FALKLAND ISLANDS BRANCH BYE-LAWS

As authorised by the Membership Council

APPROVED

Chairman of the Membership Council (Signature) .....

Date: ..... 6th March 2012 .....

The following Branch Bye-laws are supplementary to The Royal Charter of Incorporation and Schedules of the Royal British Legion hereafter known as "the Royal Charter" and procedures as laid-down in the Management Handbook. They shall be binding on the Officers and Members of the Falkland Islands Branch. Detailed codification of the Royal Charter specific to the Branch is contained in Annex A.

All proposed alterations and amendments to these Bye-laws shall, after being passed by a two-thirds majority of those members present qualified to vote and voting on the appropriate motion at the Annual General Meeting (AGM) of the Branch, be submitted to, and approved by, the Membership Council on behalf of the Board of Trustees in accordance with the Royal Charter. The Bye-laws should be submitted to the Membership Council for approval via the Membership Support Administrator (Overseas) at Head Office.

1. Branch name and number.

The name of the Branch is "The Royal British Legion Falkland Islands Branch" (BR3470), to be referred to in these Bye-laws as "the Branch"

2. Branch meeting place, frequency and timings of meetings.

Branch meetings are held at:

Hillside Mess
on the
First Monday of Every Month
at
7:30 pm

3. Branch Committee appointments.

The Officers of the Branch shall be the President, Chairman, Vice-Chairman, Secretary and Treasurer. The Chairman, Vice Chairman, Secretary and Treasurer shall be elected to the Branch Committee at the Branch AGM together with not less than three (3) and not more than twelve (12) other members of the Branch to serve upon the Committee. The Branch Committee may appoint a President to serve for as many years in three year terms as decided by the Branch Committee. The Branch President is an officer of the Branch but is not a member of the Branch

Committee. He/she is entitled to speak, but not propose, second or vote, at meetings of the Branch Committee. Terms of reference can be found at Annex B.

4. Branch sub-Committees and their Terms of Reference.

After its AGM, the new Branch Committee will appoint a sub-committee to be known as the Branch Welfare Committee, whose task will be to carry out the Legion's welfare work, as defined by the Objects of the Charity, in the Branch's designated area. The Terms of reference for the Branch Welfare Committee can be found at Annex C.

The Branch Committee may appoint such sub-committees and specially selected individual members as may be necessary for the proper organisation and administration of Branch affairs. These will be established when required and will be given their Terms of Reference on formation. Examples of such sub-committees are for the organisation of large events, working with other charities for a common goal and working groups to formulate Branch policy. The workings and output of each sub-committee will require the approval of Branch Committee.

5. General Provisions.

Upon the dissolution of the Branch and its removal from the Legion's Register of Branches, the fund, investments, etc. of the Branch shall be passed to the Head Office of the Legion to be used for the purpose of the Legion generally. All matters not mentioned herein shall be settled by reference to the Royal Charter. In any question of interpretation, the matter should be referred to the Director General through the Membership Support Administrator (Overseas) and the Secretary to the Membership Council, as should any question to which these rules do not apply.

Squadron Leader N G Russell (Retd)
Chairman
Falkland Islands Branch
The Royal British Legion

Annexes:

A. Codified Extracts from the Royal Charter.
B. Branch Officers' Terms of Reference.
C. Branch Welfare Committee.

ANNEX A to the
FI Branch Bye-Laws
Dated Feb 2012

CODIFIED EXTRACTS FROM THE ROYAL CHARTER

MEMBERS

1. Membership of the Falkland Islands Branch shall be open to persons eligible to join The Royal British Legion as specified in the Royal Charter.

2. A Member who wishes to resign from membership of the Branch shall inform the Branch Secretary in writing of his/her wish and return their Membership Card and Legion Badge. Resignation must be accepted unless the Member concerned is the subject of an investigation under the Legion's Complaints Procedures in which case the wish to resign must be referred to the body hearing the complaint

3. A former member of The Royal British Legion may not claim back the subscriptions or other money they have paid to the Legion unless the money was paid to the Legion as a loan.

4. A Member wishing to transfer Membership to another Legion Branch must, as soon as possible, advise the Branch Secretary of the Branch willing to accept the transfer of the proposed date of transfer in order that the prescribed administrative action is taken.

5. A Member must, on changing their place of residence, inform the Branch Secretary in order that the Branch Membership and National Data Records can be amended; also that the Legion Magazine can be delivered to the new address.

BRANCH STRUCTURE

6. The Officers of the Branch and other Committee members shall be as described in Para 3 of the main body of these Bye-laws.

7. The duty of the Branch Committee is to promote actively the objects of The Royal British Legion within the Falkland Islands, as prescribed in The Royal Charter.

8. The Branch Committee are trustees of Branch assets unless trusteeship is vested in others, and must follow in every respect the Duties and Responsibilities of Trustees as required by the Board of Trustees and the UK Charities Act. They shall be ineligible for election or appointment if they are under the age of 18 years or if in accordance with the Charities Act they:

    a. Have an unspent conviction for an offence involving dishonesty or deception.

    b. Have been disqualified as a company director under the Company Directors Disqualification Act.

    c. Are an undischarged bankrupt.

    d. Have been removed from trusteeship of a charity by a Court of the Commissioners.

BRANCH OFFICERS AND COMMITTEE

9. The government and management of the Branch shall be entrusted to the Branch Officers and the Branch Committee of whom four (4) shall form a quorum. They shall exercise a controlling oversight over the affairs of the Branch in accordance with the objects of the

Legion and carry out any directions given by the Board of Trustees. The Branch Committee will meet monthly if it is properly to fulfil its obligations (e.g. there must be no delay in processing the applications of new members).

10. The following procedure will be used to select and elect nominees for the Branch Officers and Committee positions.

    a. At least twenty-one (21) days prior to the Annual General Meeting nominations will be sought for the Branch Officer and Committee positions. This will be achieved by an announcement in the PENGUIN NEWS and on the Branch Web-site. The announcement will list the Branch Officer and Committee positions and the term of office (one year) and request all nominees to submit their interest to the Branch Secretary no later than seven (7) days prior to the AGM.

    b. The nominees should include their name, membership number, the position(s) sought and the names and membership numbers of a proposer and seconder.

    c. Seven (7) days before the AGM the list of nominations should be checked by the Branch Committee. The candidates' current membership must be verified by the Branch Secretary and their consent to stand for office must be confirmed. The Branch Secretary will create a Master Nominations List which will be placed on the Post Office notice Board and on the Branch Website along with the AGM Agenda.

11. The election for Branch Officers will take place prior to the election of Committee Members. The Branch President, if available, will take the chair during the election of the Branch Chairman.

12. Those standing for office will be asked to stand and identify themselves. Voting is to be by ballot unless the position is unopposed in which case a show of hands will suffice. Votes can only be cast by the current membership.

13. No member of the Branch Committee shall be elected or appointed to more than one (1) office on the Branch Committee, but this shall not exclude an Officer or member from undertaking one (1) additional specialist function on behalf of the Branch Committee.

14. Close family members (i.e. spouses, partners, children, parents and siblings as well as spouses and partners of siblings) should not hold positions in which they approve each other's expenses or oversee and check on the work of another. This includes election/appointment of spouses in the Chairman's and Treasurer's position and the election/appointment of spouses in the Secretary's and Treasurer's positions. Close family members must not approve each other's expenses.

15. The AGM of the Branch must be held within two months after the close of the Legion's financial year (30th September) for the purpose of:

    a. Receiving Reports of Branch activities during the past year.

    b. Receiving the Branch Financial Report for the past year and adopting the audited/examined Branch Accounts as agreed by the Branch Committee and signed by the Branch Officers.

    c. When necessary electing the Chairman, Vice-Chairman, Secretary and Treasurer.

    d. When necessary electing the Branch Committee for the ensuing year.

    e. Nominating candidates for the Board of Trustees and the National Conference Committee.

f. Appointing of the Branch Standard Bearer, and possibly a Deputy.

g. Appointing Delegate(s) to represent the Branch at the Legion's Annual Conference.

h. Deciding upon any proposal or relevant matter, and transacting any other competent business which has been duly submitted to the Meeting.

16. After its AGM, the new Branch Committee will:

a. Appoint a sub-committee to be known as the Branch Welfare Committee, whose task will be to carry out the Legion's welfare work. Terms of Reference for the Branch Welfare Committee are at Annex C.

b. Complete the Branch Information (MS1) pro-forma in its entirety, taking particular care that all elected and appointed Members of the Branch Committee complete Part 4 'Certificate of Acknowledgement of Responsibility'.

17. The Branch Committee may appoint such sub-committees and specially selected individual members as may be necessary for the proper organisation and administration of Branch affairs.

18. The Branch Committee shall liaise and co-operate with the Poppy Appeal department (Aylesford, Kent), recommending as necessary the appointment of the Branch Poppy Appeal Organiser. At the close of the Poppy Appeal period, the Branch Committee are to follow the Poppy Appeal Retention procedures and the completion of the Form SC22, forwarding it to the District Secretary by 31st December.

19. The Branch may, at a Special General Meeting convened for that purpose, by resolution of the Branch Committee, or at the request of not less than two-thirds of the Members and Life Members of the Branch, remove from office any Branch Committee Member, and may elect another Member in place of any person so removed, or who has resigned or ceased to be a Member of the Committee.

20. In the event of a vacancy arising on the Branch Committee the same shall be filled for the remaining period of the Branch's electoral year, by appointment of the Branch Committee, which will be subject to confirmation by election at the next Branch AGM.

21. The Chairman shall preside at all meetings of the Branch and of the Branch Committee at which he is present. In his/her absence the Vice-Chairman will preside; and in the absence of both officers the meeting shall elect a chairman from the members present. Exceptionally the Branch President may preside at the Branch AGM or a Special General Meeting if a situation so warrants.

22. The Chairman, or other Member in the Chair, shall be entitled to vote on any question, and in the event of an equal number of votes being cast on any matter, the motion shall be 'not carried'. In the event of a tied vote for an election to office, the members will be invited to vote again by secret ballot, and if this procedure still produces a tie, the matter shall be decided by lot. There shall not be a "casting vote" from the Chair. Postal Voting may be used at the discretion of the Branch Committee, both at an AGM and a General Meeting of the Branch. When using a Postal Voting procedure the Branch Committee are to provide sufficient information to the members from which they may make an informed decision.

23. No Official of the Branch shall be in arrears with his/her subscription, except on pain of forfeiture of the position held.

CONFLICT OF INTEREST

24. The Branch Committee, as trustees at Branch level, are to be ever vigilant that they constantly serve the interests of the Charity at all times. Should the Branch have an associated club they may not serve as members of that club committee as this could place individuals in a position of conflict of interest and potential breach of trust. When faced with such a situation, advice should be sought from the District Committee or the Membership Support Administrator (Overseas Branches) at head office.

25. Employees of tenants occupying Legion properties are not permitted to serve as members of an associated Legion Branch Committee.

POPPY APPEAL AND WELFARE WORK

26. The Branch shall be responsible for actively supporting the Poppy Appeal and, through its Branch Welfare Committee and Caseworkers, for the co-ordination of all welfare work within the Falkland Islands in liaison and co-operation with the District Welfare Co-ordinator. Branches are to deposit their Poppy Appeal collection into the Falkland Islands Poppy Appeal Account. The Branch Committee are to complete the Form SC22 procedure (Retention of Poppy Appeal Funds) and forward the SC22 to the District Secretary with the completed Branch Account return.

LIABILITY AND INDEMNITY

26. The Branch or any Sub-Branch, Committee, or Officer of the Branch or Sub-Branch, shall have no power, express or implied, to pledge the credit of the Legion, nor to incur any financial liability whatsoever in the name of, or on behalf of, the Legion or any Officer of the Legion, without the specific or delegated authority of the Board of Trustees.

LETTER HEADING

27. All correspondence shall bear the Branch's title, address, a statement that the Legion is a registered charity, the Legion's Registered Charity Number 219279, together with the Branch's Legion computerised serial number (BR3470) in clear legible characters; and the signatories of all correspondence shall clearly designate their appointment in legible and prominent characters. The statement that the Legion is a registered charity and the Legion's Registered Charity Number must be printed on all cheques. No one is authorised to use The Royal British Legion headed paper in a manner which may be misleading, or may give the recipient the impression that they have a contract with the corporate body of The Royal British Legion.

FUND RAISING

28. The Branch and members are prohibited from raising funds in the name of the Legion for purposes other than those defined in the Legion's Objects, and from using The Royal British Legion titled headed notepaper or accommodation for such a purpose. Any funds raised contrary to this Rule and credited to any Legion Account shall only be used in accordance with the Legion's Objects. Any funds raised by the Branch as a result of fund raising activities during the period 14th October – 14th November ("Closed Period") must be credited to the Poppy Appeal. All monies received or raised for the Branch Fund shall be disbursed and/or invested strictly in accordance with instructions from the Board of Trustees. Examples of the approved methods of raising funds are listed in the Management Handbook.

PROPERTY – TRUSTEESHIP

(To be read in conjunction with the relevant Serial of the Management Handbook)

29. No loan or grants for the purchase or improvement of property can be made available from Head Office. However, they can assist by acting (in the name of the Board of Trustees) as Custodian Trustees, which is continuing Trusteeship, or by providing free legal advice and paying The Royal British Legion Solicitor's costs (but not VAT and individual expenses) for the first vesting of property in Legion Trustees for the Branch. Branches are strongly recommended to vest their property in The Royal British Legion in corporate trusteeship in order to avoid legal problems inevitable in having local trustees, and to safeguard the property for Legion purposes in the longer term;

23. If the Board of Trustees, acting through a Branch Committee, decide to lease a property under corporate trusteeship, to a Legion Club or other tenant it must not allow possession until a lease or tenancy agreement has been completed. The Charity Commission have clearly stated that a fair and proper market valuation must be carried out to determine the amount of rent which will be charged accordingly;

27. The Branch must contact the Overseas Branches Administrator at Head Office for advice and assistance in all property matters. Information on the problems likely to arise and the correct procedure to be taken will prove most useful at a later date. If the Branch Committee wishes to obtain guidance on the manner in which Branch business or property should be dealt with, even if an approach to the Charity Commission or local equivalent is required, they must in all cases initially contact Head Office.

ANNEX B to the
FI Branch Bye-Laws
Dated Feb 2012

BRANCH OFFICERS' TERMS OF REFERENCE

BRANCH CHAIRMAN

1. The duties of the Branch Chairmen shall include the following:

   a. As the Senior Elected Officer of the Branch Committee, to direct all Branch activities.

   b. To Chair the Branch Meetings and be conversant with the contents of The Royal Charter Rules and Schedules and other Legion publications. The Chairman will be the final arbiter on matters of interpretation of the Royal Charter and these Bye-laws.

   c. To control meetings effectively, ensuring that they are planned according to content and time, avoiding the imposition of his own ideas on the meeting but encouraging participation from members.

   d. To delegate duties to the members and to ensure that such duties are effectively performed.

   e. To ensure that proper handovers take place between newly elected Branch Officers, appointed Committee members, and their predecessors. This includes ensuring that all Minute Books, Correspondence, Legion publications, Branch papers and keys are handed over and, in the case of the Treasurer, that a correct audit/examination is undertaken and agreed by both the outgoing and incoming officers and that both are satisfied with the security of cash and cheque books.

   f. To set an example as an active member of the Legion and make themselves available for advising both the Committee and members.

   g. To ensure that such sub-Committees, individual Officers and members for specialist functions are appointed as shall be deemed necessary.

   h. To ensure that all Branch Committee Members are aware of their responsibilities particularly as trustees and that all new members of the Branch undergo induction training.

   j. To ensure that the Branch Committee and Branch Members assist in the Poppy Appeal and its promotion within the Branch's geographical area.

BRANCH VICE-CHAIRMAN

2. The duties of the Branch Vice Chairman shall include the following:

   a. To deputise for the Chairman in his absence.

   b. To be conversant with The Royal Charter Rules and Schedules, the various Handbooks and Guides and be fully conversant with all Legion programmes and activities.

   c. Such other duties as may be delegated to him/her by the Chairman.

BRANCH SECRETARY

3. The duties of the Branch Secretary shall include the following:

a. To liaise with the Branch Chairman in the preparation of the Agenda for all Branch Meetings.

b. To attend and record the Minutes of all General and Committee Meetings and safeguard all papers and documents of the Branch, especially legal documents such as title deeds and insurance policies.

c. In the absence of a Membership Secretary, to receive all Applications for Membership; to monitor eligibility for membership by personally checking documents; to send to the Overseas Branches Administrator the appropriate form MS4 together with the relevant Affiliation Fee. To receive the member's Membership Cards, if the cards do not go direct to the individual and to issue a temporary receipt for the Branch Subscription.

d. In the absence of a Membership Secretary, to hold an up-to-date copy of the computerised Branch Membership data-list, as issued by Head Office, and to advise the Membership Support Administrator (Overseas Branches), or the Membership Division at Head Office, of all changes thereto (e.g. deaths, resignations, members change of address and the transfer of members to/from another Branch).

e. To keep and hand to the Treasurer all moneys received by him, together with particulars of the fund to be credited, within three (3) days of receipt of same. The Treasurer will issue a receipt and/or countersign the Petty Cash Book.

f. To draw Branch Committee's attention to any Branch Member who is three (3) months in arrears with their Branch subscription, in order that a reminder can be sent to the individual (responsibility of the Membership Secretary if one is appointed).

g. To maintain a complete set of Legion handbooks, publications and guides for reference as listed in the Management Handbook.

h. To forward without delay any information required by or on behalf of the Director General.

j. To send to the Membership Support Administrator (Overseas Branches), within twenty eight (28) days of the Branch AGM, the completed MS1. All concerned must be consulted before address and telephone numbers are divulged to a third party (Data Protection Act).

k. To forward to the Membership Support Administrator (Overseas Branches) any nominations and motions the Branch wishes to make at the Legion's Annual Conference (Note: Where a Membership Secretary is appointed he/she will relieve the Branch Secretary of all matters relating to the administration and induction of members).

BRANCH TREASURER

4. The duties of the Branch Treasurer shall include the following:

a. To be responsible to the Branch Committee for all the financial affairs of the Branch, including the Annual Accounts, the Welfare Account, Branch Bank Accounts, Membership Subscriptions, Insurance premium payments, etc.

b. To attend the General and Committee Meetings of the Branch in order to advise the Branch Committee and, when necessary, the Branch Members on the financial affairs of the Branch.

c. To control all monetary transactions and record these in the Branch Receipt and Payment ledger, retaining all receipts and supporting documents on behalf of the Branch Committee.

d. To receive from the Branch Secretary or Membership Secretary all membership subscriptions.

e. To ensure that all monies received are banked immediately, entered in the ledger/cashbook and supporting documents are filed and safeguarded.

f. To provide the necessary affiliation fee to be sent to the Membership Support Administrator (Overseas Branches) with each batch of applications for membership.

g. To ensure that the Branch Accounts are audited/ examined as required by The Royal Charter and Rules, and to submit the Branch Account return to Head Office (Finance), Overseas Branches Administrator, or as directed, as soon as possible after the Branch AGM but before the 31st December.

h. To make certain that all cheques for payment are made out correctly, (i.e. words and figures are the same and they bear the registered Charity number and the statement that the Legion is a registered charity). Also that all cheques are signed by at least two (2) of the authorised signatories, one of whom shall be the Treasurer, and that they are clearly endorsed "A/C Payee only".

j. To ensure that the Branch Committee authorise annually the limit they (the Treasurer) may expend on a single item without reference to the Committee, and that this authority is recorded in the Branch Minutes.

k. To ensure that all expenditure, other than petty cash, is by cheque and that the details of any expenditure is reported to the Branch Committee at their regular meetings for their approval. All such reports are to be recorded in the Branch Minutes.

l. To ensure that if a Petty Cash system is in use that it is authorised by the Branch Committee and that it operates as an imprest system. The Petty Cash Book is to be checked monthly by the Treasurer and another Branch Officer and countersigned by both individuals as being correct.

m. To assist the Branch Committee in the preparation of the Poppy Appeal Retention Form SC22 with the help of the Welfare Sub-committee and the Poppy Appeal Organiser.

ANNEX C to the
FI Branch Bye-Laws
Dated Feb 2012

BRANCH WELFARE COMMITTEE

1. The duties of the Branch Welfare Committee shall include the following:

   a. Exercise the responsibility for welfare within the Falkland Islands Branch

   b. Implement the welfare policies as detailed in the Poppy Support handbook 2011.

   c. If possible undertake one of the British Legion's Welfare training courses.

   d. Maintain strict confidence when dealing with any welfare case.

   e. Ensure that any Branch funds or expenditure required for welfare cases are done so in accordance with the Royal Charter and that approval has been gained.

   f. Ensure that all grants made from Branch funds to individual beneficiaries recommended by caseworkers should be supported by the relevant form and supporting documentation, such as a Form A – *Application for Financial Support* or receipts with an SC8 – *Expense Form for Housebound or Hospital Visit*.