The Air Despatch Association

CONSTITUTION

AIR DESPATCH ASSOCIATION OF GREAT BRITAIN

1. Description

The Air Despatch Association (ADA) is an organisation established to provide for the continued comradeship and social contact of members and ex-members of British units responsible for the aerial delivery of supplies and equipment.

2. Objectives

To promote and foster Esprit de Corps and friendship amongst Air Despatchers.

3. Membership

3.1 Eligibility

Membership will be drawn from the following:

Members and ex-members of the RASC, RCT, RLC and REME units who have been directly involved in aerial delivery.

Members and ex-members of other British Army units and corps who are qualified Air Despatchers.

Members and ex-members of aerial delivery units of commonwealth and allied armed services.

3.2 Honorary Membership

Honorary membership will be offered to widows of deceased ADA members and may be offered to other selected individuals with the approval of the management committee. Honorary members will not have the right to vote.

3.3 Cessation of Membership

A person ceases to be a member of the ADA of Great Britain if that person:

1) Resigns their membership.
2) Is expelled from the ADA of Great Britain.
3) Is deceased.

3.4 Membership Entitlements Not Transferable

A right, privilege or obligation which a person has as a result of being a member of the ADA of Great Britain is not transferable to another person.

3.5 Resignation of Membership

3.5.1. A member of the association is not entitled to resign from the association unless all monies due and payable by him/her to the association are paid. Any association property, real or otherwise in the custody of the member intending to resign must be returned before the resignation becomes effective.

3.5.2 A member wishing to resign must give the membership secretary one month's notice in writing. At the end of that months' notice and providing that the conditions of the previous clause have been met, the membership of that person will cease. The secretary will then make a notation in the register of members of the date upon which the person ceased to be a member.

3.6 Register of Members

The secretary of the association will establish and maintain a register of members of the association in conjunction with the membership secretary. The register will specify the name and address of each member, together with the date on which the person became a member. The register of members must be kept at the principal place of administration of the association and must be available for inspection free of charge by a member of the association at any reasonable hour. The register of members is to be confidential and is not to be made available to any other organisation for any purpose.

3.7 Members Liability

The liability of members of the association to contribute towards the payment of debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member of his/her membership fee.

3.8. Membership Fees and Subscriptions

3.8.1 On joining the association each member is required to contribute a membership fee as determined by the management committee from time to time.

3.8.2. Thereafter an annual renewal subscription to the amount determined by the management committee will be due and payable by each member to the treasurer not later than the 30th June in each calendar year. There will be an opportunity for members to become life members with a one off payment.

4. Resolution of Disputes

Disputes between members in their capacity as members and the association and disputes between members and the association are to be referred to a disputes committee made up of members of the management committee as appointed by the president.

4.1 Discipline of Members

4.1.1 A complaint may be made by any member of the association that some other member of the association has persistently refused or neglected to comply with a provision or provisions of this constitution or has persistently and wilfully acted in a manner prejudicial to the interests of the association.

4.1.2 Upon receiving such a complaint

a. Must serve written notice on the member concerned and,

b. Give the member 14 days from the time the notice is served in which to make submission to the committee in connection with the complaint.

c. Must take into consideration any submissions made by the member in connection with the complaint.

4.1.3 The committee after considering the complaint and any submissions made in connection with the complaint and is satisfied that the alleged complaint has been proved may by resolution expel the member from the membership of the association or suspend from membership of the association.

4.1.4 If the committee expels or suspends a member, the secretary must within 7 days give written notice to the member of the action taken and the reasons given by the committee for having taken that action. The written notice must also advise the member of his/her right of appeal.

4.1.5 The expulsion or suspension of a member does not take effect until the expiration of the period of appeal. If within that period the member exercises the right of appeal then the

expulsion or suspension does not take effect until the association confirms the resolution of the committee, in writing.

5. Right of Appeal of a Disciplined Member

5.1.1 A member may appeal to the association at a general meeting against a resolution of the committee made under section 4 within 21 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect. The notice must be in writing and may be accompanied by a statement of the grounds upon which the member intends to rely for the purpose of the appeal.

5.1.2 Upon receipt of a notice of appeal from a member under the above clause, the secretary must notify the committee, which is to convene a general meeting of the association to be held 28 days after the date on which the notice is received.

5.1.3 At a general meeting of the association convened under clause 5.1.2. No business other than the appeal is to be transacted. The committee and the member must be given the opportunity to state their respective cases orally, in writing or both. The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

5.1.4 If at a general meeting the association passes a special resolution in favour of the confirmation of the resolution is confirmed.

6. The Committee

6.1 Powers of the Committee

The committee is to be called the management committee of the association and, subject to this constitution and to any resolution passed by the association in a general meeting;

a. Is to control and manage the affairs of the association and
b. May exercise all such functions that may be exercised by the association other than those functions that are required by this constitution to be exercised at a general meeting of members of the association
c. Has the power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

6.2 **Make Up of the Committee**

6.2.1 The committee of the association is to consist of;

a. President
b. Vice President
c. Chairman
d. Past Chairman
e. Secretary
f. Treasurer
g. Newsletter Editor
h. Ordinary Member
i. Membership Secretary
j. Welfare & Memorials
k. QM 47 AD Sqn RLC
l. SSM 47 AD Sqn RLC

The position of newsletter editor may be absorbed by any one of the other positions on the committee

6.2.2 The positions on the committee are honorary with tenure of normally two years. After this period all committee members are eligible for re-election

6.2.3 In the event of a casual vacancy on the committee, the committee has the power to appoint a person from the membership of the association to fill that casual vacancy for the remaining tenure of the committee

6.3 **Duties of Committee Members**

President will be of senior status as Head of the Association and will be the official spokesman on all RASC/RCT/RLC affairs.

Vice President Shall be constant consultant to the Chairman on association matter's, understudies President during his absence. He will be appointed by the President.

Chairman Will be appointed by the President and shall be the official representative and spokesman of the association; manages the committee and general meetings, interaction with other ex-service and service organisations; official correspondence, oversees financial expenditure, delegate committee duties, bank signatory.

Immediate Past Chairman: Responsible for advice and assistance to the committee; when required.

Secretary: Responsible for maintaining association's official filing system; general correspondence; briefs for President; prepares agendas of meetings; in addition, it is the duty of the secretary to keep minutes of, all meetings. He will act as Vice Chairman if required.

a. All appointments of office bearers and members of the committee
b. The names of members of the committee present at a committee meeting or a general meeting
c. All proceedings at committee meetings and general meetings
d. Minutes of proceedings at a meeting must be signed by the chairman of the meeting or by the chairman of the next succeeding meeting
e. Keep association membership rolls
f. Deals with membership matter in company with the Membership Secretary
g. Stage-manages meetings
h. Bank signatory

Treasurer: It is the duty of the treasurer of the association to ensure;

a. That all money due to the association is collected and received and that all payments authorised by the association are made;
b. The correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association; The account will be audited annually in preparation for the AGM.
c. Bank Signatory;
d. The 'Financial Year' 1st Jan – 31st Dec.

Newsletter Editor: Responsible for the collection, collation and editing of the newsletter material in conjunction with the chairman; arranges printing, publication and postage distribution of newsletter and other association publications.

Member: Responsible for general committee duties delegated by the Chairman, liaison duties, special projects, bank signatory.

6.4 **Election of Committee Members**

6.4.1 Nominations of candidates for election as office bearers of the associations or as ordinary members of the committee must be in writing and signed by 2 members of the association and accompanied by the written consent on the candidate.

6.4.2 Such nominations must be delivered to the secretary of the association 28 days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.

6.4.3 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the Annual General Meeting.

6.4.4 If insufficient further nominations are received any vacant positions remaining on the committee can be filled by the Chairman's nomination.

6.4.5 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

6.4.6 If the number of nominations received is exceeds the number of vacancies to be filled, a ballot is to be held.

6.4.7 The ballot for the election of office bearers and ordinary member of the committee is to be conducted at the Annual General Meeting in such usual and proper manner as the committee may direct.

6.5 **Sub-committees and Regional Representatives**

6.5.1 Sub committees and regional representatives may be appointed by the committee. The committee may, in writing, delegate to one of more sub committees the authority to exercise delegation may direct.

6.5.2 The committee may at any time in writing revoke wholly or in part any delegation under this rule.

7. **Meetings and Quorums**

7.1 The committee shall meet at least 3 times in each period of 12 months at such time and place as the committee may decide.

7.2 Additional meetings of the committee may be convened by the Chairman or by any member of this committee.

7.3 Any four members of the committee shall constitute a quorum for the transaction of business of a committee meeting.

7.4 No business is to be transacted by the committee unless a quorum is present, and if within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is so stand adjourned.

7.5 If at the adjourned meeting a quorum is not present within half an hour of the appointed time, the meeting is dissolved.

7.6 At a meeting of the committee the Chairman or in the Chairman's absence the Vice Chairman is to preside.

7.7 If the Chairman and the Vice Chairman are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

8. **General Meetings**

8.1 **Annual General Meetings;**

8.1.1 The association shall hold an annual general meeting of its members at least once a year. This will be chaired by the President or Vice President.

8.1.2 A quorum at an annual general meeting shall be a number of members, equal to the number of the management committee plus one.

8.1.3 The Secretary will inform all members of the venue/date of the AGM.

8.1.4 The business to be conducted at an annual general meeting is to include the following:

a. To confirm the minutes of the last preceding annual general meetings and of any special general meeting held since that meeting.
b. To receive from the committee reports on the activities of the association during the last preceding financial year.
c. To elect office bearers of the association and ordinary members of the committee.

d. To conduct other such business as properly brought before the annual general meeting.
e. Accept the Treasurers Report.

8.2 **Special General Meetings:**

The committee may whenever it thinks fit, convene special general meeting of the association.

8.2.1 The committee must on the requisition in writing of at least 5% of the total number of members, convene a special general meeting of the association.

8.2.2 A requisition of members for a special general meeting should;

a. State the purpose or purposes of the meeting
b. Be signed by the members making the requisition
c. Be lodged with the secretary
d. May consist of several documents in a similar form, each signed by one or more of the members making the requisition.

8.3 If the committee fails to convene a special general meeting within one month after the date on which a requisition of members for the meeting is lodged with the secretary. Then any one or more of the members who made the requisition may convene a special general meeting with the agreement of the President, it will be held no later than three months after the date.

9. **Notices**

9.1 Unless the nature of the business to be dealt with at a special general meeting requires a special resolution of the association. The secretary must give at least fourteen days notice of the date fixed for the holding of the special general meeting. This notice must be published in ‘The Open Door’ newsletter. The notice must specify the place, date and time of the meeting and the nature of the business proposed for the meeting.

9.2 If the nature of the business proposed to be dealt with at a special general meeting requires a special resolution of the association. The secretary must give at least 21 days notice of the date fixed for the meeting. This notice must be published in ‘The Open Door’ Newsletter. The notice must also specify the intention to propose the resolution as a special resolution.

9.3 No business other than that specified in the notice convening a special general meeting is to be transacted at a special general meeting.

9.4 A member wishing to bring any business before a special general meeting must give notice in writing of that business to the secretary. The secretary must include that business in the next notice calling a general meeting.

10. **Voting**

10.1 Questions arising at a meeting or the committee or of any subcommittee duly appointed, are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

10.2 Each member present at a meeting of the committee or of any sub-committee duly appointed (including the person presiding at the meeting), is entitled to one vote. In the event of an equal number of votes on any question, the person presiding may exercise a second or casting vote.

10.3 Subject to the requirements of a quorum the committee may act despite any vacancy on the committee.

10.4 Any act or thing done or purporting by the committee or a sub-committee duly appointed, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee

10.5 On any question arising at a general meeting of the association a member has one vote. All votes must be given personally or by proxy, but no member other than the Chairman may hold more than 5 proxies.

10.6 A member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member or proxy has been paid. This excludes the amount of money owing for the member’s subscription in respect of the current year.

10.7 Each member is to be entitled to appoint another member as proxy, by notice given to the secretary no later than 48 hours before the time of the meeting in respect of which the proxy is appointed. The notice appointing the proxy is to be in the form set out in the appendix to this constitution.

10.8 In the case of an equal number of votes on a question at a general meeting, the chairman of the meeting may exercise a second or casting vote.

10.9 The resolution of the vote on the matter is to be taken to be the resolution of the meeting on that manner.

10.10 A question arising at a general meeting of the association is to be determined on a show of hands. If before the question is resolved a vote is demanded, the vote must be dealt with. A declaration by the chairman that a resolution has (on a show of hands) been carried unanimously or by a particular majority or lost. An entry to that effect in the minute book of the association is evidence of the fact.

11. **Presiding Member**

11.1 The President or in the President's absence or unwilling to act, the Chairman will preside at the meeting.

11.2 If the President or the Vice President is absent or unwilling to act, the Chairman will preside at the meeting.

11.3 The Chairman of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting. The adjournment may be from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting which the adjournment took place.

11.4 If a general meeting is adjourned for 14 days or more. The secretary must give written notice of the adjourned meeting to each member of the association. The notice must state the date, time and place of the meeting and the nature of the business to be transacted at the meeting. Adjournments of less than 14 days do not require notice to be given.

12. **Funds**

12.1 Source

The funds of the association are to be derived from entrance fees, life and annual subscriptions of members, donations, and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines. Including, within the committee's discretion to levy members from time to time for specific one-time costs.

12.2 Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.

12.3 The Treasurer of the association must sign all cheques, drafts, and bills of exchange, promissory notes and other negotiable instruments.

12.4 All monies received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank account. The Treasurer must as soon as practicable after receiving money, issue an appropriate receipt. The Account will be audited on an annual basis.

13. **Winding Up of the Association**

In the event of a decision (being a unanimous decision) of members of the association is taken to wind up the association then;

a. All funds and assets of the association in surplus after all liabilities have been met are to be donated to the RASC/RCT Association.

14. **By Laws**

The committee may publish and promulgate by-laws, which will guide the association and its members in matters of administration, behaviour, standard of dress etc. By-laws can only be rescinded, altered or added to by a resolution of members of the association at a general meeting. Such by-laws may only be accepted if they do not conflict with this constitution or contravene the laws of the land and are not contrary to the aims and objects of the association.

15. **Alteration of Objects and Constitution**

The statement of objects and this constitution may be altered, rescinded or added to only by a special resolution of the association at an annual general meeting.

16. **Custody and Inspection of Books**

Except as otherwise provided by these rules the Secretary must keep in his or her control all records, books and other documents relating to the association. The records, books and other documents of the association must be open to inspection, free of charge by a member of the association at any reasonable hour.

17. **Service of Notices**

For the purposes of these rules, a notice may be served by or on behalf of the association on any member either personally or by sending it in the register of members. If a document is sent to a person by properly addressing, pre paying and posting to the person a letter containing the document, the document is, unless the contrary is proved, taken to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

Appendix

(Rule 10.7)

Form of Appointment of Proxy

I……..

(full name)

Of……...

(address)

being a member of……..

(name of association)

hereby appoint……

(full name of proxy)

Of…….....

……

(address)

Being a member of the association, as my proxy to vote for me on my behalf at the meeting of the association to be held on…… and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against (delete as required) the resolution

…….

Signature of Member appointing proxy.