



# ROYAL AIR FORCE HALTON APPRENTICES' ASSOCIATION



## THE ROYAL AIR FORCE HALTON APPRENTICES' ASSOCIATION (OLD HALTONIANS)

### CONSTITUTION 1985

#### REVISED AND APPROVED AT AGM 2020

Registered under the Charities Act 2011 (Registration No. 292523)

**This Constitution further amends and replaces the original Constitution adopted on 17 Aug 1985, and amended in 1997, 2003, 2009 and 2015**

**All previous editions of the Constitution should be destroyed.**

**The Royal Air Force Halton (Aircraft) Apprentices' Association**

The Royal Air Force Halton Aircraft Apprentices' Association was formed on 27<sup>th</sup> September 1980 at RAF Halton when former Aircraft Apprentices held a reunion to commemorate the Diamond Jubilee of the No 1 School of Technical Training.

The formation of the Association followed many requests by those who had served an Aircraft Apprenticeship at RAF Halton that efforts should be made to reactivate the Old Haltonian Association founded by Lieutenant Colonel AFC Caldwell in 1925.

At the first General Meeting of Members held on 27<sup>th</sup> September 1980, a constitution was presented and formally adopted.

At a Meeting of the Council of the Association on 17<sup>th</sup> August 1985, a revised Constitution was presented and formally adopted as the Council of the Association was authorised so to do at a General Meeting of the Members held on 27<sup>th</sup> April 1985.

Further revisions to the Constitution were approved by the Annual General Meeting of Members on 15<sup>th</sup> June 1996, and a revised Constitution Document was adopted at the Annual General Meeting on 7<sup>th</sup> June 1997.

In May 2001, the Charity Commission advised that those latest changes needed to be supported by a Scheme. That Scheme was endorsed by the Annual General Meeting of Members on 25<sup>th</sup> May 2002; amendment, agreed by the Charity Commission, submitted for approval by the 2009 Annual General Meeting of members.

An amendment, agreed by the Charity Commission (to change from Accruals to Receipt and Payments) submitted for approval by the 2015 Annual General Meeting of members.

Amendment made to Schedules A, C, E, F, G, H, J & K and approved at a Council meeting held on 5<sup>th</sup> June 2020 and subsequently at a virtual AGM by Members on 19<sup>th</sup> September 2020.

# CONSTITUTION

1. The name of the Association shall be "THE ROYAL AIR FORCE HALTON APPRENTICES' ASSOCIATION" or such other name as the Association by resolution passed at a General Meeting shall from time to time decide, which name shall appear on all documents issued by for or on behalf of the Association.

## Definitions

2. In this Constitution, the expression "the School" refers to the "No 1 School of Technical Training RAF Halton" and shall include the four courses of technical training held for Boy Mechanics at Halton, Cranwell and Flowerdown prior to the establishment of the said School

## Objects

3. The objects of the Association are:

- (1). The relief and assistance of past apprentice members of RAF Halton and their dependants who are in need by reason of poverty, disability, sickness, infirmity or otherwise; and
- (2). To promote the efficiency of the Royal Air Force and the Royal Navy by maintaining contact between past members of the former Apprentice School, RAF Halton and serving members of RAF Halton and No 1 School of Technical Training, wheresoever that may be located.
- (3). In furtherance of the objects the Association through its Council may exercise the following powers:
  - (a) To foster esprit de corps, comradeship and the welfare of those who attended the School by maintaining contact and by providing a venue for reunions;
  - (b) To publicise and disseminate information concerning the history, deeds and traditions of the School;
  - (c) To provide facilities at the National Memorial Arboretum, Alrewas, Staffs, and at the Trenchard Museum, RAF Halton, Bucks, for National Curriculum-related visits;
  - (d) To execute and administer charitable gifts;
  - (e) To receive, take and accept any gifts or property whether subject to any special trusts or not;
  - (f) To receive and accept any contributions by way of subscriptions, donations or otherwise;
  - (g) To assist distressed and needy past Apprentices and their dependants by way of grants, gifts, advice, referral to relevant charities or otherwise;
  - (h) To make donations in furtherance of the objects of the Association;
  - (j) To purchase, take, lease or exchange property required for the purposes of the Association and subject to compliance with Part 7 of the Charities Act 2011 to lease, exchange or otherwise dispose of the same;
  - (k) To borrow or raise money for the purposes of the Association on such terms and subject to compliance with Part 8 of the Charities Act 2011, such security as may be thought fit;
  - (l) To invest the funds and property of the Association for use in promoting the Objects of the Association in such investments as may from time to time be authorised by law;
  - (m) To accumulate funds for the Association for such period as may from time to time be authorised by law;
  - (n) To do all such things as may further the said Objects.

## Membership

4. Member

Open to Royal Air Force Apprentices, Royal Navy Artificer Apprentices (Air), and Apprentices sponsored by Foreign and Commonwealth governments who underwent part or all of their training at No 1 School of Technical Training, RAF Halton.

5. Associate Member

Open to Instructors and Staff who were directly involved in the training of Apprentices at No 1 School of Technical Training, RAF Halton

## **Management**

6. The Association will be managed by the Council. The elected Members of the Council are the trustees of the Association. Elected Members of the Council will be elected at each Annual General Meeting, all of whom, except the Chairman, are to retire each year and who may then seek re-election at the next Annual General Meeting. Elected Members of the Council will further be appointed by the Membership of the Association in Annual General Meeting to hold the offices of Deputy Chairman, General Secretary, Office Manager, Membership Secretary, Editor of 'The Haltonian', Treasurer, Welfare Co-ordinator, and any other offices deemed necessary. The holder of the post of Chairman is to be elected to serve for a period of three years after which he may seek re-election.
7. The elected Members of the Council as the trustees of the Association are responsible for ensuring that the Association is managed in accordance with the Charities Act 2011.
8. Senior members of the Association may be invited to become Patron or Vice-Patron of the Association. Past Presidents of the Association may be invited to become Vice-Presidents and Members of the Association who, in the view of the Council, have given particularly valued and prolonged service to the Association may be invited by the Council to become Honorary Vice-Presidents of the Association. The Patron, Vice-Patron and Honorary Vice-Presidents will be honorary members of the Council. They will not be entitled to vote at Council meetings and will not be trustees of the Association.
9. Detailed instructions for the efficient running of the Association are to be issued by the Council by way of Schedules hereto. The Schedules may be amended from time to time as required, and are to be approved at an Annual General Meeting. No such instruction, or any regulation arising therefrom, is to countermand anything in the Constitution of the Association, nor is any such instruction or regulation to remain in force if a proposal to abolish it is carried at an Annual General Meeting.
10. Members of the Council are to nominate from among their members at the first Council Meeting after the Annual General Meeting a Committee to deal with finance, the administration of welfare, and other matters as further set out in the Schedules. The Committee is to be known as the Finance and General Purpose Committee. The F&GP is to be chaired by the Association Chairman. Membership is to include a minimum of 3 from the Deputy Chairman, General Secretary, Office Manager, Treasurer, and Welfare Co-ordinator together with any other member deemed necessary. The Council is to determine F&GP spending limits, which are to be reviewed annually.
11. The Council may from time to time co-opt additional Association Members to serve on Council to fill offices which may become vacant, until the next Annual General Meeting of Members. Co-opted Members of the Council will be entitled to vote at Council meetings and will be trustees of the Association.

## **Financial**

12. The Council is to submit to the Charity Commission for England and Wales each year a financial statement of receipts, payments, assets and liabilities approved by the Members in Annual General Meeting and in accordance with regulations issued from time to time under the Charities Act 2011.
13. The Council is to produce to each Member not less than twenty-one days before the date of the Annual General Meeting a financial statement of the activities of the Association for the year and the receipts, payments, assets and liabilities statement at the accounting date.

## **Amendment of Constitution**

14. This Constitution other than Clause 3A (the Objects of the Association), Clause 16 (winding up the Association) and this clause may be amended at any time by a resolution passed by a two thirds majority of Members of the Association present at a meeting convened for that purpose and of which notice has been served upon every Member of the Association at his last known address. No amendment shall be made at any time which would cause the Association to cease to be a charity at law.
15. If the Council is of the opinion that through reduction in Membership or for any other reason it has become impracticable for the Association to remain in being, a motion to this effect is to be communicated to all Association Members and, if no objections to the contrary are received, the Association is to be wound up three months thereafter.
16. If objections are received which cannot be resolved, a motion is to be submitted to an Extraordinary General meeting convened for that purpose.

17. On winding up the Association, the balance of the Association funds after payment of all outstanding accounts is to be transferred to the RAF Halton Charities Account or, failing that, to the Royal Air Force Benevolent Fund.

## **SCHEDULES**

The Schedules cover the following headings:

- A - Finance
- B - Branches
- C - Support Activities
- D - Finance & General Purpose Committee
- E - Meetings
- F - Communication
- G - Trustees
- H - Clarity on Membership
- J - General Data Protection Regulation
- K - Council Member Terms of Reference

### **Schedule A - Finance**

A1. The Council is to cause proper books of accounts to be kept with respect to the following:

- (a). All monies received and expended by the Council and the matters in respect of which the receipt and expenditure takes place;
- (b). All sales and purchases of goods by the Council;
- (c). The assets and liabilities of the Council.

A2. For current members, subscriptions will be levied annually, such sums as the Members in general meeting may decide. Under appropriate circumstances members may apply for Benevolent Membership, and their subscriptions will be waived; the Welfare Co-ordinator will normally be responsible for recommending Benevolent Membership. Sums thus raised may be held in a fund to be known as the General Fund. Donations may be accepted for specific projects, specific funds or the General Fund. Trading items such as ties, badges, memorabilia etc. may be purchased and resold for profit, such trading being authorised by and controlled by the Council and such trading profit will become part of the General Fund.

A3. The Council may make money available to the Association for the Objects thereof and may apply the same in such ways as the Council may decide.

A4. Association funds shall be invested in interest-bearing deposit accounts approved by the Council as Trustees of those funds. Such investments shall generally be restricted to Building Societies, Local Authority Bonds, Government Bonds and Banks registered under the Banks Act 1980 or subsequent legislation, or other low risk investments as recommended by a qualified Independent Financial Advisor (IFA). Trustees are responsible for working with the Association's IFA, at least once annually, to ensure all investments remain as low risk investments. Interest so earned will be directed by the Council but an obligation is placed on the Council hereby that the purchasing power of the General Fund when eroded by inflation is to have first call on the interest and thereafter it may be used for the Objects of the Association which may include payments to churches, hospitals, charities, retirement homes and the like but without limit to these for application for the charitable purposes thereof.

A5. The following spending limits for the Council shall be provided to Members for approval at each General Meeting:

- (a). Detailed annual expenditure on maintaining the Association.
- (b). Proposed expenditure limits on welfare.
- (c). Proposed expenditure on projects.

(d). Proposed expenditure on the Halton Grove at the National Memorial Arboretum.

(e). The Council has a fund of £5K available to them for unexpected circumstances that require finance; expenditure to be fully explained with detailed account at subsequent AGM.

A6. The Association may promote a lottery or raffle to supplement funds, a Council member is to be appointed to operate a lottery or raffle under the rules for private society lotteries. Complying with The Gambling Commission regulation and Charity Commission guidelines, advice is available through leaflet:

<https://www.gamblingcommission.gov.uk/PDF/quick-guides/Running-a-lottery-quick-guide.pdf>

#### **Schedule B - Branches**

B1. Branches may be formed within the Association covering both geographical areas worldwide, and of Members who trained together in numbered entries. Branches may hold regular meetings and arrange social events and inter-branch functions. Branches may be invited to nominate a representative to observe meetings of the Council of the Association. The cost of contacting members with a view to the formation of a Branch may be met out of the Association General Fund.

B2. The Association will distribute periodically a newsletter to Members which details Association and branch business and news.

#### **Schedule C - Support Activities**

C1. The Association will maintain its close ties with Royal Air Force Halton and the No 1 School of Technical Training, wheresoever that may be located.

C2. The Association will provide assistance and funds in support of The Haltonian magazine and for maintenance of the website

C3. The Association will provide support to the Golden Oldies Pipe Band.

C4. Without financial obligation the Association will work with the Trenchard Museum and the Halton Archives to form a 'Halton Heritage Group'.

#### **Schedule D - Finance and General Purpose Committee**

D1. The Finance and General Purpose Committee is to report and make recommendations to the Council at each Council meeting on the following:

- (a). Investment policy
- (b). Finance
- (c). Disbursement of funds
- (d). Administration of projects
- (e). Compliance with statutory regulations
- (f). Grants in furtherance of the objects

D2. The Committee shall act on behalf of the Council in disbursement of funds as instructed by the Council.

#### **Schedule E - Meetings**

E1. The Association is to conduct its business through orderly meetings of the following three types:

- (a). General Meetings
- (b). Council Meetings
- (c). Committee Meetings

In all voting a simple majority is to suffice, but in the event of an even vote, the Chairman will have a casting vote.

E2. There are to be two types of General Meetings within the rules:

(a). Annual General Meetings should take place two months after publication of year end audited accounts but under exceptional circumstances not later than 30<sup>th</sup> September in each year. An Annual General Meeting calling notice

containing an agenda and a financial statement of receipts, payments, assets and liabilities is to be sent to all Members not less than 21 days before the date of the Meeting. The form of the agenda shall be at the discretion of the Council but must include the Minutes of the previous AGM, a report on the previous year's activities from the Chairman, Membership Secretary and Treasurer, and presentation of the Accounts. Provision is also to be made for the resignation of officers and the election of new officers. Members may petition/request the Council by post up to, but not later than 14 days prior to meeting for matters to be included in the Meeting. Where 25 members or more Petition on a matter it must be included in the meeting agenda, Petition's of less than 5, and requests, may be included on the agenda at the discretion of the Council, but must be replied to in writing and or acknowledged at the meeting.

(b). Extraordinary Meetings may be called by the Council or by petition from 25 members. A Notice of such Meeting, together with the agenda, is to be sent to all members giving 21 days-notice of the Meeting.

E3. Council meetings are to take place not less frequently than quarterly and are to be called by the General Secretary giving not less than 10 days-notice. The agenda and conduct of the Meetings are at the discretion of the Council.

E4. Committees of the Council are to meet as often as the members of each committee require and when instructed to meet by the Council.

E5. A quorum for a General Meeting is to comprise not less than three Council members and not less than fifty ordinary members. Members unable to attend a General Meeting may authorise the Chairman to vote on their behalf on specified proposals that may be put to the meeting. As approved by the Charities Commission, members may utilise electronic or postal voting systems provided before each General Meeting these votes have a deadline specified. A quorum for a Council Meeting is to be four, to include the Chairman or, him failing, Deputy Chairman and the General Secretary or, him failing, Treasurer. A quorum for a meeting of a committee is to be not less than half the committee membership plus one. For meetings deciding financial matters, a minimum of 3 Trustees shall be in attendance.

E6. The Patron and Vice Patrons shall receive copies of the draft minutes of all Council meetings at the same time as they are released to Council members. The Patron, Vice Patrons or a member wishing to attend a Council meeting shall inform the Chairman and General Secretary of their intention to attend; however, when in attendance they shall not have the right to vote on any matter.

E7. RAFHAA is a Members Association re Charity Commission leaflet RS7. For members petition to Council see Schedule E2. Members may request sight of meeting minutes once approved. AGM/EGM minutes are to be published within 28 working days of a meeting taking place, with the availability to add addendums up to 21 days before the next meeting. Meeting minutes will also be published with the calling notice for the next meeting, a minimum of 21 days before a Council or General meeting.

#### **Schedule F - Communication**

F1. For matters of efficiency and economy, communication with members will be through three methods:

(a). Use of the Association website.

(b). Use of email to members for matters requiring efficient communication services.

(c). Through the Haltonian.

(d). Use of newsletters.

F2. Key documents intended for the entire membership, such as the AGM Agenda will be communicated via email and the Haltonian.

#### **Schedule G - Trustees**

G1. Council Members who are to be trustees are to go through the Charity Commission leaflet CC30 process.

G2. Trustees must apply a requirement were it is a legal or regulatory requirement and should carry out actions where something is good practice that the Commission expects trustees to follow and apply to their charity. Trustees must comply with the 3 basic requirements:

(a). Act in your charity's best interests

(b). Manage your charity's resources responsibly through implementation of appropriate financial controls.

(c). Manage risks, act with reasonable care and skill and take appropriate advice.

G3. Trustees shall comply with the Charity Commission for England and Wales leaflet: 'The essential trustee: what you need to know, what you need to do'. Trustees shall also be fully conversant with Charities Commission leaflet CC3a - what's involved.

#### **Schedule H - Clarity on Membership**

H1. RAF Halton Station Commanders will remain being invited by the Council to be Presidents of the Association until the closure of RAF Halton, the Council may invite past Presidents to become a Honorary Vice President. After closure of RAF Halton the position of President will cease, previous Honorary Vice presidents retain their position. Where previous Station Commanders were also ex apprentices, they remain as full Vice President.

H2. Members of the Association who have given particularly valued and prolonged service to the Association may be invited by the Council to become Honorary Vice Presidents of the Association.

H3. The Association may remove a Honorary appointment, if in the opinion of the Council, the member is not actively participating in Association business or has shown absence of allegiance.

H4. Associate membership may be open to anyone who held a role in direct or indirect support of Apprentice training. Royal Air Force Boy Entrants and Apprentices from any Station may be awarded associate membership of the Association.

H5. In exceptional circumstances where an Honorary Vice President is formally co-opted onto the Council they will have full voting rights at all meetings

H6. For clarity, only full members have voting rights within the Association. Associate members and Honorary members have no voting rights; however, where a full member gains a Honorary title they retain their full voting rights. Only Council members elected or co-opted may vote at Council meetings.

H7. Advisory co-opted members do not have voting rights.

#### **Schedule J - General Data Protection Regulation**

J1. The Association will comply with the General Data Protection Regulation 2016/679 and / or any National data protection regulation.

#### **Schedule K - Council Member Terms of Reference**

K1. Terms of Reference will be available for the following Council positions:

Chairman

Deputy Chairman

General Secretary

Membership Secretary

Treasurer and Assistant

Information Technology Manager & Webmaster

Halton Grove Officer

Haltonian Editor

Marketing Manager

Events Organiser

500 Club Organiser

News Member

K2. Trustees must also comply with Charity Commission requirements for Trustees and Schedule G of this document.