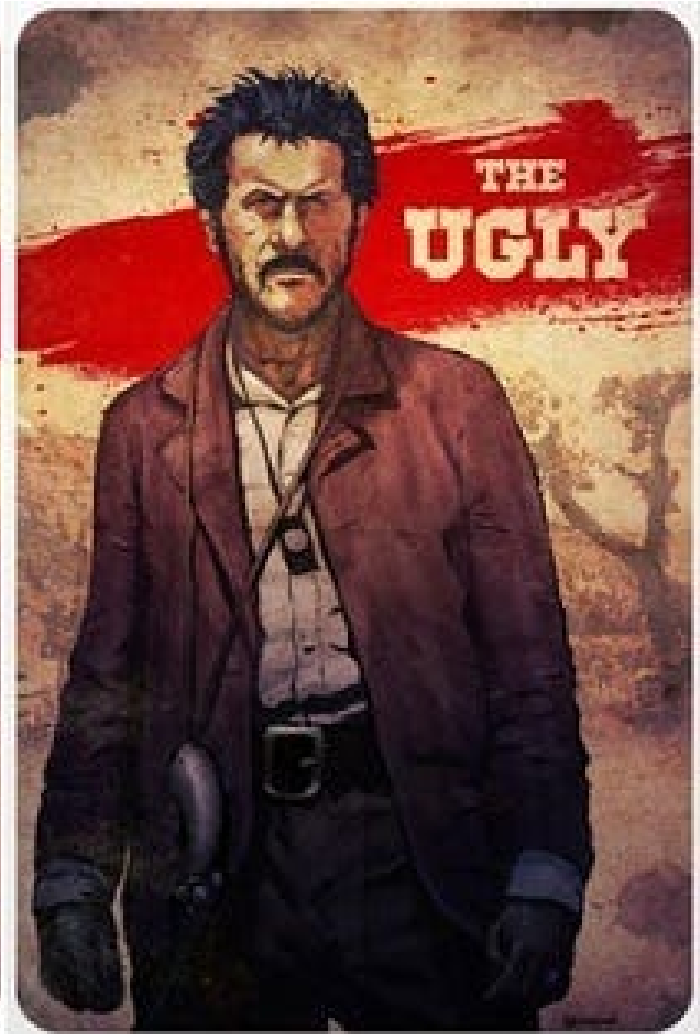
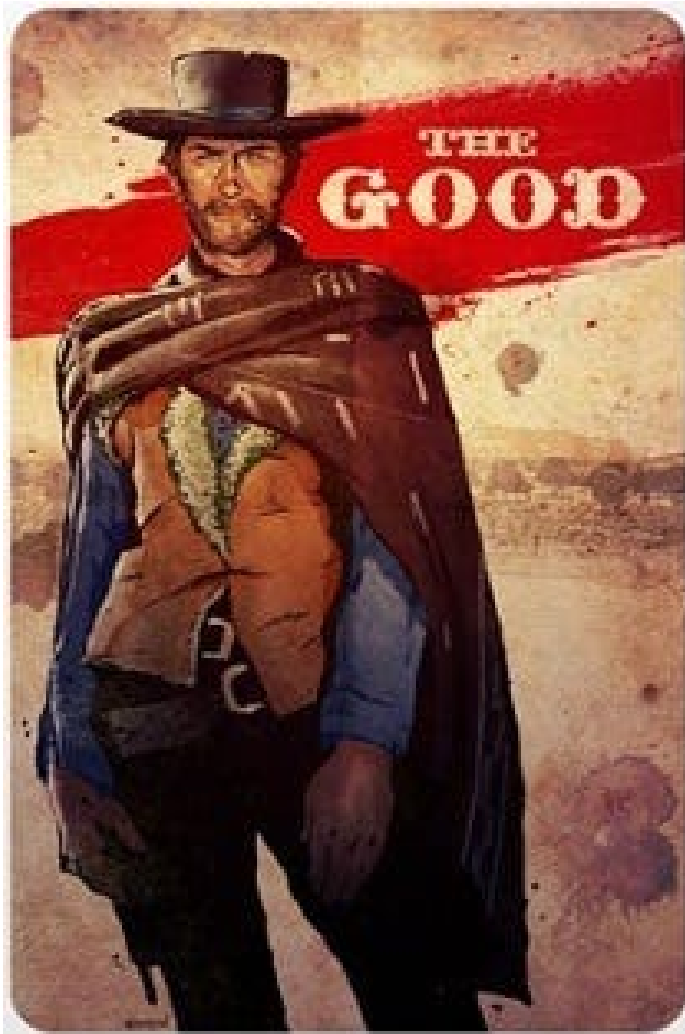


Governance & Bylaws





“Workplace conflict?”



Legion Foundation

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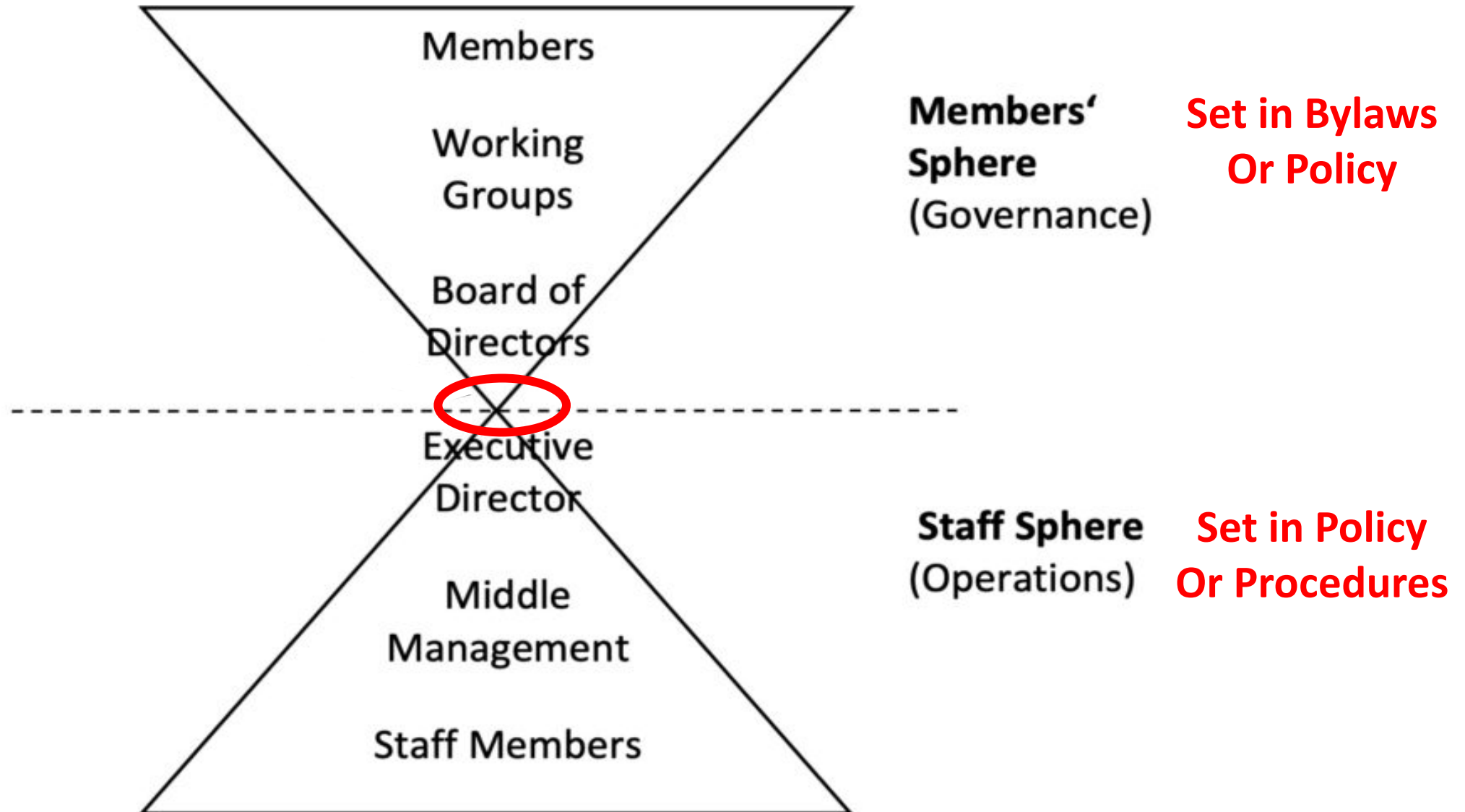




**WHAT IS GOOD
GOVERNANCE?**



Hourglass Model



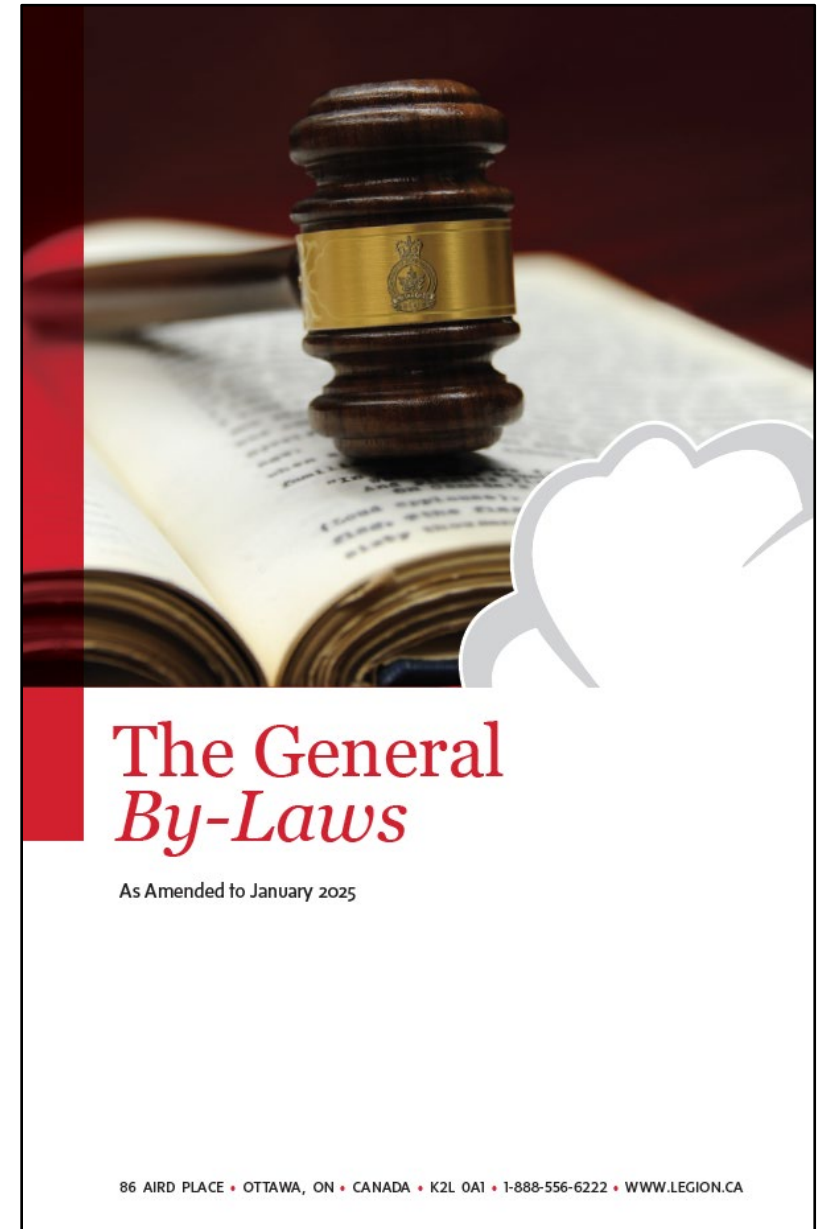
The Good (basic things to get right)

- “Duties” of the Board/Executive
 - Duty of **Care** - Ensure prudent use of all assets, including property, people and good will/reputation
 - Duty of **Loyalty** - Make decisions that are in the best interest of the Branch, even if this is not necessarily in the best interest of an individual or themselves
 - Duty of **Obedience** - Ensure that the Branch obeys applicable laws and regulations, follows our own bylaws, and adheres to the stated mission
 - **Fiduciary Duty** – Make informed decisions, respect the decision of the Board (even if you didn’t agree with it)



Bylaw Structure

- The General Bylaws
- BC/Yukon Command Bylaws
- Branch Bylaws
 - In absence of these, Branch Pro Forma is used
- Poppy Manual
- Rules of Procedure for Legion Meetings
- Ritual, Awards and Protocol Manual
- Code of Ethics Policy



The Bad (things that often go wrong)

- Don't follow The **General** Bylaws (GBLs)
 - If you are being paid to work, you can't serve on the Executive (112.a)
 - A President who resigns before the end of their term is not the immediate Past President (114.b)
 - Any branch immediate Past President who missed 3 consecutive meetings (executive or branch or both), shall cease to hold office (613.b)
 - Conflict of Interest (301.c)
 - *Is deemed to exist when a member has, through their office, **influence or knowledge**, a real or **perceived** interest in, or effect on the outcome of any complaint or appeal made under the provisions of this Article.*



*"My fees are quite high, and yet you say you have little money.
I think I'm seeing a conflict of interest here."*

The Bad (things that often go wrong)

- Don't follow **BC/Yukon Command** Bylaws
 - Proxy voting is not permitted at Branch elections (603)
 - Spending without approval of the General Membership, except:
 - Normal operating expenses & yearly budget (619.a)
 - Emergency things – needs to be ratified (619.b)
 - No pictures/video/posts of alcoholic beverages at the Branch can be posted publicly without written permission (1301)

The Bad (things that often go wrong)

- Don't follow **Branch** Bylaws
 - Expenditures over \$10,000 must first be approved by BC/Yukon Command
 - All monies in excess of \$100 (or \$200) - including petty cash but not including Gaming - shall be paid by cheque with 2 signatures
 - Whenever a repair or replacement exceeds \$500 (or \$1,000), bids should be solicited from at least 2 (or 3) suppliers

The Bad (things that often go wrong)

- Don't follow **Rules of Procedure** for Legion Meetings
 - All evidence of (bar) drinks removed prior to opening of the meeting
 - More in my session this afternoon (on Effective Meetings)
- Don't follow **best practice**
 - Signing authorities
 - No discussion or evaluation of employee performance or wages
 - No discussion of individual Veterans in need (Poppy funds)

WHO?

Me?

Tips & Tricks (to avoid the Ugly)

- Reference the “higher up” bylaws whenever possible
- Know the common bylaw clauses – money!
- Ensure you are using the most current bylaws
- Language is important – Must/May/Shall
- Never too late to do the right thing
- If it’s not working, consider changing







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