ROYAL AIR FORCE HISTORICAL SOCIETY

Registered Charity No 299029

Constitution of the Royal Air Force Historical Society

(Approved at the Annual General Meeting held on 14th March 1988)

1. The Society shall be called the 'Royal Air Force Historical Society' (hereinafter called "the Society").

2. The object of the Society shall be to advance the education of the public and of the members of the Royal Air Force (RAF) in the history of the Royal Air Force.

3. In furtherance of the above object, but no further or otherwise, the Society shall have the following powers:

a. To provide a forum for members to meet and discuss RAF history.

b. To arrange a programme of lectures, seminars and other activities.

c. To circulate to the membership news of the activities of the Society and other matters of interest.

d. To encourage research and publication dealing with the history of the RAF.

e. To raise money for the purpose of the Society by all lawful means and to solicit, receive and enlist subscriptions and financial and other aid from individuals, trusts, companies, corporations, associations, societies, the Armed Forces or branches thereof and institutions and other organisations or authorities and to conduct fund-raising campaigns, provided that no form of permanent trading shall be undertaken.

4. Membership shall be open to all those in sympathy with the objects of the Society, whether or not they are past or present members of the RAF.

5. a. The affairs of the Society shall be arranged by an Executive Committee consisting of the Chairman, Vice-Chairman, Secretary, Treasurer, Editor, Programme Secretary, Membership Secretary and at least four other members. The Head of the Air Historical Branch, the Director of the Royal Air Force Museum and the Director of Defence Studies (RAF) shall be ex-officio members of the Committee. Four of the elected members of the Executive Committee shall always be serving or former members of the RAF. All members of the Executive Committee, other than those whose positions are ex-officio, shall be elected annually at the Annual General Meeting. The Executive Committee shall meet not less than twice each year and a quorum shall be not less than five members. The Chairman shall be entitled to preside at all meetings of the Executive Committee at which he shall be present within fifteen minutes after the time appointed for holding the meeting and willing to preside or, if there is no Chairman, then unless the Vice-Chairman is able and willing to preside, the Executive Committee members present shall chose one of their number to be Chairman of the Meeting. If, for any reason, there is no Chairman or the Chairman is unable to perform his duties through illness or incapacity, then the Vice-Chairman shall be entitled to act as Chairman until the Chairman is able to resume office or until such time as a new Chairman is elected. If any elected member of the Committee shall be unable to complete a term of office, the Committee may co-opt a member of the Society to serve until the next Annual General Meeting. Sub-committees may be appointed by the Executive Committee to deal with specific matters. All acts and proceedings of any such sub-committees shall be reported to the Executive Committee as soon as possible.

b. A resolution, in writing, signed by all members of the Executive Committee entitled to receive notice of a meeting of the Executive Committee or of a sub-committee of members shall be as valid and effectual as if it had been passed at a meeting of the Executive Committee or (as the case may be) a sub-committee of members duly convened and held and may consist of several documents in the like form, each signed by one or more members of the Executive Committee or (as the case may be) sub-committee.

6. The Executive Committee shall recommend the annual subscription to the Society, subject to confirmation by the Annual General Meeting or an Extraordinary General Meeting called for the purpose.

7. The Executive Committee shall be responsible for the administration of the Society's Funds. The Executive Committee shall have power to invest funds in Trustee Securities or to place them on deposit or loan with financial institutions or to hold funds in the current account in the name of the Society in a clearing bank. All cheques and other documents governing the finances of the Society shall be signed by two members of the Executive Committee, one of whom shall be the Treasurer or his appointed deputy. The Treasurer shall keep a regular account of receipts and payments in a manner approved by the Executive Committee and shall present to each meeting of the Committee an interim statement of the Society's finances. The Society's financial year shall end on 31st December and an independent examiner shall be appointed at the Annual General Meeting to examine the accounts.[1] The examiner will be required to confirm that the accounts conform to the financial records.[1] The accounts shall be submitted to the Executive Committee at least fourteen days before the Annual General Meeting.[1]

8. The Society shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place to be determined by the Executive Committee as referred to in Clause 5a hereof and shall specify the meeting as such in notices calling it. All members of the Society shall be given at least fourteen days' notice in writing of the Annual General Meeting. The business of the Annual General Meeting shall include:

a. A report on the Society's activities during the preceding year.

b. A report on the Society's finances and the Meeting's approval of the independently examined accounts for the preceding year.[1]

c. The election of the members of the Executive Committee. If there are more candidates than vacancies on the Executive Committee, the Chairman shall appoint two scrutineers to hold a ballot and announce the result at the end of the Meeting.

9. The Executive Committee referred to in Clause 5a hereof shall have the power to call an Extraordinary General Meeting and shall be bound to do so within twenty-eight days of receiving notice in writing specifying the business to be conducted thereat and signed by not less than one-third of the membership of the Society at the time. Notice of such a Meeting must be circulated to all members of the Society at least fourteen days before the Extraordinary General Meeting and the Agenda for such a Meeting must specify the business to be transacted. No other business may be discussed at that Extraordinary General Meeting.

[1] With the approval of the Annual General Meeting held on 18th June 2014, the original text at paras **7** and **8b** was amended, as appropriate, to reflect alterations in procedure and terminology associated with the change from an 'audit' to an 'independent examination'.

10. Alteration to this Constitution shall receive the assent of two-thirds of the members present and voting at an Annual General Meeting or a Special General Meeting convened for the purpose. A resolution for the alteration of the Constitution must be received by the Secretary of the Society at least twenty-one days before the Annual General Meeting or a Special General Meeting at which the resolution is to be brought forward. At least fourteen days notice of such a Meeting must be given by the Secretary to the membership and must include notice of the alteration proposed. Provided always that no alteration shall be made to Clauses 2, 3 and 11, or to this Clause until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained and no alteration shall be made which would have the effect of causing the Society to cease to be charitable in law.

11. The Society may be dissolved by a Resolution passed by a two-thirds majority of those present and voting at a Special General Meeting convened for the purpose of which twenty-one days' notice shall have been given to the members. Such resolution may give instructions for the disposal of any assets held by or in the name of the Society provided that, if any property remains after the satisfaction of all debts and liabilities, such property shall not be paid to or distributed among the members of the Society but shall be given or transferred to such other charitable institution having objects similar to some or all of the objects of the Society as the Society may determine and if and in so far as effect cannot be given to this provision then to some other charitable purpose.

12. a. Any notice to be given to or by any person pursuant to the terms of this Constitution shall be in writing and proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall, unless the contrary is proved, be deemed to be given at the expiration of 48 hours after the envelope containing it was posted.

b. The accidental omission to give notice of any Meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any proceeding by that Meeting.

Amendments

(Approved at the Annual General Meeting held on 22nd June 1992)

13. The Society shall have the power in General Meeting of the Members to appoint a President of the Society to hold office for a term not exceeding three years at any time whereupon the President will resign and be eligible for re-election for a further term of three years at the General Meeting in the calendar year during which the term of office is due to expire. The office of President is an honorary post with no executive powers.

(Approved at the Annual General Meeting held on 4th July 1994)

14. The Society shall have the power in General Meeting and on the recommendation of the Executive Committee to appoint members as Life Vice-Presidents of the Society. Such appointments shall be confined to members whom the Executive Committee consider to have made an outstanding contribution to the work of the Society and/or to the furtherance of its constitutional aims. The title of Life Vice-President shall be honorary and have no executive powers or responsibilities. Such appointments will become effective on the passing of a resolution by a simple majority of the paid-up members present and voting.