

RAF Association

One Member One Vote

Briefing note for Area Conferences
and Annual Conference



Executive summary

Following the 2018 Annual Conference resolution to undertake a study, a One Member One Vote (OMOV) Task Group, established as a subordinate element of the Branch and Membership Committee to take this work forward. A plebiscite, undertaken over the period 2 October to 4 November 2018, validated a voting process and which, advantageously, allowed members to respond whether they were in favour, or not in favour, of the OMOV initiative itself. Some 66,784 members were asked to respond to the plebiscite, 10,549 responded, representing 16 per cent of those contacted. By comparison, the number of members who attended branch AGMs in 2018 was circa 5,000 representing 7.5 per cent of the membership and of those branches who attended conference circa 2,132 members were consulted (Table 1). In framing 'the question' it was proposed that all members of the Association have the right to vote on Association elections and resolutions through a plebiscite. That is each member should have the opportunity to vote directly on any raised issue. In the final analysis, 23 per cent were against any change to the current system in place, while 77 per cent were in favour of the proposed change.

Introduction

Annual Conference 2018 approved the following resolution:

"This Conference resolves that Council should undertake a study into the feasibility, whereby, all members of the Association have the right to vote on Association elections and resolutions, through a plebiscite (a direct vote) of all of the membership. Reporting back its findings, along with any details of any proposed changes (if appropriate) to the Association's governance documents and administrative structure, to effect the findings, to Annual Conference 2019."

Proposed by: Wales, Midland and South Western Area Council and Seconded by: Scotland and Northern Ireland Area Council.

In effect, Conference has asked Council to explore the options of the members of the Association voting directly on Conference elections and resolutions.

Council delegated the task of conducting the study and the plebiscite to the Branch and Membership Committee who formed the OMOV Task Group with John Tisbury as the Chair (Chairman Wales, Midland and South Western Area Council).

Most comments received to date have been included in the consultation document

Please forward all responses to secgen@rafa.org.uk

Consultation

Consultation with both the Privy Council and the Charity Commission has been undertaken and both bodies have given guidance. However, the proposed amendments to the Royal Charter and Rules have yet to be agreed by either body as they wish first to know that they reflect the views of the Association as a whole.

Branches are asked to note and discuss with the members of their branch all of the proposed changes. The first resolution proposed is an 'enabling resolution', this resolution confirms (or otherwise) the will of Conference to adopt the OMOV proposition.

If Conference affirm the intent from Conference 2018 to adopt the OMOV proposition, there are a series of resolutions, which amend the current Governance Handbook to facilitate OMOV. Each resolution will focus upon one section of the Handbook i.e. The Royal Charter, Rules, Byelaws, Area and Branch Regulations.

Background

WWII veterans or those who undertook National Service no longer dominate the Association's membership. In 2018, the largest single sub-group of the membership are those who are currently serving, overtaking life members for the first time. Serving members are the active branch members of the future if we effectively manage their interactions with the Association during their service career.

Currently, each branch can send a delegate to Conference to represent the view of branch members (which in some cases can be hundreds), but individual branch members do not have a personal vote and are not consulted by their branch delegate. Furthermore, many branches do not send a delegate to represent their branch, which means that many members do not have any means of influencing the decisions that affect the future of the Association.

Attendance at Annual Conference has steadily declined. Since a peak of 58 per cent of branches attending Conference in 2000, this has fallen to 25 per cent in 2018. In reality, this decline is more significant when analysing the actual number of branches attending; 335 attended in 2000 with only 105 attending in 2018, some 31 per cent of the year 2000 attendance.

Table 3 illustrates the decline in the number of branches since 2007, 86 branches (net) have closed in 11 years, 2019 will see the Association in the 'three hundreds', with a corresponding reduction in the numbers of members who regularly attend branch meetings. OMOV is one response to engage with the wider and growing membership to 'future proof' the Association from societal changes that are impacting upon the traditional branch network.

As part of the feasibility study, an independent election provider called Mi-Voice managed the consultation process. Association members were able to express their views between 2 October 2018 and 4 November 2018. Members were made aware of the feasibility study through:

- a)** Published articles in Air Mail and Area newsletters
- b)** The Association Member's Portal
- c)** Directly via email
- d)** Directly via letter (where no email address was available)

The question presented to Association members was as follows:

Following Annual Conference 2018, it was proposed that all members of the Association have the right to vote on Association elections and resolution through a plebiscite. That is, each member has the opportunity to vote directly on any raised issue. Are you:

- A)** In favour of this change
- B)** Against this change

Although the primary objective of this feasibility study was to pilot the plebiscite process and understand how members may vote, there were additional data gathered about respondents that could provide additional insight into the Association membership.

The dataset provided the following information about Association members:

- a)** Whether they received Air Mail
- b)** Their home branch
- c)** Their home branch area
- d)** Age
- e)** The method through which they responded to the consultation (online, paper or no response)
- f)** How they responded (in favour of this change/ against this change)

In total data from 66,784 people was available for analysis.

Data cleansing

Prior to analysis, the data was reviewed for anomalies and other unreliable information and cleansed.

Findings

Overall vote

Of the 66,784 people whose data was included in the data set, 10,549 voted, giving a response rate of 16 per cent. Of those who responded, 23 per cent (n = 2,401) were against this change and 77 per cent (n = 8,148) were in favour of this change.

Breakdown by branch

The 66,784 members represented 414 branches. The highest percentage of non-responders (i.e. members who did not respond to the consultation) were in the headquarters area (89 per cent) with the lowest percentage of non-responders belonging to overseas branches (78 per cent). The comparison to the number of members who actually attended a branch AGM and had the opportunity to propose or discuss a resolution shows that although the branch membership may be in the many '000s the numbers attending the AGMs are relatively small. In broad terms 50 per cent more members engaged in the OMOV process than attended their branch AGM in 2018. Further details are in Table 1.

Table 1. Responders And Non-Responders By Branch Area (N = 66,784)

Branch area	Number of members	Attendance at AGMs 2018 ¹	% Attendance at AGMs 2018 ²	% of Voters
Headquarters Area	2,274	0	n/a	11
Northern Area	11,891	582 ³	8.7	14
Wales, Midland and South Western Area	16,824	1,244	7.4	15
South East and Eastern Area	28,950	2,548	8.6	17
Scotland and Northern Ireland Area	4,250	376	8.8	17
Overseas Area inc. European	2,595	279	10.8	22
Total	66,784	5,029	7.5	16

¹ Figures sourced from branch AGM minutes

² Calculated as a percentage of the total number of members contacted

³ The Northern Area was only able to confirm AGM records for 37 of the 68 branches. Extrapolating the 582 NA branch members who attended AGMs with the combined total branch membership of those for whom AGM data was available, suggests that 8.65 per cent of the membership were represented at branch AGMs.

405 branches were represented through members who responded (98 per cent of branches in the dataset). Branches/RMGs whose members did not respond at all included:

- a) Athens (19 members)
- b) Trinidad and Tobago (seven members)
- c) Blackheath/Charlton RMG (seven members)
- d) Matabeleland (five members)
- e) Reigate and District RMG (three members)
- f) East London (two members)
- g) High Peak RMG (two members)
- h) Ilminster and Chard RMG (two members)
- i) Nairn (two members)

The largest number of members who responded were members of the South East and Eastern Area, composing almost half (46 per cent) of the total members responding.

Table 2. Consultation results by branch area (N = 10,549)

Branch Area	Number of members responding	Against this change (%)	In favour of this change (%)
South East and Eastern Area	4,871	23	77
Wales, Midland and South Western Area	2,501	23	7
Northern Area	1,645	20	80
Scotland and Northern Ireland Area	722	23	77
Overseas inc. European	567	31	69
Headquarters Area	243	18	82
Total	10,549	23	77

The branch area with the fewest responses was the Headquarters Area (n = 243), representing 2 per cent of total members responding.

In terms of the consultation result, it is of note that the highest proportion of members against this change were members of overseas branches (31 per cent did not support this change). This is noticeably higher than other areas, where the "against" vote proportion ranged between 18 per cent - 23 per cent.

Members' response and annual conference representation

Whilst 10,549 members provided a response, a small number (c75) provided further narrative with their response. Most saw the consideration of an OMOV system as positive and a step forward for the Association.

Over the last 11 years, 105 branches have closed (21.8 per cent), resulting in fewer delegates and members attending Conference each year (see Table 3).

The largest number of branches attending Conference was 196 in 2007, which has almost halved to 105 branches in 2018.

The data gathered as part of this feasibility study has represented 405 branches, which is almost four times the number of branches represented at Conference 2018.

Table 3. Branch attendance at conference 2007-2018

Year	Active branches	Branches attending	% Attendance
2007	500	196	39
2008	488	177	36
2009	478	168	35
2010	467	164	35
2011	456	162	36
2012	440	153	35
2013	433	140	32
2014	419	139	33
2015	412	121	29
2016	393	132	34
2017	395	122	30
2018	414	105	25

Breakdown by age

This section presents the results from the 51,915 members with available age data. Figure 1 gives an overview of the data analysed.

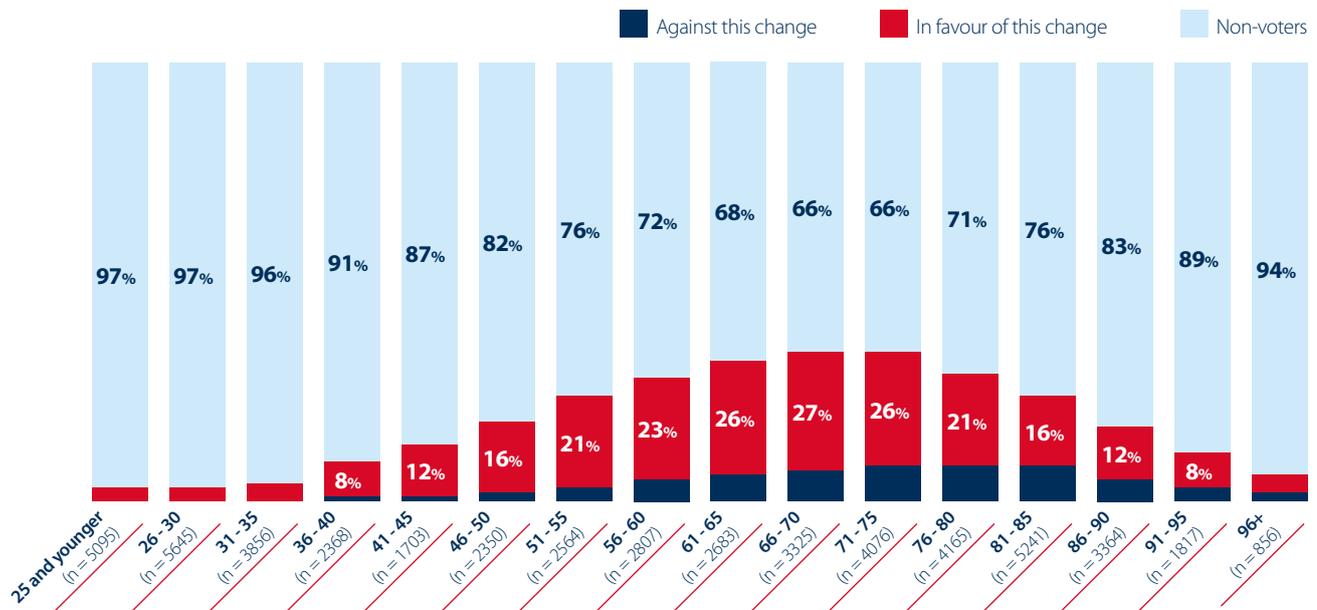


Figure 1. Proportion of non-responders and responders (including direction of response) by age (n = 51,915)

The age groups with the largest number of members were ages 26 – 30 (n = 5,645), ages 81 – 85 (n = 5,241) and ages 25 and younger (n = 5,095). Figure 2 gives more information about the ages of members.

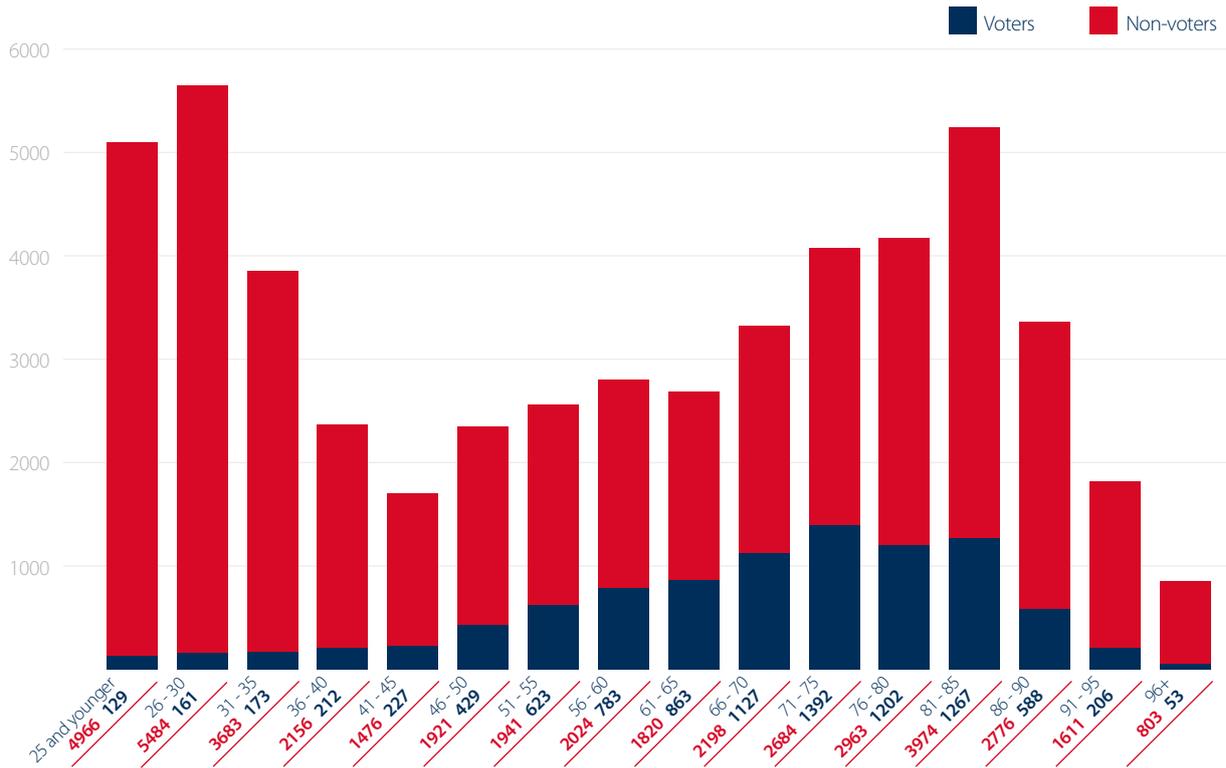


Figure 2. Ages of voters and non-voters (n = 51,915)

While these age groups have the greatest number of members, the age groups with the highest proportion of members responding were ages 66 – 70 (34 per cent), ages 71 – 75 (34 per cent) and ages 61 – 75 (32 per cent).

Though ages 25 and younger had the lowest number of members responding (n = 129), the proportion of these who voted in favour of this change was the highest (91 per cent) followed by those ages 41 – 45 (89 per cent) and ages 31 – 35 and 36 – 40 (both 88 per cent in favour of this change).

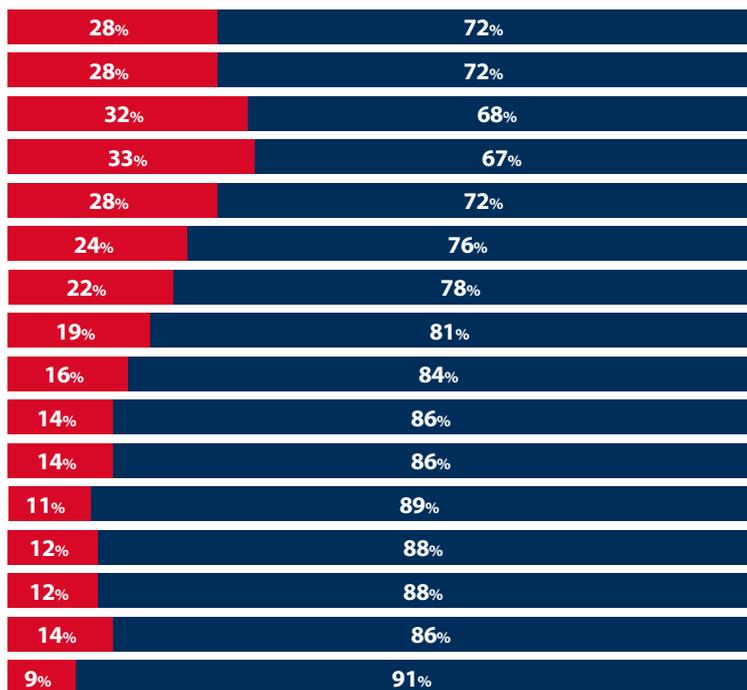


Figure 3. Consultation results by age of member responding (n = 9435)

■ In favour of this change
■ Against this change

The highest proportion of those responding against this change were those ages 81 – 85 (33 per cent) and 86 – 90 (32 per cent) (See Figure 3 for further information).

Breakdown of response method

Of the 10,549 members who responded, the majority voted online (n = 8,829; 84 per cent). The remainder submitted their response through a paper ballot (n = 1,720; 16 per cent).

Table 4. Breakdown of mailing method and response method (n = 10,549)

Mailing methods	Number of recipients	Number of voters	% Online vote	% Paper ballot
Air Mail recipient	52,432	8,859	87	13
Non-Air Mail (email)	7,019	966	100	0
Overseas	129	17	41	59
Overseas plain cover	7	0	0	0
UK Non-Air Mail no email	7,139	702	19	81
UK Plain Cover	58	5	0	100
Total	66,784	10,549	84	16

It is unsurprising to see that members contacted by email responded online and the majority of those contacted through non-electronic methods completed a paper ballot (see Table 4 for further details).

The Task Group considered the following factors in producing the proposals to Conference:

Purpose of Annual Conference

Conference is the Association's AGM, it is the means by which, the members hold Council to account and debate and decide on matters of significant importance to the Association. It is good governance for all organisations to have an annual general meeting (or something equivalent). The objective behind OMOV is not to undermine Conference but to promote a wider democratic reach so that each individual member of the Association has an opportunity to engage and vote, rather than decisions made by branch delegates on behalf of the wider membership.

Conference business

Is prescribed in the Rules (R21). Items marked with an * are mandatory (Conference business shall comprise), others are discretionary (may comprise)

1) Ordinary (annual) business

- a) Considering the Council report for the previous year* (Annual Trustees Report and Chair's address)

- b) Consideration of the annual accounts and auditors report* (Annual Accounts and Treasurer's address)

- c) Election of the auditor*

- d) Consideration of the annual plan* (Secretary General's address)

2) Elections

- a) Announcing the results of triennial Council elections (by post)*
- b) Council Officer elections (President, Chair and Treasurer) – triennially or casual vacancy*
- c) Triennial ACC elections (by post)*
- d) Life Vice President/Vice President elections (honorary positions)

3) Resolutions

- a) Via branches (approved at the branch AGM)
- b) Via Area Councils (approved at Area Conference)
- c) Via Council (approved by Council)

Resolutions may relate to removal of Council members, changes to Royal Charter, Rules, Byelaws and Standard Regulations

- 4) Discussion of issues of general policy

The main proposals

Voting methods

As stated above, the intention behind OMOV is to promote wider democratic engagement by revising the voting arrangements. The Association's Governance Handbook already provides for two means of voting, with postal voting for elections with an announcement at Conference and voting in person at Conference on resolutions - although only branches vote.

Other large membership organisations have adopted processes which support the AGM business but permit engagement and voting directly with a large and geographically dispersed membership. For example the National Trust which has 'one member one vote' and the following means of voting:

- a) In person or by proxy at the AGM (on presentation of membership card)
- b) Postal voting
- c) Online voting

For elections, the National Trust governance rules only allow postal / online voting in advance, the result is reported at the AGM. This is the same approach adopted by the Association with postal voting. Voting on resolutions at the National Trust (which include adopting accounts, reappointing auditors and members' resolutions) can be done in advance by post or online but the resolutions are also subject to debate, discussion and voting in person at the AGM, with results being announced on the day. As with our Conference, the National Trust's AGM is streamed live.

The proposal of the Task Group is that votes on all elections and resolutions should be cast by post or online in advance of Conference with the vote results announced at Conference. The test process carried out by Mi-Voice in late 2018 demonstrated that this process was viable. Further details on how it is proposed to deal with Conference business in future is set out on page ten.

Determining eligibility to vote

To facilitate OMOV a cut-off date for membership would need to be established to identify which members would be eligible to vote. The date will need to take into account the period required to prepare and issue voting papers while reducing the likelihood for memberships to have lapsed between the issue of voting papers and Conference. The date proposed is 31 March, i.e. an individual would have to be an Ordinary, Life or Associate member of the Association as at 31 March 2020 to be eligible to vote on Conference 2020 business.

Discussion and debate of resolutions

Voting on Council elections has been by post, for branches for a number of years, if OMOV were, adopted elections would be via a vote of the members. Candidates' nominations accompanied by supporting statements set out the individuals' experience, achievements and what they hope to achieve are distributed in advance to support decision-making. The same process would work for online voting. The Task Group recognised that there were differences between voting in respect of elections and in respect of resolutions where debate and discussion have been an integral part of the decision making process. The following Task Group proposals have been designed to retain the element of debate and discussion within the OMOV proposition.

Currently members can bring forward a proposed resolution to their branch for debate at the branch AGM; if approved by the branch at its AGM and minuted, the resolution then becomes a 'branch resolution'. A supporting statement would accompany resolutions from the proposing branch, Area Council or Council. The relevant Area Council will have an opportunity to comment on the branch resolutions and all resolutions, shall be circulated to all Area Councils, will then be discussed and debated at the Area Conferences with an indicative vote being taken. The results of these (non-binding) votes and Council's views on resolutions would also be included when the voting papers are circulated to members. This would provide members with a wide range of views on which to base their vote.

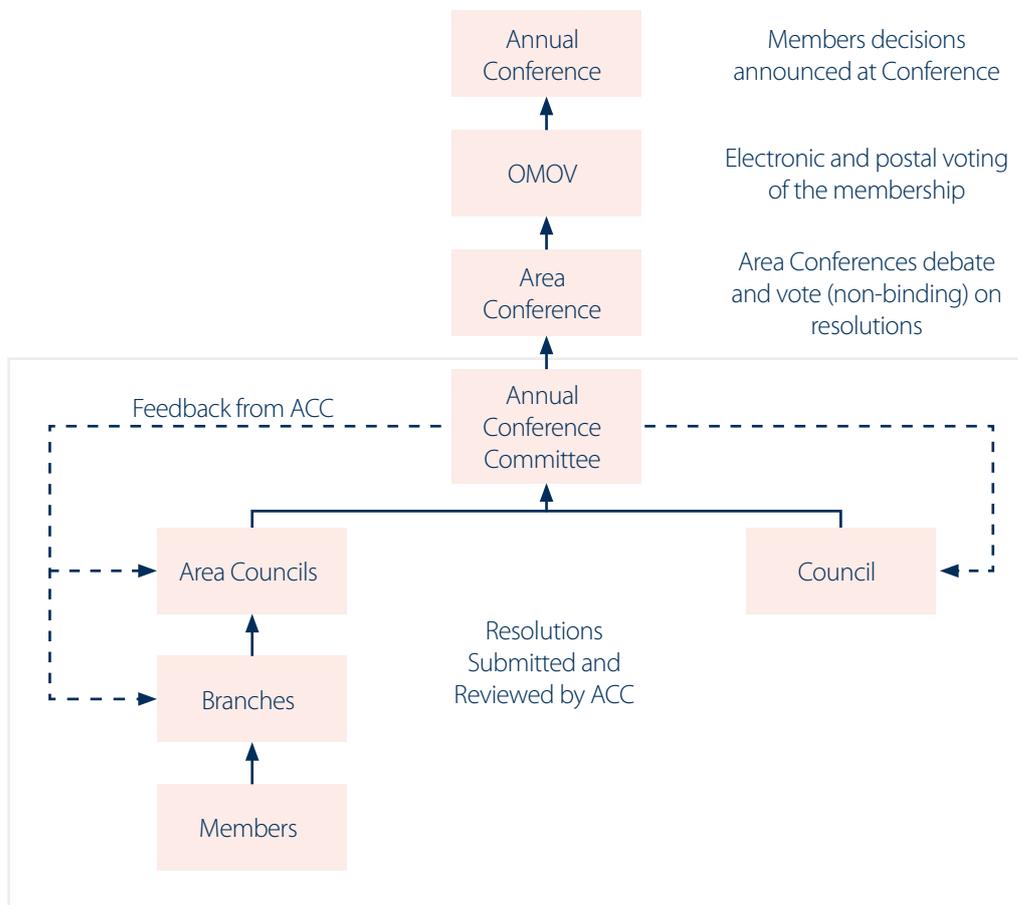
Branches, Area Councils and Council can present resolutions; the Annual Conference Committee (ACC) oversee the process and determine whether resolutions are eligible for consideration. The Task Group considered whether the right to propose resolutions should be extended to individual members. Possibly subject to support from a minimum number of members, but decided that the current approach should be retained (member to branch). There are therefore no proposals to revise who can propose a resolution for Conference. Additionally, the ACC will continue to have oversight of proposed resolutions.

Determining dates for resolutions to be proposed

Resolutions will need to be proposed in good time so they can be debated at Area Conferences. The programme for Council meetings, branch AGMs and Area Conferences has been reviewed and the new

process can be accommodated with some amendments to the timings set out in the Governance Handbook. In this respect, the separate decision of Council to move Annual Conference 2020 to 26-28 June 2020 is fortuitous. The reasoning for Council's decision was to ensure that Area Conferences were being held at least eight weeks prior to Conference in accordance with current Area Regulation 9(1); over recent years, Area Conferences have been held on later dates, which has affected the timetable for finalising Annual Conference resolutions. Pushing back the date of Conference from mid- May to late June has no impact on Conference costs.

At present, resolutions need to be submitted seven weeks before the date of Conference (i.e. giving Area offices at least one week to submit Area Conference proposals). It is proposed to extend this to ten weeks and to publish resolutions six weeks before Conference (an increase from 14 days) to give time for discussion at branches and voting.



A straw man timetable for 2020 is set out in Table 1:

Conference business in future

It is proposed that future Conference business will be dealt with as set out below:

Figure 1: Proposed Conference Business

Description (and means of voting)	Agenda item	Current reference in Governance Handbook
Ordinary annual business (sent out in the Conference pack to be voted on at Conference)	To consider and adopt the Council report for the previous year	R21(1)(a)ii
	To consider and adopt the annual accounts and auditors report	R21(1)(a)iii
	To appoint/reappoint the auditor	R21(1)(a)iv
Elections (sent out in the Conference pack to be voted on at Conference by acclaim)	Elections of the President and Chair - triennially or casual vacancy	R21(1)(a)v
	Elections of Life Vice President / Vice President (honorary positions)	R21(1)(b)i
Elections (by OMOV)	Elections of Council - triennially or casual vacancies	R21(1)(a)j and vi
	Elections of ACC - triennially	R21(1)(a)vii
Resolutions (sent out in the Conference pack to be voted on OMOV)	Via branches Via Area Councils Via Council	R21(1)(b)vii
	Resolutions may relate to removal of Council members, changes to Royal Charter, Rules, Byelaws and Regulations	R21(1)(b)iv-vii
For presentation and discussion at Conference	Annual plan	R21(1)(a)viii
	Officers' addresses	R21(1)(b)ii
	Discussions of general policy	R21(1)(b)viii

Table 5: Draft timetable

Event	Prescribed dates/ timings	Governance Handbook reference	Date
Calling notice for Annual Conference	Confirms dates and procedure for resolutions		October 2019
European Area Conference	Agree resolutions to be proposed by the European Area		November 2019
Cut-off date for new members eligible to vote		Proposed Byelaw 10(2)	31 December 2019
Council meeting	Determine Council resolutions for Conference – Council meeting dates three years in advance	-	19 February 2020
Circulation of Council resolutions to branches and Areas	These are normally circulated following the February Council meeting to enable branches and Areas to discuss prior to Conference. In 2020 the Council meeting is set for the 19 February	-	24 February 2020
Council meeting	Dates are set on a three year rolling schedule	-	19 February 2020
Area Conferences 2020	Not less than eight weeks before the date of Annual Conference (2019: 15-17, 22-24, 2x 22-24 March)	AR 9(1)	Hold by 29 March 2020
Members, Branch and Area Resolutions	Not less than ten (increased from seven under proposed changes) weeks before the date of Annual Conference (10 weeks before Conference is 18 April)	Byelaw 14 (proposed change)	30 March 2020
ACC meeting	This meeting would discuss and finalise resolutions ready for the April Council meeting	-	31 March 2020
Council meeting	Dates are set on a three year rolling schedule, this meeting decides on lines to take for Conference resolutions – this is the current date set	-	8 April 2020
Cut-off date for new members eligible to vote		Proposed Byelaw 10(2)	27 April 2020
Annual Conference agenda and reports – voting opens	Not less than six weeks (increased from 14 days) before the first day of Conference	Byelaw 15(1) Byelaw 16	15 May 2020
Voting closes	Vote open for postal and on line for four weeks		12 June 2020
Annual Conference 2020		Rule 18(1)	26, 27, 28 June 2020

Annual Conference 2019

The planned procedure for dealing with the proposals at Annual Conference 2019 together with draft resolutions for the Conference is at the final section of this document.

Queries about the draft documents

The Task Group will be pleased to answer any queries on the draft documents and to explain the reasons for the proposed changes. Queries should be sent to Leicester for attention of the Task Group. The team has taken great care to ensure that the text of the Royal Charter, Rules and Byelaws, Area and Branch Regulations is correct. However, there may be errors and the team will be pleased to be notified of them so that any necessary correction can be issued with the Conference Papers.

Action by Branch Secretary

Branch Secretaries are to take the following action:

- a)** Provide copies of the draft resolutions to Branch Committee members so that the Branch Committee can start to consider the branch response to the type of resolutions that will be put to Conference and to consider whether it wishes to put forward any resolutions of its own.
- b)** Invite the Branch Committee to take an early decision on who will be branch delegate so that the individual will have the opportunity to consider the review document in detail.
- c)** Inform the Branch Committee of the offer by the Task Group to help in drafting resolutions and answering queries.

Commentary on Review Of The Royal Charter

Preface

The structure of the governance documents of the Association is slightly different from a normal company limited liability structure in that a Royal Charter incorporates the Association not by shares or guarantee. Supporting the Royal Charter are the Rules; both of these documents not only need a two-thirds majority of delegates at the conference to endorse the change but they also require the approval of the Privy Council and possibly the Charity Commission who have the authority to amend the documents.

The Byelaws are, in effect the governance document, which enables the implementation of the Royal Charter and the Rules; the Byelaws only need the endorsement of Annual Conference with a simple majority.

Table 6: Review of the Royal Charter

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments	Feedback to consultation
<p>This is a revised format to aid comparison of the current Rules with the proposed rules. Most comments received to date have been included in the consultation document</p> <p>Please forward all responses to secgen@rafa.org.uk</p>			
The Royal Charter			
<p>13. OFFICERS</p> <p>There shall be as Officers of the Association a President and a Treasurer, a Chairman and Vice-Chairman of the Council and a Chairman of the Executive Committee.</p>	<p>There shall be as Officers of the Association a President and a Treasurer, a Chairman and Vice-Chairman of the Council.</p>	<p><i>This removes a reference to the Executive Committee, missed in 2016.</i></p>	
<p>24. SPECIAL RESOLUTION</p> <p>For the purposes of Articles 22 and 23 of this Our Charter a Special Resolution means a Resolution of which due notice shall have been given to a Conference of the Association and which has been passed by a two-thirds majority of the delegates at the Conference, entitled to vote and voting.</p>	<p>For the purposes of Articles 22 and 23 of this Our Charter a Special Resolution means a Resolution of which due notice shall have been given to a Conference of the Association and which has been passed by a two-thirds majority of the Members, entitled to vote at the Conference and voting.</p>	<p><i>Members rather than Conference delegates become the decision makers.</i></p>	
<p>26. SURRENDER OF CHARTER</p> <p>The Council may, with the sanction of not less than two-thirds of the Branches represented and voting at a Special Conference called for that purpose, after proper notice given, determine to surrender the Charter or any Supplemental Charter and dissolve the Association, subject to the sanction by Us, Our Heirs or Successors in Council and upon such terms as We or They may consider fit, and wind up the affairs of the Association and in such winding up shall realise the whole of the Association's assets and after discharging all lawful liabilities shall devote the remaining assets, if any, according as the Conference authorising the dissolution may direct or, failing such authorisation, as the Council may decide in pursuance of any instructions given to it by such Conference or failing such instructions as the Council shall think expedient.</p>	<p>The Council may, with the sanction of not less than two-thirds of Members entitled to vote and voting at a Special Conference called for that purpose, after proper notice given, determine to surrender the Charter or any Supplemental Charter and dissolve the Association, subject to the sanction by Us, Our Heirs or Successors in Council and upon such terms as We or They may consider fit, and wind up the affairs of the Association and in such winding up shall realise the whole of the Association's assets and after discharging all lawful liabilities shall devote the remaining assets, if any, according as the Conference authorising the dissolution may direct or, failing such authorisation, as the Council may decide in pursuance of any instructions given to it by such Conference or failing such instructions as the Council shall think expedient.</p>	<p><i>Branch representation at Conference is no longer necessary. Members rather than Conference make the decision.</i></p>	

Table 7: Review of the Rules

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>Rule 1. Definitions</p> <p>1) In these Rules words and expressions to which meanings are assigned by the Charter shall have the same respective meanings.</p> <p>2) In these Rules unless the subject or context otherwise require:</p> <p>a) 'Air Cadet Organisation' (ACO) means aviation related uniformed youth organisations including but not limited to: the RAF Air Cadets (comprising the Air Training Corps and the Combined Cadet Force (RAF)), Girls Venture Corps Air Cadets, Air Scouts and Air Explorer Scouts;</p> <p>b) 'Article' is a reference to an Article of the Charter;</p> <p>c) 'Area Director' means the employee appointed to be the secretary of an Area Council and administrator of an Area;</p> <p>d) 'The Association' means the Royal Air Forces Association;</p> <p>e) 'The Byelaws' means the Byelaws made by the Council, under the authority of these Rules, which may be useful or desirable for carrying out or facilitating any of the purposes or provisions of the Charter and Rules;</p> <p>f) 'Chairman' means the Chairman of the Council;</p> <p>g) 'Charter' means the Royal Charter, as it may be amended from time to time;</p> <p>h) 'Charities Act' means the Charity Act of 2011 and/ or the Charities & Trustee Investment (Scotland) Act 2005, (as they may be amended, extended or re-enacted from time to time) as applicable;</p> <p>i) 'Civil Partner' means same-sex couples who have entered into a civil partnership formally recognised by law under the Civil Partnership Act 2004. In addition to civil partnerships formed in the UK, the Act recognises some overseas relationships, in particular the specified relationships listed in its Schedule 20 of the Act;</p> <p>j) 'Connected Person' means, in relation to a Council Member, a person with whom the Council Member shares a common interest such that they may reasonably be regarded as benefiting directly or indirectly from any material benefit received by that person, being either a member of Council Member's family or household or a person or body who is a business associate of the Council Member, and (for the avoidance of doubt) does not include a company with which the Council Member's only connection is an interest consisting of no more than 1% of the voting rights;</p>	<p>Delete:</p> <p>1(2)(m) and</p> <p>1(2)(s) – renumber accordingly</p>	<p><i>With OMOV, the concept of Conference delegates is no longer required.</i></p> <p><i>OMOV directly enfranchises members so this is no longer necessary.</i></p>

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>k) 'Council' means the governing body of the Association established by Article 14 of the Charter and constituted in accordance with the Charter and these Rules; for the avoidance of doubt the Council is the charity governing body and the members of the Council are the charity trustees of the Association;</p> <p>l) 'Council Member' means a Member of the Council as defined in Rule 14 who is also a trustee of the Association;</p> <p>m) 'Delegate' means the member authorised to vote on behalf of the Branch, in elections or Conference, by post, electronically or in person;</p> <p>n) 'Investment Manager' means an individual, company or firm who is authorised to give investment advice under the Financial Services and Markets Act 2000 (as it may be amended, extended or re-enacted from time to time);</p> <p>o) 'Independent Examiner' means an independent person who is reasonably believed by the Council, Area, Regional or Branch Committee to have the requisite ability and practical experience to carry out a competent examination of the accounts;</p> <p>p) 'Member' and 'Membership' refers to membership of the Association;</p> <p>q) 'Officers' means the Council Members referred to in Article 13 of the Charter and Rule 21;</p> <p>r) 'Patron' means a Patron of the Association;</p> <p>s) 'Pop-up Branch' means a Branch formed solely at Annual Conference for the purpose of enfranchising members on Central or Area Rolls;</p> <p>t) 'President' means the President of the Association;</p> <p>u) 'Registered Members Group' (RMG) means a group of members constituted in accordance with Rule 42;</p> <p>v) 'Rules' means the rules annexed to the Charter, as they may be amended from time to time, and 'Rule' refers to a particular rule;</p> <p>w) 'Secretary General' means the person appointed to that office in accordance with Rule 15;</p> <p>x) 'Standard Regulations' means regulations made in accordance with Rule 5;</p> <p>y) 'Taxable Trading' means carrying on a trade or business on a continuing basis which is for the principal purpose of raising funds rather than for the purpose of actually carrying out the Object, unless the income of the Association from that trade or business is exempt from tax by reason of any legislation from time to time in force;</p>		

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>z) 'Treasurer' means the Treasurer of the Association;</p> <p>aa) 'UK legislation and regulation' means such legislation that may be enacted from time to time by the UK Government and/or other relevant devolved administration;</p> <p>bb) 'Vice-Chairman' means the Vice-Chairman of the Council;</p> <p>cc) 'Vice-President' means a Vice-President of the Association;</p> <p>dd) 'Virtual Branch' means a non-geographic based Branch constituted in accordance with Rule 29 to cater for the interest of special interest groups.</p> <p>3) Use of the singular includes the plural and vice versa;</p> <p>4) Use of any gender includes the other genders; and</p> <p>5) Any reference in the Charter, Rules or Byelaws to an enactment includes reference to that enactment as re-enacted or amended, from time to time, and to any subordinate legislation made under it.</p>		
<p>Rule 8. Membership – Rights, Privileges and Conditions</p> <p>1) Provided they have paid the annual subscription to the Association, an Ordinary, Associate or Life Member has full voting and deliberative rights, at the Branch(es) where they are a registered member; they are welcome to attend meetings of other Branches, Annual and Area Conferences but have no voting rights unless specifically elected or appointed.</p> <p>2) A Junior Member is welcome to participate in Branch meetings, Area and Annual Conferences but has no voting rights.</p>	<p>Amend 8(1):</p> <p>1) Provided they have paid the annual subscription to the Association, a Member has:</p> <p>a) Full voting and deliberative rights, at the Branch(es) where they are a registered member;</p> <p>b) The right to attend Annual and / or Special Conferences, to vote on Conference Business (whether in person, by post or electronically; and</p> <p>c) The right to attend meetings of other Branches, and Area Conferences but have no voting rights unless specifically elected or appointed.</p>	<p><i>This is the key change to give effect to OMOV – the individual right to vote on Conference business. Members already have the right to attend Conference.</i></p>

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>Rule 14. Council – Composition</p> <p>1) The Council shall consist of the following:</p> <ul style="list-style-type: none"> a) The Officers of the Association; b) Elected Members: Members elected by delegates at the Annual Conference and by each Area Council from amongst their number as prescribed in the Byelaws; c) Appointed Members: up to three members appointed by the Royal Air Force as prescribed in the Byelaws and one member appointed by the RAF Benevolent Fund; d) All Vice-Presidents of the Association elected at the Annual Conference; and e) Up to four individuals co-opted by the Council. <p>2) Persons elected or appointed to Council are the Trustees of the Royal Air Forces Association.</p> <p>3) All members of Council shall have full voting and deliberative powers.</p>	<p>Amend 14(1) (b):</p> <ul style="list-style-type: none"> b) Elected Members: Members elected by the Annual Conference and by each Area Council from amongst their number as prescribed in the Byelaws; 	<p><i>Replaces the notion of Conference delegates making decisions with members.</i></p>
<p>Rule 19. Conference – Representation</p> <p>1) Subject to meeting such conditions as may be prescribed by the Byelaws, a Branch shall have the right to be represented at any Conference of the Association by the number prescribed by the Byelaws of delegates, who shall have such voting rights as shall be prescribed by the Byelaws.</p> <p>2) The membership qualification for attendance, as a voting delegate at Conferences, shall be as prescribed by the Byelaws.</p> <p>3) An Area Council shall have the right to be represented at any Conference of the Association by one Member of the Area Council, who shall be entitled to move and second resolutions and take part in all discussions, but shall have no voting powers.</p>	<p>1) Subject to meeting such conditions as may be prescribed by the Byelaws, a Branch shall have the right to be represented at any Conference of the Association, but this shall be without prejudice to the right of an individual member to attend and vote at Conference as shall be prescribed in the Byelaws.</p> <p>2) The membership qualification for attendance at Conferences, and voting on Conference business shall be as prescribed by the Byelaws.</p> <p>3) An Area Council shall have the right to be represented at any Conference of the Association by one Member of the Area Council.</p> <p>Delete Rule 20 and renumbers subsequent Rules accordingly.</p>	<p><i>This retains the right of branches to send a representative to Conference whilst still preserving OMOV.</i></p> <p><i>This is important to determine the cut-off date for when a new member can attend and vote.</i></p> <p><i>This retains the current right for Area Councils to have representation at Conference.</i></p>

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>Rule 20. Conference – Rights Of Life Vice-Presidents, Officers, Members Of Council And Employees</p> <p>1) The Officers of the Association, the Life Vice-Presidents and the Members of the Council shall be members of any Annual or Special Conference, and shall be entitled to move and second resolutions and take part in all discussions, but shall have no voting powers.</p> <p>2) No Officer of the Association, Life Vice-President or Member of the Council, or paid employee of the Association, shall be eligible for appointment as a delegate to an Annual or Special Conference.</p>	<p>Delete Rule 20 and renumbers subsequent Rules accordingly.</p>	<p><i>All Officers, Members of the Council and Life Vice Presidents are required to be members of the Association and therefore have the same rights with regard to Conference as any other member under OMOV.</i></p>
<p>Rule 21. Conference – Conference Business</p> <p>1) The business to be transacted at an Annual Conference:</p> <p>a) Shall comprise:</p> <ul style="list-style-type: none"> i. Announcing the results of the elections of the Elected Members of Council; ii. Consideration of the Report from the Council for the past year; iii. Consideration of the Annual Accounts and of the Auditor's Report; iv. Election of the Auditor; v. Election of the President, the Treasurer of the Association and the Chairman of the Council to fill any vacancy; vi. Election of the Elected Members of the Council to fill any casual vacancy; vii. Election of the Elected Members of the Annual Conference Committee; and viii. Consideration of the annual plan. <p>b) May comprise:</p> <ul style="list-style-type: none"> i. Election of Life Vice-Presidents and Vice-Presidents; ii. The Officers of the Association address to conference; iii. The Secretary General's address to Conference; iv. Review of and, if thought appropriate, amendment of the Charter or Rules; v. Review of and, if thought appropriate, amendment of the Byelaws and Standard Regulations; vi. Removal from office of Officers of the Association and Members of the Council; vii. Consideration of any Council, Area or Branch Resolution of which due notice has been given and which is not excluded by the Rules of Procedure; and viii. Discussion of issues of general policy. 	<p>Rule 20. Conference – Conference Business</p> <p>1) The business to be transacted at an Annual Conference:</p> <p>a) Shall comprise announcing the results of the:</p> <ul style="list-style-type: none"> i. Elections of the Elected Members of Council; ii. Consideration of the Report from the Council for the past year; iii. Consideration of the Annual Accounts and of the Auditor's Report; iv. Appointment / reappointment of the Auditor; v. Election of the President, the Treasurer of the Association and the Chairman of the Council to fill any vacancy; vi. Election of the Elected Members of the Council to fill any casual vacancy; and vii. Election of the Elected Members of the Annual Conference Committee. <p>b) Shall comprise consideration of the annual plan.</p> <p>c) May comprise:</p> <ul style="list-style-type: none"> i. Announcing the results of the election of Life Vice-Presidents and Vice-Presidents; 	<p><i>Changes made to facilitate voting in elections in advance of the Conference meeting itself – as per the current process for the election of elected Council members.</i></p> <p><i>All votes will be cast in advance of Conference itself with results being announced at Conference.</i></p> <p><i>Additionally, Officers and the Secretary General may address Conference ((c) ii and (c) iii) and this will include consideration of the annual plan (b). Annual Conference may also be used as a forum for the discussion of general policy ((a) viii).</i></p> <p><i>This reflects that communication will need to be with members individually not only branches.</i></p> <p><i>The current paragraph five is no longer required as individual member's right to vote will be determined in accordance with the Association's CRM system.</i></p>

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>2) The business of a Conference, including the timetable and the order in which resolutions are discussed, shall be regulated by Rules of Procedure, which are to be drawn up by an Annual Conference Committee, established in accordance with the Rules and Byelaws.</p> <p>3) The procedure for voting, the method of nomination for election, the period of notice for resolutions, the formulation of the agenda and the information to be provided to Branches in relation to Conferences shall be such as shall be prescribed by the Byelaws.</p> <p>4) No business, other than that stated in the request for a Special Conference, shall be transacted at a Special Conference.</p> <p>5) No objection may be raised to the qualification of any person voting at Conference except at the meeting or adjourned meeting at which the vote objected to, is tendered, and every vote not disallowed at the meeting is valid. Any such objection must be referred to the chairman of the meeting whose decision is final.</p>	<p>ii. The Officers of the Association address to conference;</p> <p>iii. The Secretary General’s address to Conference;</p> <p>iv. Announcing the results of the review of and, if appropriate, amendment of the Charter or Rules;</p> <p>v. Announcing the results of the review of and, if appropriate, amendment of the Byelaws and Standard Regulations;</p> <p>vi. Announcing the results of the vote to remove from office of Officers of the Association and Members of the Council;</p> <p>vii. Announcing the results of any Council, Area or Branch Resolution of which due notice was given and which was not excluded by the Rules of Procedure; and</p> <p>viii. Discussion of issues of general policy.</p> <p>2) The business of a Conference, including the timetable and the order in which resolutions are discussed, shall be regulated by Rules of Procedure, which are to be drawn up by an Annual Conference Committee, established in accordance with the Rules and Byelaws.</p> <p>3) The procedure for voting, the method of nomination for election, the period of notice for resolutions, the formulation of the agenda and the information to be provided to Members in relation to Conferences shall be such as shall be prescribed by the Byelaws.</p> <p>4) No business, other than that stated in the request for a Special Conference, shall be transacted at a Special Conference.</p>	

<p>The Governance Handbook of the Royal Air Forces Association</p>	<p>Proposed One Member One Vote (OMOV) changes</p>	<p>Comments</p>
<p>Rule 22. Conference – Annual Conference Committee The prescribed number of Ordinary, Life or Associate Members of the Association to be elected triennially to the Annual Conference Committee by postal ballot by Branches shall be in the Byelaws. The composition of the Annual Conference Committee shall be prescribed in the Byelaws.</p>	<p>Rule 21. Conference – Annual Conference Committee The prescribed number of Members of the Association to be elected triennially to the Annual Conference Committee shall be in the Byelaws. The composition of the Annual Conference Committee shall be prescribed in the Byelaws.</p>	<p><i>It is no longer necessary to prescribe the process for ACC elections.</i></p>
<p>Rule 42. Registered Members Groups</p> <ol style="list-style-type: none"> 1) Members of a Branch which is closing may form a Registered Members Group (RMG). 2) Members of an RMG will be recorded in the Register of Members as prescribed in the Byelaws. 3) The Members of an RMG will nominate a Member to act as the point of contact with the Area headquarters. 4) RMGs will hold no funds belonging to the Association, nor shall they receive a membership or a fundraising rebate, nor shall they hold or operate a bank account in the name of an RMG. 5) An RMG may send a representative to Annual Conference who shall be entitled to take part in all discussions but shall have no voting powers. 6) Members of an RMG are not eligible for appointment as a delegate to an Annual or Special Conference. 7) Subject to the prior approval of Council, RMGs may reform into a Branch. 	<p>Rule 41. Registered Members Groups</p> <p>Delete (5) and (6) renumber accordingly</p> <ol style="list-style-type: none"> 1) Members of a Branch which is closing may form a Registered Members Group (RMG). 2) Members of an RMG will be recorded in the Register of Members as prescribed in the Byelaws. 3) The Members of an RMG will nominate a Member to act as the point of contact with the Area headquarters. 4) RMGs will hold no funds belonging to the Association, nor shall they receive a membership or a fundraising rebate, nor shall they hold or operate a bank account in the name of an RMG. 5) Subject to the prior approval of Council, RMGs may reform into a Branch. 	<p><i>It is no longer necessary to consider the eligibility of an RMG to participate and vote at Conference as members have individual rights to vote and attend.</i></p>

Table 8: Review of the Byelaws

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
Byelaws		
<p>Byelaw 7. Membership – Subscriptions</p> <p>1) Members shall pay such annual subscription as appropriate to their class of membership as determined by the Association at an Annual Conference.</p> <p>2) Members’ first annual subscription shall be due on receipt on application.</p> <p>3) Subsequent annual subscriptions of members who joined the Association prior to 1 January 2017, shall be due on the first day of January in each year; for members joining after 1 January 2017, subsequent annual subscriptions shall be due on the anniversary of their joining (or on such other date as may be determined by the Council subject to subsequent approval by Annual Conference).</p> <p>4) The prescribed period after the first day of January in each year or the anniversary of their joining (or such other date as may be determined by Council subject to subsequent approval by Annual Conference) at the expiration of which membership ceases if the subscription has not been paid, shall be one month.</p> <p>5) Members are only required to pay one annual subscription as prescribed, regardless of the number of Branches with which they are registered.</p> <p>6) A member who can prove, each year, they are unable, for whatever reason, to keep paying their annual and branch subscription may be permitted by the Branch Committee to remain a member, despite non-payment of such subscription, on terms set by that Branch Committee. The Branch is responsible for providing, solely from the branch subscriptions paid by other members of that Branch, the portion of the membership fee due in respect of any member so excused.</p>	<p>Amend:</p> <p>1) Members shall pay such annual subscription as appropriate to their class of membership as determined by the Council.</p> <p>3) Subsequent annual subscriptions of members who joined the Association prior to 1 January 2017, shall be due on the first day of January in each year; for members joining after 1 January 2017, subsequent annual subscriptions shall be due on the anniversary of their joining (or on such other date as may be determined by the Council).</p>	<p><i>Reflects a Conference decision in 2006, which gave authority to Council to approve increases in membership subscriptions, providing that any proposed increase exceeding RPI/CPI is determined by the Association at an Annual Conference.</i></p>

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>7) Branches must forward the full amount of any subscriptions received for members to the Headquarters. Part of each subscription for a member of a Branch will be returned to the home Branch, at the beginning of each subscription year, based on the membership of the Branch at the end of the previous subscription year.</p> <p>8) The membership rebate for those on an Area Roll will be allocated within the Association's budget to facilitate events within the Area (including Regions) at the discretion of the Area Council.</p> <p>9) A Branch may determine, at an Annual General Meeting, Members shall pay an additional annual amount to the Branch for its funds.</p>		
<p>Byelaw 10. Conference – Representation</p>	<p>Delete 10(2) and (3) and renumber accordingly.</p>	
<p>1) The prescribed conditions for a Branch to be represented at a Conference of the Association shall be the:</p> <p>a) Branch shall have been constituted in accordance with the conditions and procedures at Byelaw 18 and the Council shall have approved its formation;</p> <p>b) Audited accounts of the Branch for the preceding financial year shall have been submitted to the appropriate Area Director not less than ten clear days before the first day of the Conference.</p> <p>2) The prescribed number of delegates and voting rights for an entitled Branch shall be one delegate for each Branch and a second delegate if its membership of Ordinary and Life Members registered with the Branch as their home Branch as at 31 December immediately preceding the Conference. Each of these delegates shall on a show of hands, electronic or card vote have one vote.</p> <p>3) For the purpose of this Byelaw the Register of the members of the Branch held on the central register of members shall be conclusive evidence of the membership of the Branch.</p> <p>4) The prescribed membership qualification for attending a Conference shall be the delegate is an Ordinary, Life or Associate Member.</p> <p>Provided any such Associate Member is a member of the Branch Committee.</p>	<p>1) The prescribed conditions for a Branch to be represented at a Conference of the Association shall be the:</p> <p>a) Branch shall have been constituted in accordance with the conditions and procedures at Byelaw 18 and the Council shall have approved its formation;</p> <p>b) Audited accounts of the Branch for the preceding financial year shall have been submitted to the appropriate Area Director not less than ten clear days before the first day of the Conference.</p> <p>2) The prescribed membership qualification for voting on Conference Business shall be the member is an Ordinary, Life or Associate Member on the date agreed by Annual Conference Committee and has been a member since 31 December immediately preceding the Conference.</p>	<p><i>10(2) and (3) are no longer required with OMOV.</i></p> <p><i>Sets a deadline so that the voting eligibility of members can be determined.</i></p>

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>Byelaw 11. Conference and Elections – Voting</p> <p>1) Elections to Office and voting at a Conference shall be:</p> <p>Elections</p> <p>a) By postal or electronic ballot by Branches prior to a Conference in the case of contested elections for:</p> <ul style="list-style-type: none"> i. Officers of the Association ii. Membership of Council iii. Annual Conference Committee <p>b) Results of elections will be announced at Conference.</p> <p>c) In the case of a tie at (a) above, the successful candidate will be determined by totalling the number of Ordinary, Life and Associate Members of the Branches, who are registered with the Branch as their home Branch, as at 31 December immediately preceding the Conference who voted for either or both candidates.</p> <p>Voting at Conference</p> <p>d) By ballot, which may be conducted electronically, in the case of any resolution to remove any Officer of the Association or Member of the Council but such resolution shall not be carried unless approved by two-thirds of the delegates present and voting.</p> <p>e) By card or electronic vote in any case where it is required by the Rules of Procedure.</p> <p>f) By electronic vote or by a show of voting cards in any other case.</p> <p>Provided nothing in this Byelaw shall prevent further or other provision for voting by electronic ballot or by card vote being made either by the Rules of Procedure or by the Conference.</p> <p>2) For the purposes of this Byelaw a postal or card or electronic vote shall mean one delegate on behalf of their Branch shall be entitled to cast the number of votes to which their Branch is entitled by the Byelaws.</p> <p>In the case of a postal or card or electronic vote the number of votes cast by each Branch shall be based on the number of Ordinary, Life and Associate Members, who are registered with the Branch as their home Branch as at 31 December immediately preceding the Conference.</p>	<p>Byelaw 11. Conference Voting</p> <p>1) Voting at Conference, whether in relation to elections to office or resolutions shall be by postal or electronic ballot of members entitled to vote and voting prior to a Conference provided that a member entitled to vote shall only have one vote and that nothing in this Byelaw shall prevent further or other provision for voting being made either by the Rules of Procedure or by the Conference.</p> <p>2) Resolutions to remove any Officer of the Association or Member of the Council shall not be carried unless approved by two-thirds of the members voting.</p> <p>3) Results of elections and resolutions will be announced at Conference.</p> <p>4) Any decision or approval by Members entitled to vote and voting on Conference Business in accordance with this Byelaw shall be regarded as a “Conference Decision” or “Conference Approval” notwithstanding the means of voting.</p>	<p><i>The changes to this Byelaw extend electronic and postal voting in advance to all Conference business.</i></p> <p><i>This makes it clear that any references to approval of Conference or decisions by Conference is at the decision or approval of members however they cast their votes (by post, electronically or in person at Conference).</i></p>

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>Byelaw 13. Conference – Nominations for Election</p> <p>1) Subject to the provisions of Rules 10, 11 and 14, nominations for election, as an Officer of the Association or a Member of the Council elected at Annual Conference or the Annual Conference Committee, may only be made by the Council or by a Branch, with the exception of Life Vice-Presidents or Vice-Presidents who must be nominated by Council.</p> <p>2) Every nomination for election, as an Officer of the Association or an Elected Member of the Council or the Annual Conference Committee, shall be in writing and sent to Headquarters' by the date communicated to Branches by the Secretary General. Every nomination paper including those seeking re-election shall be signed by the candidate and be accompanied by a CV, photograph and a short brief stating their achievements and what they hope to achieve if elected.</p>	<p>Amend:</p> <p>1) Subject to the provisions of Rules 10, 11 and 14, nominations for election, as an Officer of the Association or an Elected Member of the Council or the Annual Conference Committee, may only be made by the Council or by a Branch, with the exception of Life Vice-Presidents or Vice-Presidents who must be nominated by Council.</p> <p>2) Every nomination for election, as an Officer of the Association or an Elected Member of the Council or the Annual Conference Committee, shall be in writing and sent to Headquarters' by the date communicated to Branches by the Secretary General. Every nomination paper including those seeking re-election shall be signed by the candidate and be accompanied by a CV, photograph and a short brief stating their achievements and what they hope to achieve if elected.</p>	<p><i>Tidying up in (1) only. No change to (2).</i></p>
<p>Byelaw 14. Conference – Notification of Resolutions</p> <p>A Branch or an Area Council wishing to move a resolution at an Annual Conference shall give notice in writing to the Secretary General of the terms of the resolution not less than seven weeks before the date of the Annual Conference. Except as permitted by Byelaw 15 (2) no resolution shall be moved by a Branch or Area Council unless such notice has been given.</p>	<p>Amend:</p> <p>A Branch or an Area Council wishing to move a resolution at an Annual Conference shall give notice in writing to the Secretary General of the terms of the resolution not less than twelve weeks before the date of the Annual Conference. Except as permitted by Byelaw 15(2) no resolution shall be moved by a Branch or Area Council unless such notice has been given.</p>	<p><i>Extends the notice period to enable resolutions to be debated at Area Conferences – need to check timings.</i></p>
<p>Byelaw 15. Conference – The Agenda</p> <p>1) The Agenda of the Conference, containing all nominations and resolutions, shall be printed and/or provided in electronic format, and one copy thereof supplied to each Branch and Area Council attending Annual Conference, not less than 14 days before the first day of the Conference.</p> <p>2) Any resolution, subject or matter not included in the Agenda shall not be moved, raised or discussed at an Annual Conference and no business other than specified in the notice convening a Special Conference shall be dealt with at such Conference.</p> <p>Provided, if in the opinion of the Annual Conference Committee an important matter of urgency affecting the Association arises after the Agenda has gone to press, the Agenda may be altered by resolution of the Conference so as to enable it to be discussed.</p>	<p>Amend:</p> <p>1) The Agenda of the Conference, containing all nominations and resolutions, shall be issued and/or made available electronically to each Member, not less than 6 weeks before the first day of the Conference.</p> <p>2) Any resolution, subject or matter not included in the Agenda shall not be moved, raised or discussed at an Annual Conference and no business other than specified in the notice convening a Special Conference shall be dealt with at such Conference.</p> <p>Provided, if in the opinion of the Annual Conference Committee an important matter of urgency affecting the Association arises after the Agenda has gone to press, the Agenda may be altered by resolution of the Conference so as to enable it to be discussed.</p>	<p><i>Tidied up – need to confirm the timings work.</i></p>

<p>The Governance Handbook of the Royal Air Forces Association</p>	<p>Proposed One Member One Vote (OMOV) changes</p>	<p>Comments</p>
<p>Byelaw 16. Conference – Information for Branches</p> <p>Copies of the Annual Report of the Council and of the Annual Accounts of the Association shall be issued and/or made available electronically to all Branches and Areas attending Annual Conference not less than 14 days before the first day of the Conference. Branches not represented at Annual Conference will receive these documents as soon as practicable after Conference. Copies will be made available on the Association’s website. For the avoidance of doubt notices and information shall be sent out by email to the email address notified by each Branch Representative to the Association.</p>	<p>Copies of the Annual Trustee Report of the Council and of the Annual Accounts of the Association shall be issued and/or made available electronically to all Members not less than [28] days before the first day of the Conference. Copies will be available on the Association’s website. For the avoidance of doubt, notices and information will also be sent to each Branch and Registered Members Group of the Association by email to the email address notified by each Branch and Registered Member Group.</p>	<p><i>All members need to see report and accounts so they can vote to receive them – need to confirm the timings work.</i></p>

Table 9: Review of the Area Regulations

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
Area Regulations		
Ar 2. Definitions		
<p>1) In these Regulations words and expressions to which meanings are assigned by the Rules and Byelaws shall, unless the subject or context otherwise require, have the same respective meanings and, if there is any discrepancy, the Rules or Byelaws shall prevail.</p>	<p>Amend:</p> <p>2) (b) "Association Annual Conference" means the Annual Conference of the Association as convened once in each year in accordance with Rule 18 and 19;</p>	<p><i>Any member may attend Conference – no future need for branch delegates.</i></p>
<p>2) In these Regulations unless the subject or context otherwise require:</p>		
<p>a) "Area Annual Conference" means the Conference convened once each year by an Area Council in accordance with Standard Area Regulation AR9 and which may be attended by delegates from all Branches of that Area;</p>		
<p>b) "Association Annual Conference" means the Annual Conference of the Association as convened once in each year in accordance with Rule 18 and 19 and which may be attended by delegates from all Branches of the Association;</p>		
<p>c) "The Area Council" means the Council of the Area as constituted under Area Regulation AR 8; and words importing the male gender shall include the female gender and vice-versa and words importing the singular shall include the plural and vice-versa.</p>		

Table 10: Review of the Branch Regulations

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
Area Regulations		
Br 11. General Meetings		
Annual General Meetings		
<p>1) An Annual General Meeting (AGM) of the Branch shall take place on such date as may be fixed by the Committee between 1 January and 31 March each year.</p> <p>The AGM should be held as early as possible in the year but require first that the annual accounts for the preceding financial year have been examined and certified. The matters that need to be included in the agenda for these meetings are set out at Standard Branch Regulation.</p>	<p>Amend 11(6)(b) (ii).</p> <p>Business to be conducted at Annual General Meetings</p> <p>6) The business to be transacted at an Annual General Meeting:</p> <p>a) Shall comprise:</p> <ul style="list-style-type: none"> i. The Report from the Committee for the past year; ii. Consideration of the Statement of Accounts for the preceding financial year and the Report of the Auditor or Independent Examiner; iii. Election of the Auditor or Independent Examiner; iv. Election of the Officers of the Branch and other Committee members (when appropriate); v. Consideration of any resolutions forwarded by Members of the Branch to the Secretary at least seven days before the date of the meeting; 	<p><i>No longer required – no future requirement for branch delegates to Annual Conference.</i></p>
Special General Meetings		
<p>2) An Special General Meeting may be summoned at any time by the Committee and shall be so summoned on the written request of not less than one-tenth of the Members of the Branch.</p>	<p>b) May comprise:</p> <ul style="list-style-type: none"> i. Election of the President, Life Vice-Presidents and Vice-Presidents; ii. Election of a Branch representative to attend the Association’s Annual Conference; iii. Election of a representative to represent the Branch at the Area Conference; iv. Election of a delegate to a Regional Committee; v. Election of a Branch Standard Bearer. 	
Notice of General Meetings		
<p>3) At least 14 days’ notice of all Annual or Special General Meetings shall be given to the members of the Branch in writing or other electronic means or, if so authorised by the Committee, by advertisement in the local Press.</p>	<p>It should be noted that the approved annual accounts for the preceding financial year ended 31 December should be submitted to the Area Office not later than 31 March. Thus, the Annual General Meeting should be held in time to allow this submission.</p>	
Notification of and Nominations for Election		
<p>4) The notice of an AGM shall include notification of any Officer and Additional Committee Member elections to take place at the meeting and shall invite nominations to fill the vacancies. Nomination forms, on which acceptances of nomination by the members concerned shall be certified; must be signed by two Members of the Branch, one of whom should be an ordinary or life member and forwarded to the Secretary at least seven days before the date of the Annual General Meeting.</p> <p>Provided that if there be no nomination for these positions, then the Members present shall be entitled to nominate any eligible member who is willing to accept the position.</p>		
<p>5) If the election of a Life Vice-President or Vice-President is to take place at an AGM this shall also be indicated in the notice of the meeting.</p>		

The Governance Handbook of the Royal Air Forces Association	Proposed One Member One Vote (OMOV) changes	Comments
<p>Business to be conducted at Annual General Meetings</p>		
<p>6) The business to be transacted at an Annual General Meeting:</p>		
<p>a) Shall comprise:</p>		
<p>i. The Report from the Committee for the past year;</p>		
<p>ii. Consideration of the Statement of Accounts for the preceding financial year and the Report of the Auditor or Independent Examiner;</p>		
<p>iii. Election of the Auditor or Independent Examiner;</p>		
<p>iv. Election of the Officers of the Branch and other Committee members (when appropriate);</p>		
<p>v. Consideration of any resolutions forwarded by Members of the Branch to the Secretary at least seven days before the date of the meeting;</p>		
<p>b) May comprise:</p>		
<p>i. Election of the President, Life Vice-Presidents and Vice-Presidents;</p>		
<p>ii. Election of a delegate or delegates to represent the Branch at the Association's Annual Conference;</p>		
<p>iii. Election of a delegate to represent the Branch at the Area Conference;</p>		
<p>iv. Election of a delegate to a Regional Committee;</p>		
<p>v. Election of a Branch Standard Bearer.</p>		
<p>Provided that an Associate Member who is elected as a delegate of the Branch to the Association's Annual Conference shall be a Member of the Committee at the time they represent the Branch.</p>		
<p>It should be noted that the approved annual accounts for the preceding financial year ended 31 December should be submitted to the Area Office not later than 31 March. Thus, the Annual General Meeting should be held in time to allow this submission.</p>		

Commentary on Annual Conference 2019

Conference Procedure

Members of the Task Group will give a review of the work to date and outline their recommendations to Conference. This will provide an opportunity for questions to resolve any points of fact or interpretation prior to debate. The President shall then provide an opportunity for debate on any amending resolutions proposed by Area Conferences or branches. Finally, separate resolutions proposing the adoption of the resolution to amend the Royal Charter, Rules, Byelaws, Area, and Branch Regulations, subject to any amendments agreed in the preceding debates, will be proposed by Council. Priority will be given to resolutions about the review and the general intention is to provide as full and free an opportunity as possible for democratic discussion of this important matter.

Amending Resolutions

Area Conferences, Areas and branches wishing to put forward amending resolutions to the draft Royal Charter, Rules, Byelaws, Area and Branch Regulations should do so as soon as possible. The Resolution should clearly identify the Royal Charter, Rules, Byelaws, Area and Branch Regulations that they wish to see amended and should set out the proposed terms of the amendment. Please make reference to both the existing Rule or Byelaw and the proposed Rule or Byelaw. The Task Group wishes to stress there is no intention to present Conference with a final document or to restrict debate on it. Any element of the drafts can be challenged by an amending resolution. The Task Group will be pleased to advise branches in formulating resolutions if this would be helpful.

The draft Resolutions

A draft of the Resolutions that Council is considering for Conference is attached for the information of Branches. This is necessarily somewhat technical and the following guidance may be helpful. It should be noted that the draft resolutions have yet to be accepted by the Annual Conference Committee. Special resolutions will require a two-thirds majority of those delegates present. However, they do provide an indication of the intended course of the debate. They are summarised below:

Draft Review Resolution No. 1. Requests the approval of Conference for the Task Group to address conference.

Draft Review Special Resolution No. 2. This resolution confirms Conferences intent to implement the One Member One Vote proposals from Conference 2018. If Conference 2019 does not pass this Resolution then the following Resolutions, 3, 4, 5, 6, 7 and 8 will not be considered by Conference 2019.

Draft Review Special Resolution No. 3. Enables the Royal Charter to be changed in accordance with Table 6.

Draft Review Special Resolution No. 4. Enables the Rules to be changed in accordance with Table 7.

Review Resolution No. 5. Enables the Byelaws to be changed in accordance with Table 8.

Review Resolution No. 6. Enables the Area Regulations to be changed in accordance with Table 9.

Review Resolution No. 6. Enables the Branch Regulations to be changed in accordance with Table 10.

Review Special Resolution No. 7. Enables Council to submit to the Privy Council and Charity Commission and make any amendments required by them of the Rules.

Review Resolution No. 8. Enables Council to amend the draft Byelaws, Area and Branch Regulations following any changes to the Royal Charter and Rules by the Privy Council or the Charity Commission and for them to come in to force simultaneously with the Royal Charter and Rules.

Draft Resolutions for Conference 2019

Draft Review Resolution No. 1. This Conference resolves to receive a presentation on the review of the Royal Charter, Rules and Byelaws by members of the Review Team set up by the Council, which will also provide an opportunity for questions and answers on factual aspects of the review.

Council

Draft Review Special Resolution No. 2. This Conference resolves that following the feasibility study by Council in response to the Resolution passed at Annual Conference 2018 that all members of the Association are given the right to vote on Association elections and resolutions, through a direct vote of all of the membership.

Council

Draft Review Resolution No. 3. This Conference resolves that the amendments to the Royal Charter of the RAF Association listed in Table 6, attached to this document are approved.

Council

Draft Review Resolution No. 4. This Conference resolves that the amendments to the Rules of the RAF Association listed in Table 7, attached to this document are approved.

Council

Draft Review Resolution No. 5. This Conference resolves that the amendments to the Byelaws of the RAF Association listed in Table 8, attached to this document are approved.

Council

Draft Review Resolution No. 6. This Conference resolves that the amendments to the Area and Branch Regulations of the RAF Association listed in Tables 9 and 10, attached to this document are approved.

Council

Amending Resolutions proposed by Area Councils and branches

[Amending resolutions put forward by Area Councils and branches will be taken at the appropriate point in the agenda].

Resolutions for approval of draft documents

Review Special Resolution No. 8. Subject to the acceptance of any of the preceding resolutions, this Conference resolves that the Council take the necessary consequential action to amend the draft the Royal Charter, Rules, Byelaws, Area, and Branch Regulations placed before this Conference in accordance with the intention of the resolutions.

Council

Review Special Resolution No. 9. Subject to the implementation of any amendments resulting from the preceding resolutions that have been adopted by Conference. This Conference resolves that the draft Royal Charter placed before this Conference be forwarded for the approval of the Privy Council and gives the Council the authority to agree any amendments required by the Charity Commission or the Privy Council providing such amendments do not affect the basic policy represented in the documents. This resolution is passed subject to the approval of Resolution 8.

Council

Review Special Resolution No. 10. Subject to the implementation of any amendments resulting from the preceding resolutions that have been adopted by Conference, this Conference resolves that the draft Rules placed before this Conference be forwarded for the approval of the Privy Council and gives the Council the authority to agree any amendments required by the Charity Commission or the Privy Council Office providing such amendments do not affect the basic policy represented in the documents.

Council

Review Resolution No. 11. Subject to the implementation within the draft Byelaws, Area and Branch Regulations of any of the preceding resolutions that have been adopted by Conference and of any consequential amendments that may be needed as a result of amendments to the draft Royal Charter and Rules required by the Privy Council Office or the Charity Commission, this Conference resolves that the draft Byelaws, Area and Branch Regulations placed before this Conference and attached to this notice be adopted as the Byelaws, Area and Branch Regulations of the Association, to the exclusion of all previous Byelaws Area and Branch Regulations, subject to the passing of Resolutions 8, 9 and 10 and shall come into force simultaneously with the approval by Her Majesty The Queen of the draft Royal Charter and Rules.

Council

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