

VANCOUVER BRANCH BY-LAW CHANGES 2024

CURRENT WORDING BY-LAWS	AMENDED WORDING	Reason for Actions
<p>PART 1 DEFINITIONS</p> <p>“Branch board” means the group of volunteers elected by the members of the Branch to conduct and manage the business of the Branch.</p>	<p>PART 1 DEFINITIONS</p> <p>“Branch” means the Vancouver branch (BC08) of the Association.</p> <p>“Branch Board” means the group of volunteers elected by the Members to conduct and manage the business of the Branch.</p> <p>“Member” means a member of the Association in good standing who is recorded in the records of the Association as allocated to the Branch.</p>	<p>Clarify terminology and avoid repetitious definitions in body of document</p>
<p>3.3.2 In the event of the dissolution of the Branch, members shall be re-allocated by the Board to adjacent Branches.</p>	<p>Deleted</p>	<p>This is covered in the Association By-Laws and is not under the control of the Branch</p>
<p>4.2 The Branch is responsible for remitting to the Association National Office, quarterly, the national portion of any membership fees received by the Branch.</p>	<p>4.1.1 Membership fees are set and collected by the Association.</p> <p>4.1.2 Members shall remit membership fees directly to the Association’s National Office.</p>	<p>Changed to reflect current practice</p>
<p>5.1 Branch directors must be valid members of the Association. If membership lapses or is terminated by either the member or the Association, the director immediately ceases to hold office.</p>	<p>5.1.1 Branch directors must be Members. If Association or Branch membership lapses or is terminated by either the Member or the Association, the director immediately ceases to hold office.</p>	<p>Wording changed to clarify that directors must hold branch membership as well as association membership.</p>
<p>5.1.1 Composition</p> <p>The Branch board shall be comprised of 6 to 8 directors including the following officers: President, Vice-President, Treasurer, Secretary. These officers are elected directly to these positions by the membership.</p> <p>5.1.2 The number of directors shall be established at the Branch Annual meeting by a proposal approved by 50% + 1 of the votes cast. Subsequent changes to</p>	<p>5.2 Composition</p> <p>5.2.1 The Branch Board shall be comprised of 9 directors including the following officers: President, Vice-President, Treasurer and Secretary. These officers are elected directly to these positions by the Members.</p> <p>5.2.2 Changes to the number of directors may be made in accordance with the provisions for any other amendment to these By-laws set out in Part 10.</p>	<p>Remove any confusion as to the number of director positions.</p> <p>Add provision to reserve one director position for representative from Yukon.</p> <p>Remove a provision that was only relevant in the original version of the bylaws.</p>

<p>the number of directors may be made in accordance with the provisions for any other amendment to these By-laws set out in Part X.</p>	<p>5.2.3 As Association members in the Yukon are assigned to this Branch, one director position on the Branch Board shall be reserved for a nominee from the Yukon. If no nominee from the Yukon is available, the position may be filled on a temporary basis as set out in section 6.4.4</p>	
<p>5.2 President</p> <p>The President, as chair, shall call and chair Branch board meetings and Branch General Meetings.</p> <p>5.2.1 The President shall serve as the chief spokesperson of the Branch and at national Meetings of Members.</p>	<p>5.3 President</p> <p>5.3.1 The President, as chair, shall call and chair Branch Board meetings and Branch Meetings.</p> <p>5.3.2 The President shall serve as the chief spokesperson of the Branch in general and shall represent the Branch at Association Meetings of Members.</p>	<p>Wording modified to include all Branch meetings and clarify that President is the main spokesman for the Branch.</p>
<p>5.6 Appointment of officers</p> <p>The Branch board may appoint members to serve as additional officers with duties and responsibilities and may specify and amend the officer’s duties and responsibilities as required, except ones defined in these by-laws, which require member approval to change.</p> <p>5.6.1 An appointment may be withdrawn and responsibility reassigned to another member at anytime by majority vote of the Branch board. Withdrawal of an appointment does not affect the subject director’s status as a member of the Branch board.</p>	<p>5.7 Appointment of additional officers</p> <p>5.7.1 The Branch Board may appoint directors or other Members to serve as additional officers and may specify and amend the officer’s duties and responsibilities as required, except ones defined in these By-laws, which require Member approval to change.</p> <p>5.7.2 An appointment may be withdrawn and responsibility reassigned to another director or Member at any time by majority vote of the Branch Board. Withdrawal of an appointment does not affect a director’s status as a member of the Branch Board.</p>	<p>Clarify that additional officers may be either directors or Members at large.</p>
<p>5.8 Branch board</p> <p>The Branch board shall manage and supervise the affairs of the Branch subject to the Act, the By-laws and national policies of the Association, and these by-laws. Each Branch board is, at all times, accountable to the Board of the Association.</p>	<p>5.9 Branch Board Duties</p> <p>5.9.1 The Branch Board shall manage and supervise the affairs of the Branch subject to the Act, the Association’s By-laws, policies and regulations, and these By-laws. The Branch Board is, at all times, accountable to the Members and the Board.</p>	<p>Clarify the wording and responsibilities of the Board.</p> <p>Change “Each Branch board” to “The Branch Board” as there is only one board for the branch.</p>

	<p>5.10 Discipline of a Branch director</p> <p>5.10.1 Where the Branch Board determines that there is reason to believe that a director has</p> <ul style="list-style-type: none"> a) violated any provision of the Act, Articles, By-laws, Regulations, or policy of the Association or b) engaged in conduct detrimental to the interests and purposes of the Association or the Branch, <p>the Branch Board will provide written notification to the director of the non-compliance and outline the corrective action required within a specific time limit.</p> <p>5.10.2 If the director does not take corrective action acceptable to the Branch Board within the specified time limit, the Branch Board may take action including, but not limited to:</p> <ul style="list-style-type: none"> a) referring the matter to the Board for review and possible disciplinary action, or b) submitting an Ordinary Resolution for the removal of the director to a Branch Meeting in accordance with section 6.7.1c). 	<p>New section to give the Branch Board authority to discipline a director for not complying with the conditions under which the Branch Board is required to operate.</p>
<p>6.4 Election and Term of Office</p> <p>Members of the Branch board shall be elected at the Branch Annual Meeting, for a term of 3 years. The term commences at the close of the Annual meeting at which they are elected. Terms shall be staggered so that roughly 1/3 of the director terms end each year.</p> <p>6.4.1 As a transition to these fixed terms and to provide an overlap of the Board directors, the 2017 Annual meeting will have the: President, Secretary, and one Director for election; and the 2018 Annual meeting will have the Vice-President, Treasurer, and three Directors for election.</p>	<p>6.4 Election and term of office</p> <p>6.4.1 Directors shall be elected at the Branch Annual Meeting, for a term of 3 years. A director's term commences at the close of the Branch Annual Meeting at which they are elected.</p> <p>6.4.2 Terms shall be staggered so that roughly 1/3 of the director terms end each year.</p> <p>6.4.3 The Branch Board may, on an as required basis, recommend shorter terms when this is required to maintain this staggered cycle of elections.</p> <p>6.4.4 If there are no nominees from the Yukon at the end of the Yukon director's term, then that</p>	<p>Add section on reserving one director position for a Yukon Member.</p> <p>Remove references to specific Annual meetings and make the wording more generic.</p>

	position may be filled by any other nominee from the Branch until the next Branch Annual Meeting, at which time the position will again be open for a nominee from the Yukon.	
<p>6.5 Maximum terms</p> <p>A member may serve on the Branch board in any capacity for a maximum of 2 full consecutive terms in a given elected position, and may stand for re-election to the Branch board after a break of one year.</p>	<p>6.5 Maximum number of terms</p> <p>6.5.1 A Member may serve on the Branch Board for a maximum of 2 full consecutive terms in a given elected position, and may stand for re-election to the Branch Board in that position after a break of one year.</p>	Clarify wording
<p>8.1.2 Agenda, Mandatory Business</p> <p>At every Branch Annual Meeting, the Members assembled shall:</p> <p>a) Approve a record of proceedings of the last Branch Annual Meeting and any Special Branch Meetings;</p> <p>b) Receive a report from the President concerning the activities of the Branch board or executive since the previous meeting and outlining the plans and priorities for the current and following year;</p> <p>c) Receive the reviewed financial records for the previous financial year;</p> <p>d) Receive the budget for the current year and the forecast for the next fiscal year;</p>	<p>8.1.3 At every Branch Annual Meeting, the Members assembled shall:</p> <p>a) Approve a record of proceedings of the last Branch Annual Meeting and any Special Branch Meetings;</p> <p>b) Receive a report from the President concerning the activities of the Branch Board since the previous meeting and outlining the plans and priorities for the current and following year;</p> <p>c) Receive the reviewed financial statements for the previous financial year;</p> <p>d) Receive the budget for the current year (including planned reserves) and the forecast for the next fiscal year;</p>	Change “financial records” to financial statements” and clarify that planned reserves are to be presented with the budget.
<p>8.1.3 Copies of the record of proceedings for Branch Annual or Special Meetings and a copy of the reviewed financial records shall be forwarded to National Office by no later than May 15th.</p>	<p>8.1.4 The record of proceedings for Branch Annual Meetings shall be signed by the President and Secretary and entered into the Branch archives.</p> <p>8.1.5 Copies of the record of proceedings for Branch Annual Meetings and a copy of the reviewed financial statements (including approved reserves) shall be forwarded to the Association’s national office by no later than May 15th.</p>	<p>Add requirement for the minutes of the Branch Annual meeting to be signed and filed.</p> <p>Changed “records” to “statements (including approved reserves)”</p>
	8.3.2 If a Branch General Meeting includes a	New section to require minutes of any

	business meeting the record of the business proceedings at the Branch General Meeting shall be tabled at the next Branch Annual Meeting.	business conducted at a Branch General meeting to be tabled at the next Branch Annual Meeting
	<p>8.5 Quorams</p> <p>8.5.2 The quorum for a meeting of the Branch Board is a simple majority of the directors then in office.</p>	Section on quorum for Branch Board meeting relocated to this part of the by-laws.
<p>8.6 Branch board Meetings</p> <p>Meetings of the Branch board shall be at the call of the President or upon the request of one-third of the directors.</p> <p>8.6.1 The quorum for a meeting of the Branch board is a simple majority of the directors then in office.</p> <p>8.6.2 If full minutes of the Branch board meetings are not kept, decisions made at such meetings will be fully recorded and those records entered into Branch archives.</p> <p>8.6.3 Means of Communications</p> <p>A meeting of the Branch board may be conducted by telephone, electronic, or other means of communications that permits all directors to communicate adequately with each other. A director participating by such means shall be deemed present at the meeting.</p>	<p>8.6 Branch Board Meetings</p> <p>8.6.1 Meetings of the Branch Board shall be at the call of the President or upon the request of one-third of the directors.</p> <p>8.6.2 A meeting of the Branch Board may be conducted by telephone, electronic, or other means of communications that permits all directors to communicate adequately with each other. A director participating by such means shall be deemed present at the meeting and entitled to vote at the meeting.</p> <p>8.6.3 All directors, including the President or chair have the same voting rights, and in the event a vote on a proposal under consideration by the Branch Board results in a tie, the motion shall be considered defeated.</p> <p>8.6.4 Decisions may be made by consensus, where “consensus” means that the motion has the general support of the directors. On any motion before the Branch Board, the chair may ask if there is consensus among the directors. If there is consensus, the record shall show that the decision was made by consensus. If any director asks that the matter be put to a vote, the record shall show that the decision was made by vote.</p> <p>8.6.5 No person shall act for an absent director at a meeting of the Branch Board.</p> <p>8.6.6 If full minutes of the Branch Board meetings</p>	<p>Wording on quorum has been moved to section 8.5 which deals with meeting quorums.</p> <p>Added clarification that a director attending a board meeting electronically is entitled to vote at that meeting.</p> <p>Added paragraph to clarify result of a tie vote.</p> <p>Added paragraph to allow decisions to be made by consensus (i.e. without a formal vote)</p> <p>Clarify that no one can represent an absent director.</p>

	are not kept, decisions made at such meetings will be fully recorded and those records entered into Branch archives.	
<p>8.7 Decision-Making</p> <p>Fundamental proposals</p> <p>Any member may submit for consideration at a National Annual Meeting of Members, a proposal to amend special fundamental parts of the Association’s Articles or By-laws pursuant to the Act.</p> <p>8.7.1 Branch endorsement</p> <p>A fundamental proposal shall be considered to have the endorsement of the Branch, if it receives the support of a majority of the Branch board or a majority (50% +1) of the votes cast at an Annual or Special Branch Meeting.</p> <p>8.8 Branch Proposals to the Association’s Annual Meeting</p> <p>In accordance with the national By-Laws, the Branch president may, on behalf of the Branch, submit proposals for consideration at a national Annual Meeting of Members or a Special Meeting of Members. To be submitted on behalf of the Branch, a proposal must receive the support of a majority of the Branch board or a majority (50% + 1) of the votes cast at a Branch Annual or Special Meeting.</p>	<p>8.7 Fundamental proposals</p> <p>8.7.1 Any Member may submit for consideration at an Association Annual Meeting of Members, a proposal to amend special fundamental parts of the Association’s Articles or By-laws pursuant to the Act.</p> <p>8.7.2 A fundamental proposal shall be considered to have the endorsement of the Branch if it receives the support of a majority of the Branch Board or a majority (50% +1) of the votes cast at an Annual or Special Branch Meeting.</p> <p>8.7.3 In accordance with the Association’s By-Laws, the Branch President shall, on behalf of the Branch, submit fundamental proposals endorsed by the Branch for consideration at an Association Annual Meeting of Members or an Association Special Meeting of Members.</p>	<p>Changes to clarify wording, remove redundant wording, and make it mandatory for the Branch President to present a fundamental proposal endorsed by the Branch at an Association AMM.</p>
<p>9.4 Spending Authority</p> <p>The Branch board shall have authority to make expenditures listed in the budget forecast from the Branch Annual Meeting, and otherwise shall have authority to make expenditures as needed up to a set amount as established by the national Board of Directors.</p> <p>9.4.1 An expenditure that was not included in the budget forecast requires the approval of a majority</p>	<p>9.4 Spending Authority</p> <p>9.4.1 The Branch Board shall have authority to make expenditures listed in the budget forecast (including approved reserves) from the Branch Annual Meeting, to make expenditures that are not in the budget but do not exceed 20% of the operating budget for the year and otherwise shall have authority to make expenditures as needed up to the Branch spending limit set by the Board.</p>	<p>Wording cleanup including clarification that Branch Board has authority to spend approved reserves.</p> <p>I would like to see the Branch board have authority to make additional expenditures up to a limit without having to call a General or Special meeting. The 20% of the operating budget is an arbitrary placeholder.</p>

<p>(50% + 1) of the votes cast at a Branch Special or General Meeting. An expenditure of more than the Branch set limit requires approval of national office or the national Board of Directors.</p>	<p>9.4.2 An expenditure that was not included in the budget forecast and that exceeds 20% of the operating budget approved at the Branch Annual Meeting for the year requires the approval of a majority (50% + 1) of the votes cast at a Branch Special or General Meeting. An expenditure of more than the Branch spending limit requires approval of the Association’s national office or the Board.</p>	
<p>9.4 Spending Authority</p> <p>The Branch board shall have authority to make expenditures listed in the budget forecast from the Branch Annual Meeting, and otherwise shall have authority to make expenditures as needed up to a set amount as established by the national Board of Directors.</p> <p>9.4.1 An expenditure that was not included in the budget forecast requires the approval of a majority (50% + 1) of the votes cast at a Branch Special or General Meeting. An expenditure of more than the Branch set limit requires approval of national office or the national Board of Directors.</p> <p>9.4.2 If approval is sought at a Branch General Meeting, notice of the proposal must be given in the notice for the meeting, at least 14 days prior to the meeting.</p>	<p>9.4 Spending Authority</p> <p>9.4.1 The Branch Board shall have authority to make expenditures listed in the budget forecast (including approved reserves) from the Branch Annual Meeting, to make expenditures that are not in the budget or identified in the reserves that do not exceed 20% of the operating budget for the year and otherwise shall have authority to make expenditures as needed up to the Branch spending limit set by the Board.</p> <p>9.4.2 An expenditure that was not included in the budget forecast or identified in the reserves and that exceeds 20% of the operating budget approved at the Branch Annual Meeting for the year requires the approval of a majority (50% + 1) of the votes cast at a Branch Special or General Meeting. An expenditure of more than the Branch spending limit requires approval of the Association’s national office or the Board.</p> <p>9.4.3 If approval is sought at a Branch General Meeting, notice of the proposal must be given in the notice for the meeting.</p>	<p>Wording to give Branch Board more financial flexibility without getting additional approval from Members at large.</p> <p>NOTE that for the Vancouver Branch the spending limit set by the Association’s Board is \$25,000.00.</p> <p>Delete 14 day requirement as this is covered in section 8.4.</p>
<p>9.6 Defence of Benefits Emergency Reserve Fund</p> <p>The Branch may establish and maintain a reserve fund, known as the Defence of Benefits Reserve Fund, withdrawals from which may be made only to</p>	<p>Delete 9.6</p>	<p>Vancouver Branch can no longer have a Defense of Benefits reserve, so this section 9.6 is redundant.</p>

<p>support initiatives to promote or protect significant pension or health benefits.</p>		
<p>9.6.1 Maximum Amount The maximum amount to be held in the Defence of Benefits Reserve may be set at a Branch Annual meeting, by a proposal receiving a majority (50% + 1) of the votes cast.</p>	<p>Delete 9.6.1</p>	<p>Same reason as above 9.6.1 is redundant.</p>
<p>9.6.2 The Branch board may authorize the withdrawal from the reserve up to a limit set by a vote at a general meeting. Withdrawals over that limit must be authorized at a Branch Annual, Special or General meeting, by a proposal receiving a majority (50% + 1) of the votes cast.</p>	<p>Delete 9.6.2</p>	<p>as above 9.6.2 is redundant.</p>
	<p>9.6 Reserve Funds 9.6.1 The Branch may establish and maintain reserve funds in accordance with the Association's Regulations. The Branch Board has the authority to create, change or remove such reserves. 9.6.2 The Treasurer must present a report on the status of all Branch reserves at each Branch Annual Meeting as part of the presentation of the Branch's financial statements.</p>	<p>New section to allow Branch Board to manage the Branch's reserves.</p>