

Update to the “Model” Constitution for Branches

During the last 18 months or so, the Constitutional Panel have dealt with a number of questions from Branches worldwide and it is clear that some updates were required to the Branch Model Constitution. The Panel, (Trevor Clarke, Paul Plummer and David MacDonald) presented the following updates to the Management Board in September 2021 and they were subsequently approved.

Article 4.1 – Article 10 is about suspension or termination of membership of an individual if a Branch agree their conduct is “prejudicial to the interests of the Local Association”. However, there are no powers given to a Branch if someone wishes to join but who Branch members are not happy about for the same reasons. The Constitutional Panel have therefore agreed a change to the wording of Article 4.1 as follows:

From: Membership of the Local Association shall be open only to members of the Society (hereinafter called “Society Members”). A range of Society membership subscriptions is available. Only such members as have attained the *age of 18* shall have the power to vote in matters concerned with the management of the Local Association.

To: Only members of the Society (hereinafter called “Society Members”) may apply to become members of the Local Association. A range of Society membership subscriptions is available. Only such members as have attained the *age of 18* shall have the power to vote in matters concerned with the management of the Local Association.

All Branches should have some sort of “application process” in place and it is up to them to administer this in an appropriate way.

Article 4.3 – A minor change to wording deleting unnecessary words as follows:

From: The rates of local subscription for all classes of members shall be such as may be determined from time to time by the Local Association in General Meeting.

To: The rates of local subscription for all classes of members shall be determined from time to time by the Local Association in General Meeting.

Article 8.1(a) – Change of wording to allow for meetings to be held in whole or part using the internet as a virtual medium for a meeting. Although the word “virtual” is now generally accepted when used in the context of a Zoom or GoTo meeting, we preferred to use the phrase “via the internet” instead.

Wording change as follows:

From: The Annual General Meeting of the members of the Local Association shall be held within *six* months after the end of its financial year at such place and at such time as may be determined by the Committee.

To: The Annual General Meeting of the members of the Local Association shall be held within *six* months after the end of its financial year at such place and at such time and by whatever method (in person, via the internet or a combination of both), as determined by the Committee.

Article 8.3 – The Panel agreed the wording was flawed and overly complicated and would work better as a straight percentage. Branches are free to choose appropriate figures. Wording changed as follows:

From: A Special General Meeting may be called at any time by the Chairman or shall be called on a requisition signed by not less than *one-tenth* of the Society members of the Local Association entitled to vote when such membership does not exceed *500*. Where the voting membership of the

Local Association exceeds 500 a minimum of 50 or *one-sixteenth*, whichever is the greater, of the members entitled to vote must sign the requisition calling a Special General Meeting.

To: A Special General Meeting may be called at any time by the Chairman or shall be called on a requisition signed by Society members of the Local Association entitled to vote. *[For smaller Branches of fewer than 50 members 20% of members may be a suitable figure to sign such a requisition. For larger Branches a figure of 15% may be more appropriate].*

Article 8.4 – The Panel agreed the wording of this clause was also flawed – eg it would be possible for a large Branch of several hundred members to have a quorum with only 25 people. The wording changed:

From: *One-quarter* of the members entitled to vote or *twenty-five* members of the Local Association entitled to vote whichever shall be lesser shall constitute a quorum.

To: *One-quarter* of the members entitled to vote or *[five]* members of the Local Association entitled to vote, whichever is the greater, shall constitute a quorum.

This then works for Branches of all sizes and we agreed 5 people should be the minimum even for the smallest Branch. We also agreed that it was sensible that fewer members are needed to ask for a Special meeting than the number required to attend.

Article 11 – A new clause 1 with the others being re-numbered appropriately. Wording as follows:

If the Committee of a Local Association vote to disband, this decision must be ratified by the membership in General Meeting. Such a meeting requires at least 14 days notice.