



# The Fire Brigade Society Constitution

(Adopted at the 2005 Annual General Meeting)  
(Amended May 2014 and August 2017)

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**1. NAME OF THE SOCIETY AND OFFICIAL JOURNAL**

- (a) The name of The Society shall be "The Fire Brigade Society". It is referred to in this Constitution as "The Society".
- (b) The name of The Society Journal shall be "Fire Cover".

**2. OBJECTS OF THE SOCIETY**

- (1) The objects of The Society are:
  - (1) to link together all persons having an interest in fire-fighting and rescue services;
  - (2) to establish, maintain, promote and encourage facilities and activities for the advancement of such interest;
  - (3) to collate historic and current details of fire-fighting and rescue services, their vehicles and equipment;
  - (4) to make available to members of The Society those details insofar as it permitted by law so to do;
  - (5) to provide by way of an unincorporated association a facility for the pursuance of these objects and the promotion of contact, friendship and knowledge between members.
- (2) The Society will not seek to discriminate on the basis of race, sex, disability, sexuality, age or on the basis of political, religious or other opinions.

**3. POWERS OF THE SOCIETY**

In furtherance of its stated objects, The Society, through the Committee, may:

- (1) raise funds in a legal manner;
- (2) borrow money and provide as security any property held in trust on behalf of The Society;
- (3) rent buildings or land;
- (4) hold assets on behalf of the Members in accordance with the provisions of the Constitution;
- (5) take out such insurance cover as may be necessary to protect The Society from exposure to any debt, charge, liability or other commitment.

**4. MEMBERSHIP OF THE SOCIETY**

There shall be categories of membership, namely:

- (1) "Ordinary Membership", which shall be open to any person over 16 years of age;
- (2) "Junior Membership", which shall be open to any person over 10 years but less than 16 years of age;
- (3) "Associate Membership", which shall be open to any close relative, normally of the same household as an Ordinary Member and who is over 16 years of age;
- (4) "Honorary Life Membership", which may be granted by a resolution of at least two-thirds of the Members with voting rights present at an Annual General or Special General Meeting to a Member of The Society who has rendered outstanding and exceptional service to it.
- (5) "Corporate Membership", which may be granted by the Committee to any organisation which, in the view of the Committee, has promoted or assisted The Society in a significant way;
- (6) "Affiliated Membership", which may be granted by the Committee to any organisation which, in the view of the Committee, has objects similar to or compatible with those of The Society;
- (7) The Committee may bi-annually review "Corporate" and "Affiliated" members.

## **5. ELECTION TO THE SOCIETY**

- (1) Any person eligible for Ordinary, Junior or Associate Membership of The Society shall complete a signed application form and submit it to the Membership Secretary.
- (2) A Junior Member who has attained the age of 16 years shall be eligible to apply to become an Ordinary Member or an Associate Member and shall complete a signed application form and submit it to the Membership Secretary.
- (3) An Associate Member shall be entitled to apply to become an Ordinary Member and shall complete a signed application form and submit it to the Membership Secretary.
- (4) The Membership Secretary shall place any application form before the Committee at a Committee Meeting whereupon the Committee, in its discretion, may accept or reject the application. The Committee can delegate acceptance of all membership classes to the Membership Secretary.
- (5) An Associate Member who applies for Ordinary Membership and is rejected for the same may remain an Associate Member.
- (6) On joining, a Member shall be sent a membership card, a copy of the current Constitution and any current Rules of The Society made there under.
- (7) The committee shall be under no obligation to provide reasons for refusal of any membership application.
- (8) To maintain members privacy, membership lists and records, or parts of, are "confidential" and must only be used to facilitate the operation of The Society. Membership lists and records will not be made available to any party for other use.

## **6. MEMBERSHIP FEES**

In respect of the categories of membership:

- (1) for Ordinary, Junior and Associate Members there shall be such annual rate of subscription payable as The Society in Annual General or Special General Meeting may determine;
- (2) for Corporate, Affiliated and Honorary Life Members there shall be no subscription or other fee payable.

The annual rate of subscription shall be due on 1st April of each year.

A Member who joins The Society part way through the financial year shall pay the annual rate of subscription at a pro-rata rate.

## **7. ADMINISTRATION OF THE SOCIETY**

- (1) Society Areas, which may correspond with the boundaries of one or more fire and rescue authorities, or revised structures of such authorities, may be established by the Committee for the administration of The Society.
- (2) The activities of each Area will be administered by (an) Area Secretary(s) who shall act in accordance with the requirements of, and be responsible to, the Committee for all the affairs of The Society in that Area.
- (3) Every Member will be allocated to The Society Area in which he lives unless he requests otherwise.
- (4) The name, address and allocated Area of Members shall be sent to all Area Secretaries, who shall treat the information as confidential and they and The Society shall manage the same in accordance with the requirements of the Data Protection Act 1998 and any related legislation.
- (5) The General Secretary and the Treasurer may reasonably require from any Officer or Member any information concerning the affairs of The Society.
- (6) The distribution of voting forms and notices can be posted with Society publications outside any dates within this constitution if the distribution date is reasonably adjacent the requirements and there is a reasonable financial saving to The Society.

## **8. RIGHTS OF THE MEMBERS**

- (1) Only Ordinary Members or Honorary Life Members are entitled to vote at Annual General, Special General Meetings or by other means.
- (2) Only Ordinary Members or Honorary Life Members may:
  - (i) submit nominations for election to the Committee or as Officers of The Society;
  - (ii) stand for election to the Committee or as Officers of The Society.
- (3) Ordinary, Junior and Honorary Life Members may take part in any activity organised or sponsored by the Society but subject to any restrictions imposed by, or on, The Society for reasons of health and safety or compliance with the law.
- (4) Ordinary, Junior and Honorary Life Members shall be entitled to receive within their membership, one copy per issue of the official journal of The Society, "Fire Cover" and one copy of other "Special Publications".
- (5) Associate Members may take part in any activity organised or sponsored by the Society but subject to any restrictions imposed by The Society for reasons of health and safety or compliance with the law and provided that they are accompanied by the Ordinary Member with whom their membership is associated.
- (6) Corporate and Affiliated Members shall be entitled only to receive free or charge such number of copies of each issue of the official journal of The Society, "Fire Cover" as may be determined by the Committee.

## **9. RESPONSIBILITIES OF THE MEMBERS**

- (1) It is the responsibility of each Member to uphold the Constitution of The Society and to abide by any Rules made thereunder.
- (2) A Junior Member taking part in any activity organised or sponsored by The Society must be accompanied by an Associate, Ordinary or Honorary Life Member and that Associate, Ordinary or Honorary Life Member will be fully responsible for the Junior Member.
- (3) No Member shall
  - (i) enter into any agreement or arrangement on behalf of or
  - (ii) conduct any negotiations in the name of or
  - (iii) otherwise seek to represent or bind The Society howsoever without the prior express approval of the Committee or the General Secretary.
- (4) A Member shall at all times be responsible for his own acts or omissions and no liability shall be passed on to The Society for the same.
- (5) Any views expressed by a Member are his own unless specifically authorised by the Committee.
- (6) A Member shall respond reasonably to an Officer of The Society with regard to Society matters.
- (7) Using electronic means to discredit The Society and/or Officers may be dealt with under clause 11(1) (i) and (ii).

## **10. RESIGNATION OF MEMBERSHIP**

- (1) A Member may resign at any time by giving written notice of that fact to the General Secretary.
- (2) A Member who resigns at any time is not entitled to any rebate of subscription.
- (3) A Member who has not paid any subscription due by 1st May of any year:
  - (i) shall not be entitled to receive the official journal of The Society published after that date;
  - (ii) shall not be entitled to take part in any activity organised or sponsored by The Society;

- (iii) shall not be entitled to receive any other documentation or publication issued by The Society;
- (iv) shall be deemed to have resigned from membership of The Society.
- (4) A Member who has resigned or who is deemed to have resigned under clause 10(3), may be permitted to rejoin subject to the provisions of clause 5(1) and 5(4).
- (5) A Member who has been deemed to "have resigned", shall not normally be allowed to rejoin The Society.

## **11. SUSPENSION AND EXPULSION FROM MEMBERSHIP**

- (1) The Committee may suspend, that is, withdraw some or all rights of membership from, clause 8 refers, and may subsequently expel any Member, defined in clauses 4(1) to 4(4), or Officer:
  - (i) who, in its opinion, has brought The Society into disrepute; or
  - (ii) for other reasons, including failure to comply with the obligations and duties of a Member or Officer whether in accordance with the Constitution or with Rules made thereunder.
- (2) Written notice of the acts or omissions alleged against the Member or Officer which are charged as the basis for the suspension shall be given to that Member or Officer by the Committee at the time of the suspension or so soon thereafter as it is practicable so to do.
- (3) A Member or Officer who has been suspended shall be given an opportunity to appear before the Committee within 60 days of the commencement of the suspension to answer the charge.
- (4) The Committee, if satisfied that the charge is made out, may suspend the Member or Officer further for such period as might be fit or may expel him provided that at least two-thirds of the Committee then present vote in favour of such continued suspension or expulsion. Any other decision shall be reached by a simple majority of those present and voting.
- (5) Written confirmation of such further suspension or expulsion or any other decision shall be given to the Member or Officer within 7 days of the event.
- (6) A Member or Officer who is suspended or expelled:
  - (i) shall not be entitled to any rebate of subscription for the period of suspension or for the remaining part of the financial year;
  - (ii) shall be entitled to appeal against the further suspension or expulsion or other decision to the next Annual General Meeting provided that, within 28 days of the date of the written confirmation referred to above, he has given written notice to the General Secretary of such an intention to appeal;
  - (iii) remains suspended or expelled or subject to any other decision pending the determination of the Annual General Meeting.
- (7) A Member or Officer who has been expelled shall not normally be allowed to rejoin The Society.

## **12. COMMITTEE OF THE SOCIETY**

- (1) The Committee will consist of:
  - (i) the President;
  - (ii) the General Secretary;
  - (iii) the Assistant General Secretary; (optional appointment as necessary)
  - (iv) the Treasurer;
  - (v) a representative from the Editorial Team
  - (vi) the Sales Manager;
  - (vii) the Membership Secretary;
  - (viii) 6 elected Ordinary or Honorary Life Members.

- (2) All members of the Committee, except the President clause 19(4) refers, shall have been an Ordinary or Honorary Life Member of The Society for at least 3 years when they take up any position.
- (3) All members of the Committee have equal voting rights.

### **13. ELECTION TO THE COMMITTEE**

- (1) Those having membership of the Committee by "election" shall be elected by ballot in accordance with clause 17.
- (2) Election to the Committee shall be for a period of 2 years, save where otherwise specified herein.
- (3) Save for the President (who is a member of the Committee ex officio), half of the "elected Committee" shall be elected each year.
- (4) The representative on the Committee from the Editorial Team shall be nominated by that Team
- (5) In the event of a vacancy arising between elections for a Committee member, the post will be offered to the candidate with the next highest number of votes at the previous election and that candidate, upon acceptance, shall fill the vacancy for the remainder of the term of appointment.
- (6) If less than 6 Ordinary or Honorary Life Members are elected to the Committee or if a vacancy arises in the elected membership of the Committee which is not filled in accordance with clause (5) above, the Committee may co-opt Ordinary or Honorary Life Members to fill such vacancies as may arise.
- (7) A co-opted member of the Committee shall serve until the next Annual General Meeting and shall have equal voting rights. Co-option can take place at the Committee meeting that suits the situation.

### **14. COMMITTEE MEETINGS**

- (1) Committee meetings shall be held not less than once every quarter, subject to the discretion of the General Secretary or the Committee Chairman to call further meetings as necessary.
- (2) At the first meeting of the Committee after the Annual General Meeting, the Committee will elect one its members to act as Chairman for the year. The Chairman will be an elected Committee member.
- (3) Decisions of the Committee shall be made by a simple majority, save as provided for by clause 11(4). In the event of a vote being equal the Committee Chairman shall have a casting vote in addition to any other vote he may have.
- (4) The General Secretary shall:
  - (i) give all members of the Committee at least 14 days notice of a meeting;
  - (ii) take the minutes of any meeting. Subject to the agreement of the Committee that any other member shall perform this task;
  - (iii) send a copy of the minutes of any meeting to all Committee members for approval, such minutes to be sent at least 14 days before any further meeting;
  - (iv) shall arrange for a copy of the approved minutes of any meeting to be provided to all Officers of The Society and to any Member who may reasonably request the same.
- (5) The Chairman shall sign such minutes as are approved by the Committee.
- (6) A quorum shall be 7 members of the Committee, however, at least 4 will be elected officers.
- (7) Any Officer or Member who is not a member of the Committee pursuant to clause 12(1) may attend any meeting of the Committee but shall not take part in the same except as so invited by the Committee and shall not vote in any event. 14 days written notice shall be given by any Ordinary or Honorary Life Member who is not a Committee member to The General Secretary if they wish to attend a committee meeting. Should

the regular place at which Committee meetings are normally held not be capable of accommodating all attendees, then permission to attend may be denied by the General Secretary or host.

- (8) The Committee may exclude any Officer or Member who is not a member of the Committee from a Committee meeting, or part thereof, by reason of the confidential nature of the business being transacted.

## **15. POWERS OF THE COMMITTEE**

- (1) The Committee is responsible for the management of The Society and may deal, in a reasonable manner, with any matter or business that is not otherwise provided for in this Constitution.
- (2) The Committee may make, amend and repeal such Rules of The Society pursuant to this Constitution as may be necessary from time to time for the good management of The Society and to publish the same to the Members; such Rules shall have effect until set aside by the Committee or by a resolution of an Annual General Meeting.
- (3) The Committee may enter into contracts on behalf of all the Members of the Society and for the benefit of The Society.
- (4) The Committee may establish, maintain, promote or sponsor such projects or publish, promote or sponsor such publications as it sees fit and may arrange for the supply of publications to the Members with or without charge.
- (5) The Committee may establish a Sales Unit as a service to Members and for the financial benefit of The Society.
- (6) The Committee may detail the function and duties of Officers of The Society in such guidelines or other protocols as it may produce.
- (7) The Committee may appoint and discharge other Officers (other than those set out in clause 12(1)(i), 12(1)(ii) and 12(1)(iv) to 12(1)(viii) as may from time to time be necessary save that no Officer other than those mentioned in clause 12(1) shall be a member of the Committee.
- (8) The Committee may appoint sub-committees and refer or delegate to them such powers and duties as it may determine and shall direct any sub-committee to report its proceedings to the Committee.
- (9) In the event of a vacancy arising in any post the Committee will be empowered to make such temporary arrangements as are appropriate. Such arrangement may remain in place until the next ballot or review as detailed in clause 17.

## **16. MEMBERSHIP OF THE COMMITTEE**

- (1) An elected member of the Committee shall cease to be a member upon written notice received by the General Secretary of his resignation.
- (2) Any Committee member or Officer, upon ceasing to hold office and within 28 days thereafter, will deliver all Society papers, property and records to the General Secretary.
- (3) The members of the Committee will be entitled to payment for all justifiable expenses and liabilities properly and reasonably incurred by them in the management of the affairs of The Society.

## **17. OFFICERS OF THE SOCIETY**

- (1) Appointments to the posts set out in clause 17(2) below shall not be made unless the Officer:
  - (i) has been an Ordinary or Honorary Life Member of The Society for at least 3 years when he takes up any position
  - (2) There shall be Officers of The Society, namely:
    - (i) a General Secretary;
    - (ii) a Treasurer;

(iii) Six Committee members

who shall be elected by Membership Ballot as further set out below.

- (3) Appointments to the posts set out in clauses 17(4) and 17(5) shall not be made unless the Officer:
- (i) has been a Member of The Society for at least 3 years when he takes up any position
- (4) There shall be Officers of The Society, as necessary, namely
- (i) an Assistant General Secretary, subject to clause 12(1)(iii);
  - (ii) a Membership Secretary;
  - (iii) a Sales Unit Manager;
  - (iv) an Editorial Team, comprising a maximum of 4 permanent members, with the provisions of 17(11), to oversee the production of Society publications, including The Society's official journal, "Fire Cover" ;
  - (v) a Librarian;
  - (vi) Vehicle Recorders;
  - (vii) Historians;
  - (viii) Editorial Team Proof Reader;
  - (ix) Publications Distribution Manager;
  - (x) Marketing and Public Relations Manager;
  - (xi) Web Manager.

shall be appointed by Executive Appointment as further set out in clause 18(2).

- (5) There shall be Officers of The Society, namely Area Secretaries and Assistants who shall be appointed by Area Members as further set out in clause 18(3).
- (6) Officers of The Society shall act in accordance with such Guidelines or protocols that detail their functions and duties as the Committee might produce.
- (7) An Officer may resign his office by giving written notice to that effect to the General Secretary and he will cease to hold office when the General Secretary receives that notice.
- (8) Any Officer, upon ceasing to hold office and within 28 days thereafter, will deliver all Society papers, property and records to the General Secretary.
- (9) In the event of a vacancy arising in any office (other than that of a member of the Committee as defined by clause 12(1), where the provisions of clause 13(4), (5) and (6) apply) the Committee has power to make such temporary arrangements as it sees fit.
- (10) In respect of each Area there shall be an Area Secretary and no more than 3 Assistant Area Secretaries.
- (11) In respect of the Editorial Team, it may co-opt no more than two additional members at any time, and subject to the co-option of those members being approved by the Committee, to assist with the preparation of specific publication project(s)
- (12) All Officers of The Society, including the President, shall be eligible for re-election or re-appointment to the position held by them.
- (13) All Officers shall be entitled to reimbursement for all expenses and other liabilities properly and reasonably incurred by them in the discharge of their duties.
- (14) Every Officer of The Society, whilst acting as such, shall act in the name of and on behalf of The Society and will not be entitled to assume or acquire any personal rights or benefits in respect of any property or assets of The Society.
- (15) An Officer of The Society, where it is practical for him so to do and he is eligible so to do, may carry out more than one Officer's role.

## **18. ELECTION AND APPOINTMENT OF OFFICERS OF THE SOCIETY, INCLUDING COMMITTEE MEMBERS**

- (1) Membership ballot
  - (i) Not less than 90 days before the date of the Annual General Meeting the General Secretary will invite all Ordinary and Honorary Life Members to submit nominations for vacancies for Committee membership under clause 12(1) or otherwise to serve as an Officer of The Society pursuant to clause 17(2); any and all nominations shall be received by the General Secretary no later than 60 days before the date of the Annual General Meeting.
  - (ii) A nomination shall be made in writing, proposed and seconded by 2 Ordinary and/or Honorary Life Members; the person nominated shall sign the nomination and state in writing that he is willing to be nominated, that he is eligible to serve on the Committee or as an Officer of The Society and that he will so serve if elected.
  - (iii) If the number of nominations exceeds the number of vacancies for Committee membership or Officers of The Society, the General Secretary, at a time not less than 30 days nor more than 60 days before the date of the Annual General Meeting, send to all Ordinary and Honorary Life Members a ballot paper or papers containing the names of the candidates and the position or office for which each is nominated together with each candidate's statement made under sub-clause 18(1)(ii).
  - (iv) Each Ordinary and Honorary Life Member may vote for one candidate for each vacancy; ballot papers shall be returned in a sealed envelope addressed to "The Chairman of the Annual General Meeting" at a notified postal address and within the time specified. Ballot papers returned after the time specified shall not be considered.
  - (v) Votes for each candidate shall be counted on the day of the Annual General Meeting by the President (or as clause 20(1)(a) in his absence) and two Ordinary Members who are not candidates and who have not proposed or seconded any candidates in that election; the candidates may be present at the count.
  - (vi) The results of each ballot shall be declared at the Annual General Meeting by the Chairman.
  - (vii) In the event of a vacancy arising in any elected Office governed by clause 18(1) the member having the next highest number of votes at the last election for that appointment will be invited to fill the vacancy for the remainder of the term of the appointment as authorised by the Committee and shall also be eligible for election thereafter.
  - (viii) Save as provided by clause 18(9) Committee members appointed pursuant to clause 18(1) shall serve for a period of 2 years.
  - (ix) Officers of The Society mentioned in clause 17(2) and appointed pursuant to clause 18(1) shall serve for a period of 3 years.
- (2) Executive appointment
  - (i) When a vacancy occurs in the roles set out in clause 17(4) above, the General Secretary will invite at the earliest practical time and by the most practical way all Ordinary and Honorary Life Members, subject to clause 17(3), to apply for the vacancy and he will indicate clearly the closing date for applications.
  - (ii) The Committee, by a majority vote, will appoint the most suitable candidate for the post.
  - (iii) The Committee may apply criteria that the candidate must be able to satisfy in order to carry out the role.
  - (iv) Officers of The Society appointed pursuant to clause 18(2) may hold that appointment for such period of time as they are willing to serve and subject to bi-annual review and confirmation of the appointment by the Committee.
- (3) Officers appointed by Area Members
  - (i) When a vacancy occurs in the roles set out in clause 17(5) above, the General

Secretary will invite at the earliest practical time and by the most practical way all Ordinary and Honorary Life Members in that Area, subject to clause 17(3), to apply for the vacancy and he will indicate clearly the closing date for applications.

- (ii) If more than one candidate applies for a vacancy the General Secretary will arrange a vote in that Area and the candidate with the highest number of votes cast will be appointed by the Committee.
- (iii) An Officer appointed under this clause shall serve for a period of 3 years and will be eligible for re-election.

## **19. PRESIDENT**

- (1) The President shall be proposed by the Committee and elected by the Annual General Meeting.
- (2) The President will hold office until the third Annual General Meeting following his election.
- (3) The President will be an ex officio member of the Committee.
- (4) A prospective President need not be a Member of The Society but on election as President he will be ex officio an Honorary Life Member of The Society.
- (5) The President shall be eligible for re-election.
- (6) At the end of his term of office a President will be recognised as a Past President.

## **20. ANNUAL GENERAL MEETING**

- (1) The Annual General Meeting of The Society will be held not earlier than 1st September and not later than 30th September in each year and shall transact the following business:
  - (a) appoint a Chairman who shall be The President or his appointed deputy who need not be a Society member;
  - (b) to receive and approve the minutes of the previous Annual General Meeting;
  - (c) to receive the report of the General Secretary concerning the activities of The Society since the previous Annual General Meeting;
  - (d) to receive and consider the accounts of The Society for the previous financial year including the Auditor's report on the accounts and the Treasurer's report on the financial position of The Society;
  - (e) to receive the Committee review of executive appointments and relevant roles;
  - (f) to announce the results of any ballots for Committee or Officer posts and to appoint accordingly;
  - (g) to consider notices of motion duly submitted in accordance with clause 20(2) below;
  - (h) to transact such other business as may be specified on the agenda for the Meeting or as might be appropriate to an Annual General Meeting.
- (2) The General Secretary shall give not less than 90 days notice of the date, time and place of the Annual General Meeting.
- (3) Written notice of any motion to be proposed at the Annual General Meeting, other than amendments to the constitution covered in clause 25, must be received by the General Secretary no later than the 30th June; any motion shall be proposed and seconded by an Ordinary and/or Honorary Life Member.
- (4) Any motion of which notice has been given in accordance with clause 20(3) which is not moved and seconded at the Annual General Meeting shall be treated as abandoned.
- (5) The business to be transacted at the Annual General Meeting will be advised to members not less than 28 days before the meeting.
- (6) In the event of circumstances beyond the control of The Society interfering or seeming likely to interfere with holding of Society elections or the staging of the Annual

General Meeting or a Special General Meeting then those Officers of The Society and Committee members holding office immediately before those circumstances pertained shall continue to hold office and continue to administer The Society until such time as the administration of the Society in accordance with the provisions of this Constitution can be resumed.

## **21. SPECIAL GENERAL MEETING**

- (1) A Special General Meeting can be called at any time by resolution of the Committee.
- (2) A Special General Meeting shall be held within 28 days of the receipt by the General Secretary on a requisition in writing signed by not less than 50 Ordinary and/or Honorary Life Members or 10% of the total of Ordinary and Honorary Life Members, whichever be the larger number.
- (3) Any requisition made pursuant to clause 21(2) shall state the purpose for which the Special General Meeting is required and the motions proposed.
- (4) Any motion of which notice has been given in accordance with clause 21(2) which is not moved and seconded at the Special General Meeting shall be treated as abandoned.

## **22. PROCEDURE AT ANNUAL GENERAL MEETING AND SPECIAL GENERAL MEETING**

- (1) Without prejudice to clause 20(2), the General Secretary shall give not less than 21 days notice of the date, time and place of the Annual General Meeting and the proposed business to be transacted.
- (2) The quorum for the Annual General Meeting shall be 30 Ordinary and/or Honorary Life Members.
- (3) The quorum for a Special General Meeting shall be 50 Ordinary and/or Honorary Life Members or 10% of the total of Ordinary and Honorary Life Members, whichever be the larger number.
- (4) The President, subject to clause 20(1)(a) will chair the Annual General Meeting and any Special General Meeting.
- (5) The minutes of an Annual General Meeting or Special General Meeting, will be taken by the General Secretary, Committee Chairman or a member appointed by the General Secretary.
- (6) Each Ordinary or Honorary Life Member present at the Annual General Meeting or a Special General Meeting shall have equal voting rights.
- (7) Save for any confirmation of suspension or expulsion or other decision against which an appeal to the Annual General Meeting pursuant to clause 11(6)(ii) has been made, any resolution will pass by simple majority of those present and voting.
- (8) An appeal to the Annual General Meeting pursuant to clause 11(6)(ii) shall require a two-thirds majority in favour of the appeal for the same to succeed.
- (9) The following motions and amendments may be moved without notice:
  - (i) for the appointment of a chairman for the Meeting at which the motion is made;
  - (ii) motions relating to the accuracy of the minutes, save that the proposer and seconder of such a motion must have been present at the Meeting referred to;
  - (iii) adjournment or order of business;
  - (iv) that a motion or a subject of debate be referred or delegated to the Committee for consideration, reconsideration or decision, including the appointment of a sub-committee pursuant to clause 15(8);
  - (v) that consent be given to withdraw a motion or amendment; and
  - (vi) that a Member be not further heard or leave the Meeting.
- (10) A motion that has been proposed and seconded shall be put to debate by the Meeting.
- (11) The proposing Member may withdraw a motion or amendment with the agreement

of the seconding Member and with the consent of the Meeting, to be ascertained without debate.

- (12) The General Secretary will make available to all Members so soon thereafter as is reasonably practicable the minutes of each Annual General or Special General Meeting.

## **23. FINANCE**

- (1) The financial year will run from 1st April to 31st March of the following year.
- (2) All money payable to The Society shall be received by the Treasurer and deposited in a bank or building society in the name of The Society. The General Secretary, the Treasurer and a member of the Committee appointed by the Committee shall be the signatories to any account and no sum shall be withdrawn without authorisation. Any money not required for immediate use may be invested as the Treasurer thinks fit.
- (3) The income and property of The Society shall be applied to further the objects of The Society and, save for clauses 16(3), 17(14), 23(4), 24(3) and 26(12) or as otherwise permitted, nothing shall be paid by way of bonus, dividend or profit to any Member of The Society.
- (4) The Committee shall have the power to authorise the payment of justified expenses to any Officer of The Society and to any other person(s) for services rendered to the Society.
- (5) The Committee can authorise the reward of Society members for winning Society competitions by award of vouchers for use at The Society Sales Unit.
- (6) The financial transactions of The Society shall be recorded in a proper set of books kept by the Treasurer; he will prepare an income and expenditure account and a balance sheet for each financial year.
- (7) The accounts for each financial year will be audited by an independent examiner appointed by the Committee; that person shall be someone who has ability and experience in accountancy matters and who is reasonably believed by the Committee to be able to carry out a competent examination of the accounts. The audited accounts and balance sheet will be presented to the Annual General Meeting and a copy thereof will be provided to every Member prior to such presentation.
- (8) All money received by or payable to any Sales Unit established under clause 15(5) will be under the day-to-day control of the Sales Manager, who will keep a proper record of transactions. At the end of each financial year the Sales Manager will forward accounts to the Treasurer for the period and will pay over to the Treasurer such part of the balance as may be required.
- (9) The Sales Manager may open a bank or building society account in the name of The Society/Sales Unit for the deposit of money received by him. The Sales Manager and the Treasurer will be the signatories of any such account and no sum will be drawn from there except by cheque signed by the 2 signatories.
- (10) The Committee or the Treasurer may require the books and accounts of the Sales Manager to be submitted at the end of each financial year for audit by the Treasurer or an independent examiner appointed by the Committee.
- (11) An Area Secretary will not incur expenditure in respect of Members who are not allocated to his Area. He may make such reasonable charges, on behalf of The Society, as he thinks fit for the supply of any service to such Members. This clause does not permit an Area Secretary to make a charge for the attendance of any Members at Area visits or meetings.
- (12) Expenditure by Area Secretaries is not to exceed 20% of the gross income from the Area Membership within a financial year without authorisation from the Committee.
- (13) The Committee or the Treasurer may require the books and accounts of an Area Secretary to be submitted at the end of each financial year for audit by the Treasurer or an independent examiner appointed by the Committee.

- (14) The Committee will safeguard the property, assets and finances of The Society by effecting insurance against such risks as is considered prudent.
- (15) Original receipts must be made available to the Treasurer for any transaction on behalf of The Society. Where receipts are not reasonably available calculations based on justifiable documentary evidence shall be provided in support of any claim.
- (16) Any direct debit mandate on behalf of The Society can only be signed by authorised signatories and on the authority of the Committee.
- (17) The Society may need to be able to award occasional 'commemorative' reward for exceptional works on behalf of The Society to members and non-members. This award can only be made providing two written testaments of no more than 500 words are received by The General Secretary from two Ordinary or Honorary Life Members clearly indicating why such an award should be made to an individual. The proposed award must be supported by The President and a majority vote by the Committee. If the reward is of financial value it will not be greater than twice the value of Ordinary Membership. Individuals can receive more than one reward, however, longevity of Office, winning Society awards consecutively or popularity would not be seen as sufficient grounds for reward. This reward will not detract from the award of Honorary Life Membership of The Society.

#### **24. PROPERTY**

- (1) The property of The Society (other than cash at the bank or building society) shall be vested in the General Secretary, the Treasurer and the Sales Manager ("the Custodians"). They shall deal with the property as directed by the Committee.
- (2) The Custodians will maintain an inventory of the tangible property of The Society and its whereabouts and shall record details of all acquisitions and disposals. This inventory will be managed and monitored by an elected Committee member nominated by the Committee.
- (3) The Custodians will be entitled to payment for all expenses and other liabilities properly and reasonably incurred by them in the discharge of their duties.
- (4) If any Member of The Society or any other contributor gives money, property or information to The Society or to any Officer of The Society acting as such that person will be deemed to have done so irrevocably for the general benefit of all Members of The Society and will not be entitled to a return of such contribution once it has been mixed with other money, property or information.
- (5) Where property is given to The Society as contemplated by clause 24(4) above the Member or other contributor shall be deemed to have waived any of the rights conferred by Chapter IV of Part 1 of the Copyright, Designs and Patents Act 1988.
- (6) The historic and current records of The Society collated under clause 2(3) above shall be available to all Members for the purposes of research or private study. The Committee may determine from time to time any charges to be made in respect of the supply of records. Such records may not be substantially reproduced or published or sold to another person or organisation without the consent of the Committee. The consent of the Committee in such circumstances shall not be withheld unreasonably and shall be given on condition that the source of the information is acknowledged and any further reasonable conditions and charges for the provision of such consent are met.

#### **25. AMENDMENT OF THE CONSTITUTION**

- (1) This Constitution may only be amended by a proposal at an Annual General Meeting or a Special General Meeting convened solely for that purpose.
- (2) A resolution to amend this Constitution shall be proposed and seconded by Ordinary and/or Honorary Life Members.
- (3) A majority of two-thirds of those entitled to vote at the Meeting is necessary for any resolution to amend this Constitution to be carried forward.
- (4) Provided the proposal to amend this Constitution is passed by the required majority, it

shall then be remitted to The Society's Committee for discussion at the first Committee meeting following the Annual or Special General Meeting.

- (5) Consequent on that meeting, the Committee may prepare a statement of not more than 500 words in opposition to the proposal, or otherwise expressing its views on it. The General Secretary shall send with every ballot form a copy of any such statement.
- (6) The members who proposed and seconded the resolution to amend the Constitution carried forward at an Annual or Special General Meeting, may prepare a statement of not more than 500 words, in total, in support of it, and submit this as specified to the General Secretary who shall also send a copy of this statement with every ballot form.
- (7) All members with voting rights will be requested to vote on amendments to the Constitution as detailed in clause 26.

## **26. POSTAL VOTING**

- (1) This clause outlines the procedure for balloting Society members on amendments to The Society's Constitution and issues as defined in clause 26(10).

**For the development and well being of The Society, all members are strongly urged to participate in all such ballots.**

- (2) All members entitled to vote will be provided with a ballot form containing a statement of the proposal(s) together with a copy of the statement from the Committee and the statement from the proposers and a place for members to vote "FOR" or "AGAINST" the resolution.
- (3) The General Secretary shall determine a closing date for receipt of ballot forms, which shall be, not less than 14 days, nor more than 42 days, after they have been sent out.
- (4) Ballot forms must be returned in a sealed envelope addressed to, "The Chairman of the Vote" care of the General Secretary's address, or in such other way as the Committee may determine, and be received before the expiry of the closing date. Any ballot form received after that date shall not be counted. The envelope must not contain any other communication, or the vote therein shall be treated as void.
- (5) Envelopes duly received shall be opened and the votes for and against the resolution shall be counted within seven days of the closing date by such independent person or in accordance with such independent procedure(s) as the Committee shall have determined. The members who proposed and seconded the resolution shall be informed in advance of the time and place of the count and they, together with not more than three other members with voting rights nominated by them, may be present. The General Secretary and not more than four members of the Committee, or other members with voting rights nominated by the Committee, may also be present at the count.
- (6) The resolution(s) shall be carried by a majority vote, the President having the casting vote, and at his discretion may use the vote(s) of any members who do not use their vote(s).
- (7) The General Secretary shall, as soon as is practical inform all members of the number of members entitled to vote and of the number of votes cast for and against the said resolution(s).
- (8) Any resolution to amend the Constitution, or issues defined in clause 26(10), proposed and approved in accordance with these clauses shall take effect from the AGM following the ballot, unless the amendment incorporates provision for an earlier implementation.
- (9) Notwithstanding any provision in the foregoing clauses of this section, nothing shall prevent any member with voting rights from submitting a resolution at any time to the Committee to amend the Constitution, provided that resolution is seconded by at least one other member with voting rights, clause 25(2). On receipt of such a resolution the Committee shall debate the resolution at its next meeting. Subject to a vote by at

least two-thirds of the Committee present approving such action, the resolution may go forward in accordance with clauses 26(2) to 26(8).

- (10) The Committee, at its discretion and subject to such action being approved by a vote by at least two-thirds of the Committee, may utilise the procedures set out in clauses 26(2) to 26(8), to seek the opinion of the membership and/or to secure a clear mandate from a majority of members on issues, other than Constitutional matters, which appear to the Committee to be likely to affect very significantly the future development and/or well being of The Society.

## **27. DISSOLUTION**

- (1) A resolution to dissolve The Society may only be proposed at a Special General Meeting called specifically for that purpose. The resolution must be carried by at least two-thirds of the Ordinary and Honorary Life Members present and will have effect then only as provided below.
- (2) If the resolution does not achieve the majority set out in clause 27(1) it shall not have effect and no further resolution to dissolve The Society may be proposed for 12 months thereafter.
- (3) If a resolution to dissolve The Society is carried in accordance with clause 27(1), the General Secretary, at a time no less than 14 days nor more than 42 days after that Special General Meeting, shall instigate a postal vote, in accordance with clauses 26(2) to 26(5).
- (4) The resolution to dissolve The Society may only be carried by a majority of at least two-thirds of the total number of Ordinary and Honorary Life Members of the Society as at the expiry of the closing date for voting, whether those Members cast a vote or not.
- (5) Within 2 weeks of the count the General Secretary shall inform all Members of the number of votes cast FOR and AGAINST the resolution and whether in the circumstances provided for by clause 27(4) above the resolution has been carried by a two-thirds majority.
- (6) If the resolution is carried in accordance with clause 27(4) dissolution will take effect from the date of the count and the Committee will thereafter be responsible for the winding up of the affairs of The Society and for all matters reasonably incidental to the same.
- (7) Any property remaining after the discharge of the debts and liabilities of the Society shall be divided among the Members of The Society at the date of dissolution rateably in proportion to the amount each Member has paid in subscriptions during his continuous period of membership next before the date of the count.
- (8) Any costs incurred by a Member seeking to dissolve The Society shall not be reimbursed from Society funds.
- (9) Any surplus arising after the dissolution, which cannot practically be distributed under clause 27(7), shall be donated to a registered charity determined by the Committee serving at that time.

## **28. INTERPRETATION**

- (1) Unless the context requires otherwise, in this Constitution:
  - (1) references to the masculine include references to the feminine;
  - (2) "Member" is a person who, if not an Officer of The Society, falls under clause 4;
  - (3) "Officer" means Officer of The Society as defined by clause 17;
  - (4) "Officer of The Society" is defined by clause 17;
  - (5) "property" includes intellectual property;
  - (6) "written" does not mean electronic communication.
- (2) This Constitution shall be interpreted in accordance with English law.

## 29. AMENDMENT

Amendments/additions to this Constitution should be attached to follow.

**The Following Clauses over-ride the relevant clauses and all associated references in The Society's Constitution:**

- 29 (1) The roles of Station Archivist, Fleet Historian and Preserved Vehicle Recorder be amalgamation of into a single role of 'Heritage Officer'. (See Fire Cover 204, page 2.)
- 29 (2) The Management Working Party Report Appendix A, and subsequent clauses following, replace Constitution clauses 12, 13, 14 and 17[1-5] until the current Constitution is fully reviewed and agreed.
- 29 (3) The Society Year financial and operational, will be from 1st April to 31st March. (Previously Clause 23 [1])
- 29 (4) The appointment period for Society Officers will commence at the beginning of The Society's year.
- 29 (5) All appointment will be for a period of 4 years, subject to regular review provisions in this period.
- 29 (6) Appointments made before the beginning of The Society year will be regarded as 'designate' and the 'designate period' will not be counted as part of the appointment period.
- 29 (7) Appointees defined as 'designate' may carry out the full range of their assigned role before ratification and the beginning of The Society year.
- 29 (8) To ensure continuity of operation, 50% of the posts would become available for reselection every 2 years. To start the process, half the initial appointments in The Society's Management (as Management Working Party Report Appendix A) will be for 2 years.
- 29 (9) Appointees can only fill more than one management role if the secondary role(s) are with their assigned Management Unit.
- 29 (10) Executive Appointment (Previously Clause 18[2]).

Note: Clause 29 (8) applies to all appointments under this Clause.

- (i) When a vacancy occurs in the roles set out in the Management Working Party Report Appendix A, the Executive Supervisory Board will invite, at the earliest practical time and by the most practical way, Ordinary and Honorary members, subject to (clause 17[3]), to apply for the vacancy and the closing date for applications will be clearly given.
- (ii) The Executive Supervisory Board, by a majority vote, will appoint the most suitable candidate designate for the post.
- (iii) The Executive Supervisory Board will seek ratification of designate appointments by a vote from the membership, at the same time as the vote for the Annual Operational Plan, and the results announced at the next AGM.
- (iv) The Executive Supervisory Board may apply criteria that the candidate must be able to satisfy in order to carry out the role.
- (v) An Officer appointed under this clause shall serve for a period of 4 years and will be eligible for re-election.

29 (11) Appointments by Local Members. (Previously Clause 18[3])

Note: Clause 29 (8) applies to all appointments under this Clause.

- (i) When a vacancy occurs in the roles set out in the Management Working Party Report Appendix A,, the Executive Supervisory Board will invite at the earliest practical time and by the most practical way all Ordinary and Honorary Life Members in that locality, subject to clause 17(3), to apply for the post. The closing date for applications will be clearly given.

- (ii) If more than one candidate applies for a vacancy the Executive Supervisory Board will arrange a vote in that regional / geographical area and the candidate with the highest number of votes cast and subject to ratification by the Executive Supervisory Board will be appointed.
- (iii) An Officer appointed under this clause shall serve for a period of 4 years and will be eligible for re-election.
- (iv) These posts are available to members from outside a Geographical Area / Region, providing that their proposers are within that Geographical Area / Region.

End of amendments.



