

## **SUGGESTED CHANGES TO THE CONSTITUTION ARE HIGHLIGHTED IN RED.**

The suggested changes will be put forward for agreement at the AGM 10<sup>th</sup> October 2009. Alternative proposals may be submitted in writing to the Association Secretary at the Gloucester Rifles County Office, Custom House, Commercial Road, Gloucester GL1 2HE. by the 14<sup>th</sup> August 2009

### **TITLE**

1. The Association shall be called The Regimental Association of the Royal Gloucestershire Berkshire and Wiltshire Regiment, hereinafter referred to as "The Association" and to be a union of the Gloucestershire Regimental Association and the Regimental Association of the Duke of Edinburgh's Royal Regiment (Berkshire and Wiltshire).

### **OBJECTS**

2. The Objects of the Association are to promote the efficiency of the army by:
  - a. Maintaining contact between past and present members of **The Rifles ("The Regiment") and of the Royal Gloucestershire, Berkshire and Wiltshire Regiment. The Gloucestershire Regiment, The Duke of Edinburgh's Royal Regiment, The Royal Berkshire Regiment and The Wiltshire Regiment (together the former Regiments)**, fostering mutual friendship and providing social gatherings for them.
  - b. Fostering esprit de corps, comradeship and welfare of the Regiment and preserving its traditions and those of the Former Regiments.
  - c. Relieving, either generally or individually, past and present members of the Regiment and the former Regiments and their dependants who are in conditions of need, hardship or distress (hereinafter referred to as beneficiaries).
3. In furtherance of the foregoing Objects, but not further or otherwise, the Association shall have the following powers.
  - a. To take all necessary action to publicise and disseminate information concerning the histories, deeds and traditions of the Regiment and the former Regiments and for the encouragement of recruiting.
  - b. To execute and administer exclusively charitable trusts.
  - c. To receive, take and accept any gifts of property whether subject to any special trusts or not.
  - d. To receive and accept contributions by way of subscriptions, donations and otherwise to raise funds for the said Objects, provided that the Association shall not undertake any permanent trading activities in raising funds for its charitable Objects.
  - e. To assist beneficiaries by way of grants, gifts, pensions or otherwise.
  - f. To pay for such items, service or facilities by way of donation or subscription to charitable institutions or organisations which provide or which undertake in return to provide such items, services of facilities for beneficiaries.
  - g. To make grants to other Regimental Charities.
  - h. To purchase, take lease or exchange any property required for the purposes of the Association and lease exchange or otherwise dispose of the same, subject to such consents as may from time to time be required by law.
  - i. To borrow or raise money for the purpose of the Association on such terms and such security as may be thought fit, subject to such consents as may from time to time be required by law.
  - j. To invest funds of the Association in such investments as may from time to time be authorised by law.
  - k. To accumulate funds of the Association for such periods as may from time to time be authorised by law.
  - l. To do all such other lawful things as shall further the said Objects.

## MEMBERSHIP

4. There shall be three categories of membership of the Association:

- a. Full membership.
- b. Associate membership.
- c. Honorary membership

5. **Full membership.** Available ~~only~~ to those Officers, Warrant Officers, Non Commissioned Officers, Soldiers and Servicewomen, including Adult Instructors of the affiliated Army Cadet Force Units, who are serving or who have at any time served in the Regiment and former Regiments (whether Regular, Territorial, wartime or National Service), ~~and retired officers and soldiers on the regimental staff~~ and officers and Adult Instructors of the affiliated Army Cadet Force units. They are classed as beneficiaries in accordance with paragraph 2c.

6. Associate membership. Available to those who are serving or who have served in other arms and service units attached to the Regiment and the former regiments. (Branches may confer Associate Membership of their Branch, in accordance with paragraph 42b.)

7. Honorary membership. May be conferred on those persons invited by the Executive Committee.

8. Associate and Honorary members do not qualify as beneficiaries in accordance with paragraph 2c; neither shall they vote.

### 9. Life Membership

a. Life Membership of the Association is available to Full and Honorary categories of membership only.

b. All Full and Honorary Members of the Gloucestershire Regimental Association and the Regimental Association of the Duke of Edinburgh's Royal Regiment automatically become life members of the " Association from the date the two Associations amalgamated. (9th June 1994)

~~c. Thereafter Life Membership is conferred on those eligible under paragraphs 5 and 6 above by contributing through the "One Day's Pay Scheme" by serving members of the Regiment during their service, and by all others a once only payment of £5.00. Honorary Members will not pay a subscription.~~

10. **Withdrawal of Membership.** The Executive Committee may by unanimous vote and for good reason terminate the membership of any individual, provided the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

11. **Membership Card.** All new members will be issued with a membership card and a copy of the constitution on joining the Association.

12. **Records.** A central register of all members, including Associate and Honorary members, will be maintained by the Secretary of the Association at Regimental Headquarters, The Royal Gloucestershire, Berkshire and Wiltshire Regiment.

## HONORARY OFFICERS OF THE ASSOCIATION

~~13. **Patron.** The Colonel in Chief and the Deputy Colonel in Chief will be invited to honour the Association by consenting to be patrons.~~

14. **President.** The Colonel The Rifles (South), if he is a member of one of the Former Regiments, will ex- officio be the President of the Association. If that condition cannot be met, the Managing Trustees of the Association (as constituted under paragraph 21 below) shall appoint a member of the Former Regiments to act as President until that condition can be met.

15. **Vice presidents.** May be appointed.

16. **Chairman.** A Chairman of the Association will be appointed by the President and endorsed at each Annual General Meeting to serve until the next Annual General Meeting. The retiring Chairman may be re-elected.

17. **Secretary and Treasurer.** The Secretary and Treasurer of the Association (respectively "the Secretary and "the Treasurer") shall be members of the Association and shall be appointed by the President from the Officers on the staff of The Rifles Gloucester Office or from the membership of the Association. Neither the Secretary nor the Treasurer shall have a vote at any meeting of the Association, its Executive Committee or its Council.

**18. Chaplains.** A Chaplain to the Association may be appointed by the Executive Committee. Branches may appoint Honorary Branch Chaplains.

#### **CUSTODIAN TRUSTEE**

19. A Custodian Trustee shall be appointed by the Managing Trustees.

#### **MANAGEMENT OF THE ASSOCIATION**

20. General. Subject to the matters set out in the following paragraphs the Association shall be administered and Managed in accordance with this Constitution by the Managing Trustees and the Executive Committee constituted by paragraphs 21 and 22 of this constitution.

#### **21. Managing Trustees.**

a. The Managing Trustees of the Association shall be the Trustees of the Royal Gloucestershire, Berkshire and Wiltshire Regimental Charities.

b. The Managing Trustees shall appoint such number of members of the Association, including at least two members of their body, to be an Executive Committee for discharging such of their functions in connection with the Association or its management, and in such manner and subject to such rules as the managing Trustees may from time to time prescribe, but all acts and proceedings of the Executive Committee shall be reported as soon as possible to the Managing Trustees.

**22. Executive Committee.** The Executive Committee shall consist of not less than 9 and not more than 15 members who are to include;

The President

The Chairman of The Association

One representative from each of the 1<sup>st</sup> and 2<sup>nd</sup> Battalions The Rifles, appointed by the respective Commanding Officers of those Battalions.

One representative from each of the 6<sup>th</sup> and 7<sup>th</sup> Battalions The Rifles, appointed by the respective Commanding Officers of those Battalions.

Two representatives each from Gloucestershire, Berkshire and Wiltshire and the City and County of Bristol, elected by the Branches in that County.

One representative of all non-Branch Members (who shall be a Member of the Association and may be a member of the staff of either the Gloucester or the Salisbury Offices of the The Rifles) appointed by the President.

One representative of the Branches outside the three Counties and Bristol respectively (who shall be a Member of the Association and may be a member of the staff of either the Gloucester or the Salisbury Offices of the The Rifles) appointed by the President.

The Secretary and the Treasurer.

**23. Appointments of the Executive Committee.** The members of the Executive Committee shall be notified to the Managing Trustees by the Chairman and they shall be elected or appointed for a term of three years. They may stand for re-election or be appointed.

#### **24. Powers of the Executive Committee**

a. The proceedings of the Executive Committee shall be in accordance with the powers given by them by the Trustees of the Association and shall be governed by the same rules as those which apply to the Trustees.

b. The Committee shall be empowered to issue such instructions consistent with this constitution as shall in their opinion be for the good and efficient running of the Association and in the furtherance of the Objects set out in paragraph 2.

c. The powers of the Committee will include the authority to deal with all cases on benevolence, which may be delegated to a subcommittee of their members, who will determine the amount and type of assistance to be given within the financial limits prescribed from time to time by the Managing Trustees.

#### 25. Meetings of the Executive Committee and Chairman

a. The Executive Committee will meet twice a year. Extraordinary meetings may be called by the president in consultation with the Chairman of the Association at not less than 14 days notice. One third of the total number of the Executive Committee in office will be the quorum for any meeting.

b. The President of the Association will be the Chairman of the Executive Committee at all meetings. In his absence it will be the Chairman of the Association.

**26. Travelling Expenses.** The reasonable travelling expenses of Trustees and members appointed to the Executive Committee to and from meetings may be reimbursed from Association funds.

### COUNCIL

27. There shall be a Regimental Association Council which will meet annually to discuss Association matters but will not have any financial or executive authority. It will normally meet prior to the Annual General Meeting, so that its advice may be disseminated to branches prior to the AGM. It will consist of:

The President as Chairman

The Chairman of the Association

Two members nominated by each Branch

**The representatives from the four Battalions of the Rifles specified in paragraph 21.**

Any members of the Executive Committee not included in another capacity.

**The Secretary and the Treasurer.**

### ANNUAL GENERAL MEETING

28. An Annual General Meeting of the Association will take place on a date and time and at a location designated by the Executive Committee each year to take note of the accounts and deal with all other matters affecting the Association. All decisions will be taken on a majority of votes cast at the meeting.

29. All members will be notified by individual notice of the date, time and place of the Annual General Meeting at least 21 days beforehand. Members serving with Battalions will be notified through their Battalion orders.

30. Members shall have the right to table motions for consideration at the Annual General Meeting provided that notice of the motion has been given to the Secretary no later than 14 days prior to the date of the meeting. Copies of the Agenda will be issued to members so requesting them not later than 7 days prior to the date of the meeting and will be available to all members attending the meeting. (However, see paragraph 47 concerning motions to change **this constitution**.)

31. The Chairman of the Association, after consultation with the President, may instruct the Secretary to convene Extraordinary General Meetings of the Association in addition to the Annual General Meeting where they jointly consider this appropriate.

32. The President or an officer of the Association appointed by him will be Chairman of the Annual General Meeting.

### RECORDS

33. A Minute Book containing the Minutes of all meetings of the Executive Committee and Annual General Meetings will be maintained by the Secretary/Treasurer and retained at **The Rifles Office Gloucester**

### ANNUAL REUNION

34. There shall be Annual Reunions at such places and times as shall be decided by the Executive Committee of the Association. The AGM will normally be combined with one of the Reunions.

### FINANCE

35. The Secretary/Treasurer will keep an account of all income and expenditure, **and of the assets** of the Association. The account will be audited annually and submitted to the Managing Trustees. A copy of the audited accounts will be reproduced in the annual report and submitted to the Charity Commissioners for England and Wales.

## BRANCHES OF THE ASSOCIATION

36. The rules approved for the general management of the Association shall apply in so far as they are appropriate to the management of Branches and no rule shall be made by Branches that conflicts with those of the Association. A register of all Branches shall be maintained by the Secretary/Treasurer of the Association.

~~37. All Branches of the Gloucestershire Regimental Association and the Duke of Edinburgh's Royal Regimental Association existing at the time of the amalgamation became branches of the RGBW Association.~~

38. The title of all Branches shall be "The Royal Gloucestershire, Berkshire and Wiltshire Regimental Association, (name of county, city, town or area) branch". This may be followed, if so desired by the branch, by any former title containing the name(s) of former Regiments in brackets -eg: "(Formerly The Duke of Edinburgh's Royal regiment and The Wiltshire Regiment)". This title, together with the RGBW Association logo, is to be used on all Branch stationary and appropriate publications. The badges of the former Regiments may also be used in publications where appropriate.

39. Unless otherwise agreed by the Council there shall only be one Branch of the Association in each city, town or area. ~~Where more than one branch exists in a town or city, efforts shall be made for them to amalgamate.~~

### 40. Organisation

a. Each branch may appoint a branch President in consultation with the President of the Association.

b. Each Branch shall be administered by a committee consisting of a branch Chairman, a Secretary, a Treasurer and at least two members.

c. Each Branch shall hold a General Meeting at least once a year and committee meetings as required. A quorum for Branch meetings shall be decided by Branches.

d. The Branch President and committee members shall be elected at the Branch Annual Meeting and shall retire annually, but shall be eligible for re-election.

e. The Branch officials shall be honorary and shall not be remunerated from Association funds.

### 41. Accounts

a. As far as possible Branches shall be self-supporting as far as possible. In the event of any Branch unable to meet legitimate expenses, an application for a grant may be made to the Chairman of the Association, in writing and with full details.

b. Annual grants will be made to Branches by the Executive Committee to cover postage expenses incurred in official business of the Association, apart from those arising from entertainments and social functions.

c. Association funds of Branches shall not be used for purposes other than those authorised by these rules.

d. Branches will keep proper books to account for all monies received by them, whether these monies belong to the Association, or Branch domestic funds.

e. The executive Committee shall have the right to send representatives to examine the account books of Branches.

f. Branch accounts shall be balanced on 31 March annually and shall be audited by two members elected at the Branch Annual Meeting.

### 42. Membership and Associate Membership

a. A register of Branch members is to be maintained by each Branch.

b. Associate Members of branches may be approved by the Branch Annual General Meeting, but Honorary Membership of the Association can only be confirmed by the Executive Committee of the Association in accordance with paragraph 7.

43. Branch Standards: All Branch Standards will continue to be paraded as heretofore as in the past and the reasonable expenses of the Standard bearers will be refunded where they are required to be on parade to represent the Association as a whole.

44. **Annual Report:** Each Branch shall submit to Regimental Headquarters ~~an annual~~ a report on the activities of the Branch in the form of Notes for the Association Annual Newsletter referred to in Paragraph 46. ~~Regimental Journal either once or twice yearly when the journal is published.~~

#### DRESS AND INSIGNIA

45. Regimental ties and blazer badges of the Royal Gloucestershire, Berkshire and Wiltshire Regiment and lapel badges of the Regimental Association will be available ~~on repayment~~ from Regimental Headquarters. Existing regimental ties, blazer badges and lapel badges of former Regiments may continue to be worn by members and will also be available ~~on repayment~~ from ~~Regimental headquarters and the Regimental Office, Salisbury~~ those offices.

#### ASSOCIATION NEWSLETTER

46. An Annual Newsletter will be produced by the Association and distributed free to those members who apply to receive it. ~~(All news will be incorporated in the Regimental Journal "The Sphinx & Dragon", available on subscription from Regimental Headquarters).~~

#### CHANGES TO THIS CONSTITUTION

47. Resolutions to change or alter ~~this constitution~~ should be submitted in writing to the Secretary ~~Treasurer of the Association~~ for consideration and evaluation by the Executive Committee at least 56 days before an Annual general Meeting or a Special General Meeting at which such resolutions shall be brought forward. The proposer(s), ~~if necessary,~~ may be asked to attend the Executive Committee.

48. The Secretary ~~Treasurer~~ shall then provide ~~all members of the Association~~ the details of any such resolution and of the Executive Committee's findings and recommendations, as early as possible and at least 14 days before the resolution is made at an Annual General Meeting, or Special General Meeting. The changes or alterations must then receive the assent of two thirds of the members present and voting.

49. ~~Provided that~~ No alteration made to paragraph 2 (Objects), paragraph 51 (Dissolution) or this ~~paragraph~~ shall take effect until the approval in writing to the Charity Commissioners or other authority having charitable jurisdiction has been obtained; and no alteration shall be made which would have the effect of causing the Association to cease to be a charity in law.

50. The Rules of the Association shall be reviewed by the Executive Committee every three years.

#### DISSOLUTION

51. The Association may be dissolved by a Resolution passed by a two-thirds majority of those Full Members voting in a postal ballot. Such resolution may give instructions for the disposal of any assets held by or in the name of the Association, provided that if any property remains after the satisfaction of all debts and liabilities such property shall not be paid or distributed among members of the Association but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Association as the Association may determine, and if in so far as effect cannot be given to this provision, then to some other charitable purpose.

Registered Charity Number 1038526  
9th June 1994  
April 1999  
Rifles County Office  
The Custom House  
Gloucester GL1 2HE