ROYAL BRITISH LEGION OXTED & DISTRICT BRANCH – BYE-LAWS

The following Branch Bye-laws are supplementary to The 2003 Royal Charter of Incorporation and Schedules. They are binding on the Officers, Committee Members, and Members of the Oxted & District Branch.

Nothing in these Bye-laws shall supersede the regulations set out in the current edition of the Membership Management Handbook, which takes precedent at all times. These Bye Laws may be amended at any time by order of the Branch Committee.

THE BRANCH AND ITS MEMBERS

1. The name of the Branch is: "The Royal British Legion Oxted & District Branch" in the County of Surrey. To be referred to in these Bye-laws as the "Branch".

2. Branch Annual General Meetings and advertised Members' General Meetings are held at: Oxted & District Royal British Legion Club, 42 Church Lane, Oxted, Surrey, RH8 9LB.

3. Membership of the Branch shall be open to persons eligible to join The Royal British Legion.

4. All personal membership matters are to be treated in the utmost confidentiality and all personal details are to be managed and protected in accordance with The Royal British Legion's policies by the Membership Secretary (or Branch Secretary if there is no Membership Secretary).

BRANCH STRUCTURE

5. The Branch Structure is as follows:

   a. Committee Roles. Chairman, Vice- Chairman (optional), Secretary, Treasurer (appointed with voting rights), Branch Community Coordinator(s) (optional), Branch Recruiting Advisor (optional). The Chairman, Secretary and Treasurer positions are mandatory.

   b. Additional Committee Members. These shall be between two and 12 in number and are to include the Membership Secretary and the Poppy Appeal Organiser (whose appointment is confirmed by the County Fund Raiser).

   c. Committee-appointed roles (but not Committee member). President (optional) and Branch Chaplain (optional).

   d. Additional Key Personnel. The Committee shall appoint the Branch Standard Bearer(s), the Branch Parade Marshall and the Branch Webmaster; who need not be Committee Members but may attend Branch Committee Meetings, where they have no voting rights.

   e. Volunteers. The Branch Committee can co-opt additional volunteers to assist with specific events or activities. Such volunteers need not be Committee Members but may attend Branch Committee Meetings, where they have no voting rights.

6. The Officers of the Branch shall be the Chairman, Vice-Chairman, Secretary and Treasurer. The Chairman, Vice Chairman and Secretary shall be elected by the Members. The Treasurer is appointed to the role by the Branch Committee. The Branch Committee may appoint a President (a non-compulsory position) who may attend and speak at meetings of the Branch Committee but may not propose, second or vote on any issues or matters arising.

7. The following periods of office apply:

a. The Chairman is usually elected for a three-year term. Branch Officers and Committee Members can serve for one, two or three years as decided by the Branch Committee, taking into account the wishes of the individual. Their tenure can be repeated.

b. The President can be appointed for a tenure of up to 3 years, which can be repeated.

c. If they are not Committee Members; the Branch Standard Bearer(s), Branch Parade Marshall and Branch Webmaster have no fixed tenure.

BRANCH COMMITTEE

8. The Branch Committee must have at least five members, with a recommendation of no more than 11 and an absolute maximum of 15. The Branch Committee can determine the size of the committee year on year. If the Branch is not able to form a committee, it can apply for County-supported Branch status.

9. The duty of the Branch Committee is to promote actively the objectives of The Royal British Legion within the Branch's geographical area, as prescribed in The Royal Charter, and such other duties as are listed in the Membership Management Handbook or otherwise prescribed from time to time.

10. When present, the Chairman shall preside at all meetings of the Branch and of the Branch Committee. In the Chairman's absence the Vice-Chairman will preside; and in the absence of both officers the Chairman will nominate a Chair from the members that will be present. Exceptionally the Branch President may preside at the Branch Annual General Meeting or a Special General Meeting if a situation so warrants.

11. The Chairman, or other Member in the Chair, shall be entitled to vote on any question or issue taken by the Branch in-Committee. In the event of an equal number of votes being cast on any matter, the Chairman's vote will be the deciding vote.

12. The Branch Committee shall exercise a controlling oversight over the affairs of the Branch in accordance with the objectives of the Legion and carry out any directions given by the Board of Trustees or the County Committee.

13. The Branch Committee will meet at least quarterly but preferably monthly if it is to properly fulfil its obligations. The Branch Committee shall be quorum with at least four (4) Committee Members present.

14. 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.

15. Branch Officers must not serve as an Officer of the Oxted Royal British Legion Club nor may a Branch Officer be a tenant of the flat belonging to the Oxted Royal British Legion Club.

16. 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 Charities Act. They shall be <u>ineligible</u> for election or appointment if they are under the age of 18 years or if in accordance with the Charities Act they:

a. Have any unspent criminal conviction or have ever been on the sex offender's register.

b. Are known to any Social Services department/statutory agency as being an actual or potential risk to Children or Adults at risk.

c. Have ever been the subject of any sanctions or reprimand from the RBL or any other charity or other governing body in relation to children, adults at risk, financial impropriety or reputational risk.

d. Have been disqualified as a company director or been subject to a bankruptcy order.

e. Have any personal loans/debts that are currently in arrears have any outstanding CCJs.

ANNUAL GENERAL MEETING

17. The Annual General Meeting (AGM) of the Branch must be held within two months after the close of the Legion's financial year 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.

c. When necessary, electing the Chairman, Vice-Chairman, Secretary and other Committee Members as required.

d. Formally announcing the appointment of the Branch Standard Bearer(s).

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

f. Appointing Delegates to represent the Branch at the Annual County Conference and the Legion's Annual Conference.

g. Deciding upon any proposal or relevant matter and transacting any other competent business which has been duly submitted to the Meeting, which may include questions to the Committee from the Members (which must be sent to the Branch Secretary at least seven (7) days before the AGM). Exceptionally, questions will be accepted on the day of the AGM itself.

18. For all elections, the following procedure is to be followed:

a. The nomination sheet listing the Branch office and tenure must be made available to Branch Members at least twenty-one (21) days before the AGM.

b. For those Members wishing to stand for election, completed nomination sheets – including the name of the nominee, membership number and name of the proposer and seconder – must be sent to the Branch Secretary at least ten (10) days before the AGM. Nominees, proposers, and seconders must all be current Branch Members.

c. Candidates are not allowed to canvass, but they can create a CV no longer than one page of A4, with a passport-size photo attached should they so wish, which should be submitted with their nomination. (Note: Candidates should consider what will help the decision of voters: for example, Legion-specific experience, relevant professional experience and a personal statement. The Committee reserves the right to edit CVs before they're distributed to voters or candidates may be asked to make alterations which they can accept or decline.)

d. The Branch Secretary must check if candidates, proposers and seconders are current Branch Members and if they consent to stand for position. The master nomination list must be created and circulated to members at least seven (7) days in advance of the AGM.

e. Election of Branch officers takes place before the election of Committee members.

f. Voting will be by ballot by eligible members present, unless the position is unopposed, in which case the person is elected automatically. Members who are unable to attend in person may vote remotely by emailing their preferences to the Secretary or submitting them to the Secretary in writing.

g. In the event of a tied vote for an election to office, the members will vote again by secret ballot, and if this procedure still produces a tie, the matter shall be decided by lot. Remote votes will stand in any secret ballot. There is no "casting vote" from the Chairman.

19. After the AGM, the new Committee will complete the Branch Information (MS1) pro-forma.

SPECIAL GENERAL MEETING

20. Special General Meetings are held as required to remove from office or position a Branch Committee member, to elect another member to replace the removed member or fill in a vacant post or to discuss any other urgent matter of importance and make appropriate decisions. The meeting can go ahead only if the Committee decides it is needed or it has been requested by a minimum of two-thirds of members.

LEGION IN THE COMMUNITY

21. The Branch will seek to foster and maintain close liaison with other local organisations in Oxted including military associations, youth organisations, schools and churches.

REMEMBRANCE

22. The Branch is to ensure that it continues to fully support civic events of Remembrance in Oxted, including those led by the Chairman of Tandridge District Council.

POPPY APPEAL

23. The Branch shall actively support the Poppy Appeal, led by the Branch's Poppy Appeal Organiser who will liaise with National and County Poppy Appeal staffs. The Branch Committee can appoint a Poppy Appeal Sub-Committee, if so requested by the Poppy Appeal Organiser.

FUND RAISING

24. Any funds raised by the Branch as a result of fund-raising activities during the Poppy Appeal period must be credited to the Poppy Appeal. 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 objectives, 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 objectives. Examples of the approved methods of raising funds are listed in the Membership Management Handbook.

LIABILITY AND INDEMNITY

25. No member of the Branch (including Officers and Committee Members) has any 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.

BRANCH PROPERTY TRUST

26. The Branch Committee are Managing Trustees for the property at 42 Church Lane, Oxted, RH8 9LB; consisting of the land and the building that is the Royal British Legion Club House.

27. The Branch was formed in 1921. In its early years, it operated out of a hut in Master Park. In 1926 a local landowner, Charles Hoskins Masters, donated some money, as did other local businesses, and constructed the Club House – expressly for the use of this Branch. On 22 January 1927, the land and the building were given to the Branch by a Declaration of Trust "*to and for the use and benefit of the Oxted & District Branch*". This made the Branch, and specifically its 'Committee of Management', the Trustees for the land and the Club House. It also means that the Trust is a non-incorporated charity in its own right.

28. In 1974, there was a legal transfer of Trustees from the original Branch Committee members listed in the 1927 Declaration into the RBL's corporate ownership (ie Head Office). Head Office became what is known as the Holding Trustees and they hold the legal title of the land and is therefore the legal 'owner'. The Branch Committee became what is now known as the 'Managing Trustees' and are the managers of the property.

29. From 1927 until 1972 the Branch managed and operated the building. In 1972 a Mutual Society was formed called the Royal British Legion Oxted & District Club Limited – known as 'the Club'. Since then, 'the Club', run by its Management Committee has had a 'full repairing lease' on the property, placing legally-binding contractual responsibility for repair & maintenance, statutory & regulatory compliance and meeting the requirements of the Buildings Insurance policy on the Club.

30. The Trust consists of two parts – the property (with the land that it sits on) and a fund. Together, these are known today as 'the Branch Property Trust'. The fund is where the Club's rent payments are paid into; but it has some very restrictive criteria on what it can be spent on; such as reasonable branch administration costs, ceremonial events, welfare activity, direct property costs where a tenant is not responsible for paying these and other trustee expenses.

Branch Secretary **28 October 2025**

Annex: Terms of Reference of Branch Officers.

Annex to
RBL Oxted & District Branch Bye-Laws
Dated 28 October 2025

TERMS OF REFERENCE OF BRANCH OFFICERS

The full Terms of Reference for each Branch Officer is in the current Membership Management Handbook. Only those pertinent for general publication in these bye-laws are listed here.

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

   a. The Branch Chairman is accountable for all Branch activities and must delegate activities in a manner that will ensure duties are performed effectively and in accordance with Legion policies and procedures.

   b. The Chairman should be an effective leader, able to drive and implement decisions taken by the Committee, assist in the resolution of issues between members and direct activities to support the aims of the Legion.

   c. The Chairman is usually elected for a 3-year term and their tenure can be repeated. Should the Chairman step down for any reason and there is no Vice Chairman, a suitable candidate from the Branch can be co-opted to become the Chairman until the next Annual General Meeting, when a fresh election for the role is held.

   d. The Chairman must ensure the Treasurer has a correct audit/examination undertaken, that it is agreed by both the outgoing and incoming Officers and that both are satisfied with the security of cash and cheque books. In addition, and along with the Treasurer, the Chairman must reconcile the Branch accounts with the Branch bank statement at least quarterly. This action must be noted in the Minutes at the earliest opportunity.

   e. The Chairman must set an example as an active member of the Legion and be available for advising both the Committee and Branch members when necessary.

   f. The Chairman must ensure that all Branch Committee members and Branch members are aware of and adhere to the Legion Vision, values, and code of behaviour for working together.

   g. The Chairman is responsible for ensuring that all new Branch members are welcomed and receive an induction to the Legion and maintain regular communications with their Branch membership.

2. Branch Vice-Chairman (Optional post). The Branch Vice-Chairmen shall:

   a. Deputise for the Chairman as directed by the Chairman.

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

a. The Branch Secretary is responsible to the Branch Chairman and Committee for the efficient management of the Branch administration.

b. Act as point of contact for receipt of correspondence issued by the County Committee, staff, the Membership Council and Board of Trustees, and to ensure all correspondence received is communicated to the Branch Committee for appropriate action without delay.

c. Handle all vital documents pertaining to the Branch and, in the absence of a Membership Secretary, control all aspects of Membership.

d. Ensure all returns are fully completed, signed, dated and submitted within the determined timescale.

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

a. The Branch Treasurer must be conversant with the relevant provisions pertaining to all financial matters as prescribed in the Royal Charter, the Membership Management Handbook and other relevant policies and procedures, and must be prepared to advise the Branch Committee, accordingly, seeking advice from the County Treasurer, as required.

b. The Branch Treasurer must always bring to the attention of the Chairman and Committee the financial implications of any decision they are considering.

c. The Treasurer is to ensure that the Branch accounts are examined/audited within the required time scale and are required to submit the Branch account return with supporting documentation to the MEO. Branch Treasurers should always refer to the 'Guide to completing the year end Branch Return' issued annually by the Finance Department before completing their return. They should contact their Membership Engagement Officer if they have any queries.

d. The Treasurer is to report the details of all proposed expenditure to the Branch Committee at their regular meetings for their approval. All such reports are to be shown in the minutes of the meeting.