

April 2024

BYLAWS
OF
MID-ISLAND AND PACIFIC RIM BRANCH BC05
NATIONAL ASSOCIATION OF FEDERAL RETIREES



APRIL 04, 2024

(Amended to conform to the Canada Not-For-Profit Corporations Act and the Association's National By-Laws approved by The Board during December 2023)

INDEX

ITEM	TITLE	PAGE
1	Definitions and Abbreviations	3
2	Mid-Island and Pacific Rim Branch	4
3	Membership	5
4	Fees	5
5	Branch Executive	6
5.A	Officers	6
5.B	Directors	6
5.C	Branch Executive	7
5.D	Duties of Branch Officers	8
6	Nominations and Elections	10
7	Branch Meetings	10
8	Fiscal Year	11
9	Financial Administration	12
10	Amendments to Branch Bylaws and Policies	13
11	Dissolution of the Branch	14
12	Discipline	14
13	Reimbursement of Expenses	14

*****The contents of this document supersede all Branch Bylaw documents that were approved on an earlier date for Branch BC05.**

1. DEFINITIONS AND ABBREVIATIONS

In these Branch Bylaws the following Definitions and Abbreviations apply.

National Association of Federal Retirees Definitions and Abbreviations

- “Act” means the Canada Not-For-Profit Corporations Act.
- “Association” means the National Association of Federal Retirees.
- “AMM” means Annual Meeting of members of the Association.
- “Annuitants” are persons receiving an annuity pension.
- “BC05” is the national identification for Mid-Island and Pacific Rim Branch.
- “Board” means the National Board of Directors of the Association.
- “National By-laws” refers to the Association’s National By-laws.

Branch Definitions and Abbreviations

- “AGM” is the Annual General Meeting of Branch BC05.
- “GM” is a General Meeting of Branch BC05 members.
- “SGM” is a Special General Meeting of Branch BC05 members.
- “Branch Executive” is the group of volunteers elected by Branch members to conduct and manage the business of Branch BC05.
- “Branch Welcome Letter” is a welcoming letter included with the information kit that is sent to all new members that join Branch BC05.
- “Budget” is the Annual Branch Budget approved by Branch BC05’s AGM.
- “Charges” are funds collected at Branch events from members and their guests. These charges are set by the Branch Executive before each event.
- “Delegates” are the Branch President and members selected to represent Branch BC05 at National, Regional, and Training meetings.
- “Membership Categories” are Single and Double.
- “Minutes Files” contain the minutes of all Branch Executive and Branch meetings that are held by the Branch Secretary. They can be viewed by the membership.
- “Notice” the notification (webpage, newsletter, target dates) of Branch meetings.
- “Preferred Partnerships” are organizations that offer discounts to members.
- “Target Dates” is a list of dates of Branch meetings, deadlines, events, etc., that are approved by the Branch Executive at the beginning of each year.
- “Branch Bylaws” refers to the Bylaws of Branch BC05, in effect from time to time.

2. MID-ISLAND AND PACIFIC RIM BRANCH, BC05

2.1 Mid-Island and Pacific Rim Branch is an entity and agent of the National Association of Federal Retirees, established by Charter during 1982.

2.2 Branch BC05 is subject to the Association's National By-laws.

2.3 Branch BC05 boundary is defined in its Charter as the northern limit of the town of Ladysmith to the northern limits of Qualicum Bay, and from Gabriola Island to the West Coast of Vancouver Island, including the Villages of Ucluelet and Tofino. The boundary is subject to change by the Association's Board.

2.4 As an agent of the Association, Branch BC05 provides services to the members and carries out local programs consistent with the purpose and strategic direction of the Association by providing the following core functions:

- a. advocacy, at the local level, in support of Association initiatives that;
 - i) support measures to protect and promote the pensions, benefits and general welfare of members and potential members; and
 - ii) oppose measures detrimental to the interests of members and potential members;
- b. information sharing;
- c. membership recruitment and engagement;
- d. member support - connecting individual members and their families with the information they need to access their pensions and benefits;
- e. volunteer support and development;
- f. responsible management of Branch finances and programs;
- g. sound governance in accordance with applicable laws, National By-laws and Regulations.

2.5 The Branch shall carry out its operations without financial benefit to its members. Any profit or other financial gain accruing to the Branch shall be used to promote the objectives of the Association.

3. MEMBERSHIP

3.1 A person eligible for membership in the Association is eligible for membership in Branch BC05.

3.2 A person's membership in the Branch terminates automatically upon termination of membership in the Association.

3.3 New members who reside within the Branch boundary shall be allocated to the Branch unless the member requests allocation to another Branch.

3.4 Members may request re-allocation to another Branch at any time.

3.5 In the event of dissolution of the Branch, members shall be re-allocated by the Association's Board to adjacent branches.

3.6 All members shall abide by the Association's Code of Conduct and, if found to be in contravention of the Code, may be subject to discipline in accordance with the National By-laws and Regulations.

4. FEES

4.1 Membership fees are set by the Association's AMM.

4.2 The Branch is responsible for remitting, to the Association's National office, any membership Fees received by the Branch that are owed nationally.

5. BRANCH EXECUTIVE

5.1 The Branch Executive shall manage and supervise the affairs of Branch BC05 subject to the Act, National By-laws and Regulations, and Branch Bylaws. The Branch Executive is accountable to the Board of the Association.

5.2 The Branch Executive is responsible for maintaining Branch records including Branch financial and administrative reports, and for submitting reports, as required, to the Association's National office.

5.3 The Branch Executive shall consist of all the Branch Officers (President, Vice-President, Treasurer, Secretary), and all Branch Directors.

5.4 The Branch Executive may invite a Past-President of Branch BC05 to assist the President and serve as a voting member of the Executive until the next AGM.

5.5 Members of the Branch Executive must be valid members of the Association and Branch. If membership lapses or is terminated by either the member through resignation, or by the Association, the Executive member immediately ceases to hold office.

5.6 Area Coordinators represent may be appointed as non-voting advisors to the Branch Executive, to each of the four major geographical centers of Branch BC05 (Nanaimo, Parksville, Qualicum, and Port Alberni).

5.A Branch Officers

5.A.1 The Officers of Branch BC05 shall be: President, Vice-President, Secretary, and Treasurer. Officers shall serve for a two-year term unless otherwise specified.

5.A.2 Officers shall be elected at the Branch AGM and installed before the AGM is adjourned.

5.A.3 The President and Treasurer are to be elected during odd-numbered years. Vice-President and Secretary are to be elected during even numbered-years.

5.B Branch Directors

5.B.1 Directors of Branch BC05 shall number twelve to fourteen members (12-14).

5.B.2 Directors shall be elected at the AGM and installed at the time of election.

5.B.3 Directors, half of whom are to be elected annually, shall serve a two-year term.

5.B.4 Most directors shall be assigned specific duties such as Director of “Advocacy”, “Membership”, “Telephoning”, “Programs”, “Newsletter and Websites”, “Communications”, “Health and other Benefits”, “Registration”, “Awards”, “Speakers”, and “Branch Historian” (see details in Policies and Procedures). A change of, or cancellation of duties does not affect a Director’s status as a member of the Branch Executive.

5.C Branch Executive

5.C.1 The Branch Executive shall:

- a. make appointments to fill vacancies in its membership until the next AGM of Branch BC05, when the position shall be filled by election;
- b. appoint a Nominating Committee at least 120 days before the Branch AGM. Its duties will be detailed by the President; and
- c. meet at least six (6) times annually at the call of the President or as identified in the annual “Target Dates”, to approve Branch Budgets, Financial forecasts, Target Dates, Meeting dates & venues, Reports, Delegates, Committee members, and other specified event/functions (usually before and after Branch meetings).

5.C.2 A Branch Executive meeting may be conducted by telephonic, electronic or other means of communication that permits adequate communication among Executive members. A member participating in this manner shall be recorded as “present” in the minutes.

5.C.3 Members of the Branch Executive with specific responsibilities shall submit reports at all meetings at the call of the President.

5.C.4 Minutes will be kept of each meeting and be accessible to Branch members.

5.C.5 In order to conduct business, a Branch Executive meeting shall require a quorum of 50% of its members then in office.

5.C.6 Any Executive member that has missed six consecutive regularly scheduled Branch Executive meetings shall be deemed to have vacated their position.

5.C.7 Branch ad hoc committees may be established as seen fit by the Branch President.

5.C.8 All members of the Branch Executive and Branch Committees shall be subject to Policies stated in the Policies and Procedures, and shall be governed by the Association and Branch Code of Conduct.

5.D Duties of Branch Officers

5.D.1 The Branch President shall:

- a. as chair, call and chair Branch Executive meetings and Branch General Meetings. In the absence of the President, the meeting shall be chaired by the next senior Officer available, as listed in Branch Bylaw 5.A.1;
- b. serve as the chief spokesperson of the Branch and at National, Regional, and Branch Meetings of members;
- c. ensure copies of approved Branch AGM minutes and the “Financial Review Committee” report are submitted to National office by May 15th each year;
- d. request verbal or written Reports from Branch Officers and Directors as required; and
- e. have such other duties and powers as the Branch Executive may specify.

5.D.2 The Branch Vice-President shall:

- a. assume the President’s duties in the event of the President’s absence, disability, or refusal to act. The Vice-President shall have such other duties and powers as the Branch Executive may specify; and
- b. if the President is incapacitated or leaves office, assume the Presidents duties until the next Branch AGM, where an election will be held either to complete the presidential term of office if an even-numbered year or to begin a new two-year term if an odd-numbered year.

5.D.3 The Branch Secretary shall:

- a. prepare, record, and maintain the Minutes of meetings of Branch Members and meetings of the Branch Executive;
- b. control Branch administrative activities if a need arises;
- c. be charged with the safe-keeping of Minutes in both a digital and paper formatted “Minutes Files” that includes any approved amendments;
- d. be responsible for all general Branch correspondence and mail;
- e. copy documents for mailing and for distribution at Branch meetings;
- f. maintain an updated version of Association “Administrative Guidelines for Branches”; and
- g. order and distribute Branch stationery and supplies.

5.D.4 The Branch Treasurer shall:

- a. keep the financial accounts of the Branch and exercise primary signing authority for expenditures;
- b. at each AGM the Treasurer shall submit a report of the Branch finances for the previous fiscal year and a Budget forecast for the next fiscal period;
- c. prepare financial reports for each Branch Executive and Branch meeting;
- d. maintain and report contents of and expenditures from all “Branch Reserve Funds” to the Branch Executive, Finance Committee, and AGM; and
- e. each year, request a Certificate of Insurance from the Association National office.

6. NOMINATIONS AND ELECTIONS

6.1 The Nominating Committee shall consist of at least a chairperson appointed by the Branch Executive. The chairperson may select other Branch members to serve on this Committee, but they shall not be members of the Branch Executive.

6.2 The role of the Nominating Committee is to assist with the nomination and election of eligible Branch members as Officers and Directors.

6.3 The Nominating Committee shall call for nomination of candidates for all available Branch positions, and present a list of positions and eligible candidates to the Branch AGM.

6.4 Candidate names for each Officer position must be submitted to the Nominating Committee at least 60 days before the Branch AGM. Candidates for Director can be nominated from the floor of the Branch AGM.

6.5 The chairperson of the Nominating Committee shall conduct an election for each available position. The slate of candidates for “Director” may require a series of votes. After each vote, the candidate with the fewest votes shall be dropped from the slate before the next vote. This process is repeated until the slate contains the number of names equal to the number of Branch Director positions available.

6.6 The vote shall be by show of hands by the members present at the AGM.

6.7 If no candidate is presented at the Branch AGM to fill a vacant position, the Branch Executive may appoint a Branch member to fill the position until the next AGM.

7. BRANCH MEETINGS

7.1 There shall be a minimum of three (3) General Meetings of Branch BC05 each year, as arranged by the Branch Executive and identified in the annual “Target Dates”. Members shall be given “Notice” of any Branch meeting at least 14 days prior to the meeting. The Quorum required to conduct business at any formal meeting of Branch BC05 is 2% of Branch members.

7.2 The first GM of the year shall be designated the Branch AGM and shall be no later than April 30th of the year. Members shall be notified of the AGM date at least 21 days prior to this meeting. The mandatory business of the Branch shall be conducted at the AGM, where attending Branch members shall:

- a. approve or amend an agenda for the AGM;
- b. approve or amend minutes of the previous Branch AGM and any SGM;
- c. receive reports from the Officers and Directors of Branch BC05 concerning the activities and future plans of the Branch Executive;
- d. receive the report of the Financial Review Committee for the previous year and appoint a chairperson of this committee for the current year;
- e. approve the budget for the current year and a financial forecast for the next year;
- f. consider proposed amendments of Branch Bylaws, Policies and Procedures;
- g. conduct elections of Branch Officers and Directors; and
- h. conduct other such business as may be properly brought before the AGM.

7.3 A Special General Meeting of Branch BC05;

- a. may be called by the President, or
- b. shall be called upon request of at least fifteen (15) Branch members.

An SGM requested by members shall be held within 30 days of receipt of the request. Any SGM shall deal only with the business discussed in the “Notice” of the meeting.

7.4 The President’s decision on questions of order may be subject to appeal, if the appeal is sustained by a two-thirds vote of Members in attendance.

7.5 Only Members in good standing are eligible to vote at Branch meetings, eligible to hold office, eligible to be Members of committees, or eligible to utilize discount purchasing arrangements by the Branch or Association.

7.6 Full minutes shall be kept for all Branch Executive and Members meetings. They shall be presented at the next meeting and those records entered into the Branch archives.

8. FISCAL YEAR : The Fiscal or Financial Year shall be the Calendar Year.

9. FINANCIAL ADMINISTRATION

9.1 The Branch Executive shall designate who has authority to sign contracts and to make payments on behalf of the Branch. Spouses shall not both hold signing authority; two persons in a family, domestic or business relationship shall not both hold signing authority. No person shall authorize a cheque made out in their own name.

9.2 The banking business of the Branch shall be conducted at such bank, trust company or other firm or corporation carrying on a banking business, designated by the Branch Executive, in compliance with the Association's policy.

9.3 The Chairperson of the Financial Review Committee and Branch President shall appoint other members of this Committee.

9.4 This Review Committee shall review the year's Branch financial statements and prepare a report to be presented at the AGM. After the AGM, the report shall be forwarded to the Association's National office, no later than May 15th.

9.5 A budget for funds shall be presented by the Branch Executive at the AGM and a financial report submitted at all GMs of Branch BC05.

9.6 The Branch Executive shall have authority to make expenditures listed in the budget and financial forecast approved at the Branch AGM, and otherwise shall have authority to make expenditures as needed up to the Branch set limit as established by the Association's Board.

9.7 An expenditure that was not included in the approved budget forecast requires the approval of a majority (50%+1) of the votes cast at a Branch GM or SGM. An expenditure of more than the Branch set limit requires approval of the Association's Board of Directors.

9.8 Branch Reserve Funds – The Branch may establish and maintain reserve funds in accordance with the National Bylaws and Regulations. The Branch Executive has the authority to create, change, or remove such reserves and must present a report on the status of all Branch reserves at each AGM as part of the presentation of the Branch Financial statements before seeking AGM approval.

9.9 No member elected to the Branch Executive or elected or appointed to serve the Branch in any capacity shall receive remuneration for services rendered pursuant to that election or appointment.

9.10 Branch BC05 shall not have any authority to borrow money.

10. AMENDMENTS TO BRANCH BYLAWS AND POLICIES

10.1 After a Notice of Motion proposing changes is included in the Notice for the AGM, these Branch Bylaws and Policies and Procedures can only be amended by a majority of votes at a Branch AGM.

10.2 Between Branch AGMs, the Branch Executive (by two-thirds majority) or a Branch meeting (by 50% +1 majority) may make, amend or repeal sections of the Branch Bylaws, and Policies and Procedures, on an interim basis. Sections 5.A, 5.B and 5.C pertaining to the Branch Executive are excluded from interim change. Any interim change shall be in effect only until the next Branch AGM, where it shall be approved, amended, or rejected by the members in attendance.

10.3 Branch members must be notified of any proposed interim changes to Branch Bylaws and Policies and Procedures in the Notice of the Branch meeting where they shall be discussed. Interim changes can only remain in effect if they are approved at the next Branch AGM.

10.4 By May 15th after the AGM these AGM-approved Branch Bylaws shall be sent to the Association's Board for screening and approval.

10.5 In the event of a discrepancy or disagreement between Branch Bylaws and the National By-laws, the National By-laws shall govern.

10.6 Branch members can view or receive a copy of Branch Bylaws upon request.

11. DISSOLUTION OF THE BRANCH

11.1 Approval of a proposal to request the Association Board to dissolve or subdivide the Branch requires two-thirds of the votes cast at an AGM or SGM. The proposal to dissolve or subdivide will be indicated on the Notice of the meeting.

11.2 Upon approval of a motion to dissolve or subdivide Branch BC05 and upon consultation with the affected branches, members shall be re-allocated by the Association Board to adjacent Branches or the new subdivided branches. Administration of the winding up of Branch BC05 shall be assumed by the Association Board and any assets remaining after settlement of Branch BC05's liabilities shall be transferred to the Association for use in the best service of the former members of Branch BC05.

12. DISCIPLINE

The Branch may recommend to the Association Board the removal from office of any Officer, Director, or Member of the Branch, whose actions are considered by a Meeting of Branch Members to be prejudicial to the welfare of the Association.

13. REIMBURSEMENT OF EXPENSES

13.1 Subject to the Association Travel Policy and Branch Travel Policy in the Policies and Procedures, a member serving the Branch in any capacity shall be reimbursed expenses necessarily and reasonably incurred in the conduct of the affairs of the Branch. If a conflict arises between Association and Branch Travel Policy, Association Travel Policy shall govern.

13.2 Branch expense claims shall be submitted by invoice with receipts to the Branch Treasurer at any time. All travel expense claims made by members of the Branch Executive must be approved by the President of Branch BC05. For any year, all expense claims should be submitted by the final Branch Executive meeting (December) of that year.