Membership in The Branch is open to all classes permitted by The General By-Laws of The Legion.

202. No person who advocates the destruction by force, or subversion of the duly constituted Government of Canada, or any person proven to advocate, encourage or participate in subversive action or propaganda, shall be permitted to become a member or to remain a member.

203. Only Life, Ordinary, Associate and Affiliate Voting Members, in good standing, shall be permitted to vote at meetings of The Branch or to hold office in The Branch. Affiliate Non-Voting members may attend and speak at meetings but cannot move or second a motion, vote or hold office, chair a committee or sit on a complaint committee.

204. Transfers and resignations are permitted in accordance with The General By-Laws of The Legion.

### **ARTICLE III OFFICERS AND EXECUTIVE COMMITTEE**

301. The officers shall consist of the President, Immediate Past President, 1st Vice President, 2nd Vice President, 3rd Vice President, Secretary and Treasurer.

302. The Executive Committee shall consist of all unpaid officers and the ten (10) elected members (and thus, shall not be more than seventeen (17) Executive Members) all of whom, with the exception of the Immediate Past President, shall be elected by secret ballot at the Annual General Meeting, together with such other members as may be appointed in accordance with section 303 of this article.

303. The Executive Committee shall have the authority to add to its numbers, by motion at a meeting, such additional voting members, as may be deemed advisable, provided such additions become effective only upon approval of The Branch at its next General Meeting. The effective date of appointment shall be deemed to be from the date of the Executive Meeting to which the appointment was made.

304. No salaried officer or employee of The Legion shall be eligible to hold an executive office in The Branch.

**305.** In the event that positions on the Executive Committee are not filled by election, the Executive Committee shall recommend names of voting members to fill those positions for approval by the members at the next General Meeting.

306. Insofar as it may relate to the operation of/or the functions of The Branch, subject to the control of the General, Special General or Annual Meetings, the Executive Committee shall have the authority of The Branch, except to amend these By-Laws or appoint auditors.

**307.** A majority of the Executive Committee shall constitute a quorum.

308. The Executive Committee shall meet at least once per month on a day fixed by the Committee, or at the call of the President, for the passing of accounts, the transaction of current business, the examination and discussion of any suggestions made to it for the general welfare and good of The Legion or The Branch, and such other business as may be introduced.

309. (1) Notice of termination shall be in compliance with the latest edition of the Employment Standards Act and any other relevant legislation in Ontario.

(2) All hiring, terminations and conditions of employment shall be in accordance with Federal and Provincial Laws, including the Human Rights Code. This includes notice on termination and payment in lieu of notice.

310. The Executive Committee shall be required to ensure that all officers, members and employees handling funds of The Branch are properly bonded.

311. Any member of the Executive Committee who is absent from three General Meetings of The Branch and /or the Executive Committee, unless excused by an officer of The Branch, shall no longer be a member of the Executive Committee.

312. The Executive Committee shall exercise complete autonomy over the operation of licensed premises, insofar as the regulations of the Ontario Gaming Commission/Liquor License Board of Ontario may permit.

313. All salaried employees of The Branch shall be appointed by and be under the control of the Executive Committee of The Branch.

**314.** In the event a vacancy occurs in the office of President or for 1<sup>st</sup> or 2<sup>nd</sup> Vice, the next ranking Vice President shall succeed to the vacant office for the remainder of the term. In the event of a vacancy occurring in the office of 3<sup>rd</sup> Vice President or Executive Member, the Branch President shall fill such vacancy by appointment, subject to confirmation by the Voting members at the next General Meeting. A vacancy in the office of Immediate Past President shall be filled by appointment of the most immediate predecessor available.

## **ARTICLE IV TERMS OF OFFICE**

401. The Elected Members of The Branch shall assume office on the 1st of June, with the term of office being for one year, running from the 1st of June to the 31st of May of the following year.

402. Elected Members shall be installed in accordance with Legion ritual on or before the date they assume office.

## **ARTICLE V NOMINATIONS AND ELECTIONS**

501. The Branch elections will be held at the General Meeting of The Branch in April of each year. The date of the election meeting shall be provided to all members, and to the Zone convention, which is held prior to this date.

502. Nominations for all offices of The Branch Executive Committee shall be made in writing on a form provided and be submitted to the Chairperson of the Nominating Committee, the Immediate Past President.

503. The names of the nominees and their nominators, for each office will be prominently displayed in The Branch after the Executive Meeting in March.

504. The Chairperson of the Nominating Committee will ensure the safekeeping of all nomination papers, and acceptance letters from nominees who will be absent the night of the elections, and further, the Chairperson will ensure that each nominee and nominators are members in good standing of The Branch.

505. Nominees for the office of President shall have previously been a member of The Branch Executive Committee for a period of one full year.

506. No nominees name shall be allowed to stand for office if that person is absent and has not submitted a letter signifying acceptance of the nomination, the acceptance to be read aloud to the membership at the time of the elections, only after the nomination has been made.

507. Nominations will be accepted from the floor at the time of the Election Meeting.

508. Branch officer candidates must have a clear majority to be declared elected. Where there are more than two candidates for a position and none receives the required majority, the candidate receiving the least number of votes shall be withdrawn and voting will continue until one candidate receives a clear majority.

509. Election to the Executive Committee will be those ten candidates receiving the largest number of votes. In the event there is a tie between candidates ten and eleven, an additional ballot will be cast with only those two names appearing.

510. The Chief Scrutineer for the election shall report to the Presiding Officer after each ballot has been cast and counted; stating the number cast, the number spoiled and the name of the successful candidate or the name of the candidate who received the least number of votes and whose name will be withdrawn from the next ballot.

511. Unsuccessful candidates for any office will automatically drop to be a candidate for the next lower office. These candidates will each be asked if they wish to stand.

512. The Zone Commander or his representative will preside over The Branch elections and will be required to provide a sufficient number of scrutineers.

513. The Chairperson of the Nominating Committee will be responsible for providing a flip chart, ballots and ballot boxes for the Presiding Officer, as well as a list of the members nominated, prior to the start of the elections. Written acceptances to stand for office will also be passed to the Presiding Officer prior to the commencement of the elections.

514. In the event of a tie in the final vote for the President or for any Vice President, each candidate will be given the opportunity to address the meeting for not more than three minutes, then a final vote will be taken.

## **ARTICLE VI COMMITTEES**

**601.** All officers and elected members of the Executive Committee are expected to chair at least one Standing Committee. Except where designated, the following Standing Committees Chairperson shall be appointed at the first meeting of the newly elected Executive Committee. (Splitting of group functions and adding new requirements, to be filled by appointment if necessary, is permitted):

1. Poppy
2. Membership
3. Sports
4. Youth Sports, Youth Track and Field
5. Training and Organizational Development
6. Public Relations and Community Affairs
7. Veteran Services
8. Youth Education
9. Legion Senior Programs (May be a liaison member from the Seniors Club provided the individual is a Voting Legion member and shall be a member of the Executive Committee)
10. Discipline (Immediate Past President)
11. Nominating Committee (Immediate Past President)
12. Finance (Treasure) (could include Nevada and Fund Raising as sub-chairs)
13. Property, Housing, Roads and Grounds
14. Entertainment
15. Hospital Visiting, Aging
16. Fund Raising
17. Honours and Awards
18. Bar Officer
19. Cadets
20. Nevada

NOTE: All Chairpersons of Committees (1) to (9) inclusive shall be or become members of the Executive Committee.

602. The President shall advise the Standing Committee of its duties and limitations.

603. The Executive Committee may appoint, as required, any voting members of The Branch to form a Special Committee to take up any matter concerning the good and welfare of The Branch.

604. Each committee thus formed will select a chairperson from among its voting members unless previously named by the President or the Executive Committee. Should the Chairperson of the committee be absent from a meeting the committee members will select a chairperson for that meeting.

605. The Chairperson of a Standing Committee shall have the authority to add members to that committee as and when they are needed.

606. A majority of any Standing or Special Committee shall constitute a quorum conducting the committee business.

607. a. Each Chairperson of a Standing Committee must present a report to the membership at each General Meeting. Should the Chairperson be absent from the General Meeting the deputy Chairperson will present the report or if that is not possible the Chairperson will submit a written report to the Secretary for presentation at the General Meeting.

b. Special Committee reports shall be submitted in writing.

608. The President may appoint any member of The Branch to act in the interest of The Legion to any committee outside The Legion, requiring such representation. The member's term of office shall expire at the first meeting of the newly elected Executive Committee. The appointed member shall report in writing to the Executive Committee as required.

609. The President shall ensure a Poppy Trust Fund Committee is established in accordance with The General By-Laws of The Legion.

610. Due to its unique qualification requirements, the Service Officer will be the subject of a special appointment by the Executive Committee at the first meeting of the new Executive.

611. The Immediate Past President will form, and act as Chairperson of, The Presidents Council. Its members will consist of Past Presidents and its purpose will be to study and make recommendations on matters put to it by the President or on matters the Council deems necessary to study.

## **ARTICLE VII DUTIES OF OFFICERS**

701. The President shall preside at all meetings and enforce order and strict observance of the By-laws. The President shall exercise a general supervision and control over officers and business of The Branch and shall call meetings of the Executive Committee (subject to para. 308), or of the Branch, when he considers it advisable. He shall transact such other business as may by custom pertain to the office of President. He shall cast the deciding vote when there is an equal division on any matter, provided he has not already voted on the subject. He shall be ex-officio member of all committees, except Complaint and Nomination Committees.

702. The rights and powers vested in the President, shall in his absence, be vested in the next senior Vice President who is available for these duties. The Vice Presidents shall perform such duties as maybe assigned by the President.

**703.** The Secretary shall keep a record of the proceedings of all meetings, of The Branch and the Executive Committee, in books kept for that purpose. The Secretary shall be required, at every meeting, to have the proper minutes and records, in his possession, relative to the business likely to be transacted at all meetings. He shall be the custodian of the Seal of The Branch. He shall hold these items and act at all times and in all respects entirely at the will and direction of the Executive Committee, and shall conform to all such rules and regulations as the Executive Committee may determine. The Secretary shall cause to have supplied to each new member upon initiation:

a. A copy of the General By-Laws of The Royal Canadian Legion;

- b. An official Royal Canadian Legion Badge; and,
- c. A copy of The Branch By-Laws.

704. The Treasurer shall keep a just and true account of all monies received and paid out by The Branch, and of all financial transactions of any and every kind whatsoever, including always a full and complete statement of the credits and liabilities of The Branch. He shall ensure all funds are deposited in a branch of a Chartered Bank of Canada, Trust Company or Caisse Populaire, as directed by The Branch, and the account shall be kept in the name of The Branch. The Treasurer shall keep his books available and they shall be open for inspection by the Executive Committee at all times. When and as often as the Executive Committee requires, the Treasurer shall submit a detailed Balance Sheet, containing a summary of the property and liabilities of The Branch, and of all financial dealings, arranged in a proper and businesslike style. The Treasurer shall establish a Finance Committee.

## **ARTICLE VIII MEETINGS**

801. General Meetings will be held in June, September, January, April and May of each year. If an additional General Meeting is required, members are to be notified not less than seven (7) days prior to the date. General Meetings when held will be held on the third Tuesday of the month and commence promptly at 19:30 hours.

**802.** All Life, Ordinary, Associate and Affiliate Voting members, in good standing of The Branch may attend and vote at General, Special General and Annual General Meetings of The Branch. Affiliate Non-Voting Members may attend general meetings and speak but may not vote.

**803.** General Meetings of The Branch shall be held for the purpose of carrying out the activities of The Branch, and for promoting the aims and objects of The Legion within the limits of and subject to the Act of Incorporation of The Legion, the By-Laws of Dominion and Ontario Commands of The Royal Canadian Legion and the By-Laws of The Branch and/or any regulation issued by the aforementioned Commands.

804. General Meetings of The Branch shall be clearly displayed in each edition of the Banner.

**805.** All members entitled to vote shall sign an attendance register prior to the commencement of General, Special General and the Annual General Meetings. Non-voting Members who attend General Meetings must also sign in. A quorum for these meetings shall consist of a majority of the seven (7) Branch officers and ten (10) Executive members. Voting membership shall be twice the number of Executive Committee members present plus one.

806. The following is the order of business for General Meetings:

1. Call to order;
2. Opening ceremonies as per Legion ritual;
3. Ceremony of initiation of new members;
4. Correspondence;
5. Turn the meeting over to the Chairman;
6. Minutes of the previous General and Executive meetings;
7. Business arising from the minutes;
8. Business of which notice has been given;
9. Treasurer's report;
10. Committee reports (Standing and Special);
11. New business;
12. Tabling of Notices of Motion;
13. Motion of Adjournment; and
14. Closing ceremonies as per Legion ritual.

**807.** A Special General Meeting may be called by the Executive Committee or shall be called by the Secretary within two (2) weeks of receiving a petition, in writing, signed by not less than 10 percent of the paid up voting membership. A notice calling for such a meeting shall briefly state the purpose for which the meeting is called and all members shall be notified of the meeting at least seven (7) days prior to the date of the meeting. At least ten (10) days written notice must be given to the membership of The Branch when the subject of the meeting being called will deal with mortgaging, leasing, conveyancing of Branch property. The following is the order of business for Special General Meetings:

- a. Call to order;
- b. Opening ceremonies as per Legion ritual;
- c. Special business for which the meeting has been called;
- d. Motion of adjournment; and
- e. Closing ceremonies as per Legion ritual.

**808.** The following is the order of business for the annual Election Meeting:

- a. Call to order;
- b. Opening ceremonies as per Legion ritual;
- c. Minutes of the previous Executive and General meetings;
- d. Urgent business arising from the minutes;
- e. Treasurer's report;
- f. Membership chairperson's report;
- g. Turn the meeting over to the Presiding Officer for The Branch elections;
- h. Report by the Nomination Chairperson;
- I. Branch elections, commencing with the office of President, followed by 1st Vice, 2nd Vice, 3rd Vice, Secretary, Treasurer and Executive Committee Members (10);
- j. Return of the meeting to The Branch President;
- k. Motion of adjournment; and,
- l. Closing ceremonies as per Legion ritual.

(The newly Elected Members shall be installed in accordance with Legion ritual on or before the date they assume office.)

**809.** The Annual General Meeting of the Branch will take place at the May General meeting of each year. All Committee Chairperson will be required to give a verbal report and to submit to the Secretary a written report on the year's activities. (Note: The order of Business for the AGM will not include the election procedure)

## **ARTICLE IX PROCEDURE FOR MEETINGS**

**901.** At the appointed hour the President shall call the meeting to order and preside over the meeting, (when The Branch has appointed a Chairperson, he will assume the chair when turned over by the President). In the event the President is absent or disqualified, the next senior Vice President will assume the duties of the President, should the President and the Vice Presidents all be absent the Secretary will call the meeting to order and a Chairperson will be selected by the members present to conduct the meeting.

**902.** The presiding officer at all meetings shall rule out of order all matters pertaining to political or religious matters, which do not refer to the good and welfare of The Legion.

**903.** The presiding officer at all meetings shall ensure order is enforced and strict observance is paid to these By-Laws and the By-Laws of Dominion and Ontario Provincial Commands. The presiding officer shall have the right to rule on all questions of order, subject to the appeal of the meeting, sustained by a majority vote of the voting members present.

**904.** The presiding officer shall, when debate has ceased on any question, put the matter to an open vote; giving the words of the motion clearly so that no voting member may misunderstand the matter in question and on which they are about to vote. Should those members demand a secret ballot on any particular matter, such resolution shall be made by secret ballot.

**905.** Any member wishing to speak or introduce a motion during a meeting, shall rise, address the chair and be recognized before speaking.

**906.** Business upon which a Notice of Motion has not been given may be taken up at General Meetings except the Annual General Meeting or Special Meetings.

**907.** Where business arises where no Notice of Motion has been given, the Presiding Officer may, if he considers it in the best interest of The Branch, table to the next meeting the debate on such business.

**908.** In all matters of procedure not provided for in these By-Laws, the provision of the Legion's "Rules of Procedures for Legion Meetings" shall apply. In all cases where these rules do not make adequate provision, then and only then, the procedure shall be governed by the Rules of Order approved by Dominion Command.

## **ARTICLE X FINANCE**

**1001.** The fees and dues payable by all members shall be determined as follows:

- a. An enrollment fee will be assessed each new member. The amount to be determined by The Branch at a General Meeting; and
- b. The Annual Branch dues shall be determined by motion passed at a General Meeting of The Branch. Such dues shall include per capita taxes payable to Commands.

**1002.** Members dues shall become payable annually on January 1st in each calendar year or as determined by regulations set down by Dominion Command. If dues are not paid by January 31<sup>st</sup>, the Member is not in good standing for any purpose, including participation in Legion Sports.

**1003.** The Executive Committee shall have the authority to levy an assessment on each and every member of The Branch to meet any extraordinary expenditure in any year, provided that such expenditure has been approved by a two-thirds of those voting members present at the Special General Meeting called for the purpose of considering the subject and is in the pursuance of the avowed purposes and objects of The Legion.

**1004.** The financial and fiscal year of The Branch shall be from June 1st to May 31st of the following year.

**1005.** The books of The Branch shall be audited at the end of the fiscal year by an auditor elected and approved by The Branch.

**1006.** The audited financial statement shall be presented to a General Meeting of The Branch within ninety (90) days of the end of the fiscal year by the auditor or the Treasurer and then to the next General Meeting.

**1007.** All monies payable by The Branch in excess of \$100.00 shall be paid by cheque only, signed by two authorized Branch Officers, the authorized officers are the President, the 1<sup>st</sup> Vice President, the Treasurer or the Branch manager and under no circumstance shall a cheque be signed in blank by a Branch officer. Signers of any cheque shall not be related by blood, law or common-law relationship.

**1008.** All expenditures, other than normal operating expenditures and in excess of \$2500.00, must be approved by The Branch Executive Committee for its recommendation to the next General Meeting prior to any commitment for such expenditures being made by the Branch. All expenditures in excess of \$2500.00 except for normal operating expenses recommended by the Executive Committee and approved at a General Meeting, must also be recommended by the Finance Committee before the funds can be expended. In the event of non-concurrence by the Finance Committee the reasons must be made in writing and be presented to the next General Meeting for a final decision.

1009. The auditor elected by The Branch at a General Meeting, shall hold that office for a period of one year, unless dismissed by The Branch at a General or Special General Meeting which had been called for that special purpose, and of which Notice of Motion for dismissal had been given at a previous General Meeting and in the notice calling the meeting.

## **ARTICLE XI AFFILIATIONS**

1101. Affiliate voting membership is open to any Canadian citizen or Commonwealth subject who is of the federal voting age and who is not eligible for Ordinary or Associate Membership and who has two (2) or more years of service as an Affiliate Non-Voting Member.

1102. Affiliate non-voting membership is open to any Canadian citizen or Commonwealth subject who is of federal voting age and who supports the aims and objects of The Royal Canadian Legion. Affiliate Non-Voting Members shall have the same rights as all other members except the right to vote and hold office. After two (2) years service an Affiliate Non-Voting Member, he may apply for Affiliate Voting status.

1103. The Branch shall be permitted to allow persons to be affiliated with The Branch as members, subject to the provisions with respect to "Affiliate Membership" contained in the General By-Laws of The Royal Canadian Legion.

**1104.** He shall have the right to:

- a. Attend General Meetings of the Branch;
- b. Wear Legion dress and insignia;
- c. Act on Branch committees as a member only but cannot serve on a complaint committee;
- d. Apply to transfer to other Branches;
- e. Participate in Legion sports at all levels;
- f. Participate in all social activities of the Branch and on a privileged basis of other Branches;
- g. Nominate a member for office, but may not vote.

**1105.** The initial application and any subsequent application for Affiliate Voting membership shall be reviewed by the Membership Committee in accordance with the Terms of Reference and approved by a General Meeting.

## **ARTICLE XII REAL PROPERTY**

1201. The real property that is held or acquired by The Branch shall be held in the name of the Branch.

## **ARTICLE XIII AMENDING OF BY-LAWS**

**1301.** These By-Laws shall not be amended or altered except upon a motion of which a Notice of Motion shall have been made at a previous General Meeting of The Branch. Such Notice of Motion shall state the changes required and shall be signed by the voting member presenting the notice. A majority of two-thirds of the voting members present is required to pass the proposed changes.

**1302.** These By-Laws may also be amended or altered by a motion submitted and signed by a designated member of the Executive Committee, of which Notice of Motion has been given at a previous meeting of The Branch. Such notice shall set out the proposed alterations or amendments. A majority of two-thirds of the voting members present shall be required to pass the proposed changes.

1303. These By-Laws may require amendments from time to time as a result of amendments approved to The General By-Laws by Dominion or Provincial Conventions. Such amendments will automatically supercede Branch By-Laws and must be incorporated herein.

1304. All Voting Members of The Branch will be notified prior to the meeting called for amending of these By-Laws.

1305. These By-Laws and all amendments shall become effective only upon approval by Ontario Provincial Command of The Royal Canadian Legion.

Approved: Branch President

Date:

Ontario Provincial Command,  
Royal Canadian Legion.

Approved: Provincial President

Date: Executive Director