

# Royal Life Saving Society UK

## KENT BRANCH

Adopted March 2017

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### THE ROYAL LIFE SAVING SOCIETY - UNITED KINGDOM

#### Model Constitution for Branches

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## 1) DEFINITIONS AND INTERPRETATION

In this Constitution unless the context otherwise requires:

<b>Branch</b>	shall mean the <b>KENT</b> Branch
<b>Management Committee</b>	shall mean the managing committee of the Branch as constituted under paragraph 5 of this Constitution
<b>Board of Trustees</b>	shall mean the National Board of the National Society
<b>The Royal Life Saving Society UK (RLSS UK)</b>	shall mean National Society (charity number 1046060)
<b>Objectives</b>	shall mean the objectives of the Branch set out in paragraph 3 of this Constitution
<b>Officers</b>	shall be the holders from time to time of those offices specified in paragraph 5 of this Constitution

## 2) OBJECTIVES

The objectives of the Branch Management Committee shall be to focus on the delivery of the aims and objectives detailed in the current RLSS UK Business Plan

## 3) MEMBERSHIP

All members of the Branch Management committee (elected or co-opted) must hold current individual membership of the Society during their tenure as a serving committee member.

The Branch Management Committee may seek specialist guidance from Adviser(s) who, from time to time, may be invited to attend Branch Management Committee meetings. In this instance, Adviser(s) do not need to be in individual membership of the Society.

## 4) OFFICERS

The Branch Management Committee must have the following three posts in place.

Chair, Safeguarding Officer and Branch Administrator.

The Branch Management Committee must have the three individual officers **or one third (rounded up) of its membership, whichever is greater**, present to be quorate.

The Branch Administrator role to include the functions of Honorary Secretary and Finance. However these functions may be split between two officers at the Branch Management Committee's discretion.

- The Finance function: to be responsible for managing the Branch account(s) held centrally at RLSS UK Headquarters. They are responsible for authorising all payments into and out of the central account and can request a copy of the Branch accounts at any time for submission to the Branch Committee.
- The Honorary Secretary function: is responsible for the day to day correspondence to and from the Branch Committee and other general administrative duties.

The above posts are of 24 month tenure and are to be elected/re-elected/appointed at each Branch Annual General Meeting. If one person is elected/appointed to more than one of the three mandatory roles then an additional officer(s) will need to be elected/appointed for a 24 month tenure in order to render the committee quorate.

The Branch can establish as many additional officer positions as it considers necessary (subject to 5 below) to deliver the aims and objectives detailed in the current RLSS UK Business Plan. These positions to be advertised and elected at the Branch Annual General Meeting. (See paragraph 6.1)

In addition, the Branch Management Committee can appoint/co-opt members to assist the Branch in its objectives. Ideally, these co-opted members should remain in post till the next Branch AGM. However, those appointed to carry out specific projects may be allocated a fixed term of office, no longer than 24 months, to enable the project to be completed.

All co-opted members are eligible to vote at Branch meetings.

Matters arising at any meeting shall be decided by a majority of votes, each member present having one vote only irrespective of the number of offices they may hold. In the event of a tied vote the Chair of the meeting shall have a second or casting vote.

## **5) THE BRANCH MANAGEMENT COMMITTEE**

The members of the Branch Management Committee shall be the Officers voted in at an Annual General Meeting in addition to those members co-opted by the Branch Management Committee. At no time shall the total membership of the Branch Management Committee exceed 16.

The Branch Management Committee should meet not less than four times in each calendar year. However, regular communication via email, skype, conference calls etc is strongly encouraged.

Provided the meeting has been properly called with reasonable notice having been given to all members of the Branch Management Committee, a meeting of that committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretion vested in or exercisable by the Branch Management Committee generally.

Every sub-committee or working group appointed by the Branch Committee shall be governed by the provisions herein contained for regulating the meetings and proceedings of the Branch Management Committee.

The responsibilities of the Branch Management Committee shall be:

- 5.1 To keep minutes of its proceedings and to submit copies of same to RLSS UK Headquarters
- 5.2 To prepare a report upon the affairs of the Branch for each year and shall present same, after approval by the Branch Management Committee, for the consideration of the Branch membership at its Annual General Meeting.
- 5.3 To ensure that all members of the Branch Management Committee are updated on the financial affairs of the Branch and ensure prudent use of Branch funds. The Finance Officer/Branch Administrator can request a statement of the Branch Accounts at any time by contacting the Finance Department at RLSS UK Headquarters and giving 5 working days' notice.
- 5.4 To publicise the work of the Society as widely as possible.
- 5.5 To provide a point of contact for everyone within the Branch area who is supporting the work of the Society.
- 5.6 To investigate and bring to the notice of the Board of Trustees (via RLSS UK Headquarters) all reports of rescues by Branch Members.
- 5.7 To appoint and subsequently discharge any sub-committee or working party.
- 5.8 To delegate its powers to committees not necessarily consisting of members of the Branch Management Committee.

Any member of the Branch Management Committee shall cease to hold office:

- If he/she becomes of unsound mind.
- If by notice in writing to the Branch Administrator he/she resigns his office.
- If the Branch Management Committee vote by a majority of two thirds resolve that he/she retire from their post
- If he/she ceases to be in current membership of RLSS UK.

## **6) MEETINGS OF THE BRANCH**

### **6.1 Annual General Meeting**

An Annual General Meeting of the Branch shall be held once in every year during the first half of each calendar year at such time and place as the Branch Management Committee shall prescribe. The ordinary business of the meeting shall be to consider the Annual Report and Accounts of the Branch and to elect/re-elect the Branch Officer positions.

Information detailing the Offices up for election at an AGM must be published by the Branch no less than 42 days before the date of the AGM. Any RLSS UK member wishing to stand for election as a Branch Officer should submit their nomination in writing (email is permissible) to the Branch Administrator not less than 28 days before the date of the Annual General Meeting at which the election is to take place.

## 6.2 Extraordinary General meeting

The Chair may summon an Extraordinary General Meeting of the Branch at any time. Branch Administrator shall, if so required by a resolution of the Branch Management Committee or upon the written request of not fewer than 10 Members, also summon an Extraordinary General Meeting of the Branch.

The resolution or requisition shall state the business for which the meeting is to be called and no other business shall be transacted. The meeting shall be called within six weeks of the date of the resolution or receipt of the requisition.

## 6.3 Procedure

At least 21 days clear notice shall be given of every General Meeting together with an Agenda specifying the place, day and hour of the meeting.

In the case of an Annual General Meeting, a copy of the Annual Report, a Statement of Accounts and a list of nominees for Officers and Branch Management Committee should also be included.

In the case of an Extraordinary General Meeting details of any special business to be transacted should be communicated to the Branch members.

Such notices shall in every case be given in writing (email permissible) to members of the Branch at their last known address and to the head office of the Society.

The accidental omission to give notice of a meeting to any member of the Branch entitled to receive such notice shall not invalidate anything done at such meeting.

The Chair shall be entitled to take the chair at every meeting of the Branch. If the Chair is not present, the committee members present shall choose one of their number to take the chair.

Any resolution put to the vote of a general meeting of the Branch shall be decided upon a show of hands based on the 'one Member, one Vote' principle adopted at the 2015 AGM. Therefore, any member present in person shall have one vote only irrespective of the number of offices any member may hold.

In the event of an equality of votes upon any resolution, the Chair of the meeting shall have a second or casting vote.

At any meeting of the Branch, a declaration by the Chair that a resolution has been carried or not carried by a specified majority, and an entry to that effect made in the minutes of that meeting, shall be conclusive evidence of the outcome of the vote. It is not necessary to record the number or relative proportion of the votes recorded for or against the resolution.

## **7) DISSOLUTION OF THE BRANCH**

The Branch shall be dissolved if so determined by a resolution of the Branch Management Committee passed by a majority of three-quarters of the persons present and voting thereon and confirmed by a resolution passed at an Extraordinary General Meeting of the Branch by a similar majority.

The Board of Trustees may dissolve the Branch by resolution, passed by a majority of not less than three-quarters of the members present and voting, at a Meeting of the Board of Trustees at which such resolution shall be a specific Agenda item, provided always that no such resolution shall be proposed unless not less than one month's notice shall have been given in writing to the Administrator (failing whom the Chairman) of the Branch in question.

In the event of the Branch being dissolved, the Branch's assets after all liabilities shall have been paid shall be placed at the disposal of the Board of Trustees for the benefit of the members of the Branch.

## **8) INDEMNITY**

Every member of the Branch Management Committee and other officer or servant of the Branch shall be indemnified by the National Branch against all costs and losses to which he/she may become liable by reason of any act or thing properly done by them in the discharge of their duty and any paid officer or servant shall be similarly indemnified against any costs and losses and expenses which they may incur or to which they may become liable by reason of any act or thing properly done by them in the discharge of any duty performed for and with the authority of the Branch Management Committee.

## **9) ALTERATION OF THE CONSTITUTION**

The provisions of this Constitution, may at any time be added to, abrogated or varied by a resolution passed at a meeting of the Board of Trustees, duly convened for the purpose, by a voting majority of not less than three-quarters of the members present.