

# BRITISH RESIDENTS' ASSOCIATION MALTA CONSTITUTION

As approved at the 19<sup>th</sup> May 2022 AGM

## 1. TITLE

- 1.1. The title shall be the British Residents' Association.
- 1.2. Address - British Residents' Association, Olive Court, Triq Il-Bahhara, QAWRA, St. Paul's Bay, SPB 1545

## 2. OBJECTIVES

- 2.1. The objectives of the Association shall be to foster friendly and harmonious relations between Members of the Association and with the people of the Maltese Islands and to assist, advise and represent Members in suitable matters. The Association shall be an independent, secular and non-political organisation.

## 3. PATRON

- 3.1. HE The British High Commissioner will be invited to be the Patron of the Association.

## 4. MEMBERSHIP CATEGORIES, QUALIFICATIONS AND CONDITIONS

### 4.1. Membership Categories

- 4.1.1. Members shall be categorised as Members or Honorary Life Members. ("Member/s")

### 4.2. Membership Qualifications

- 4.2.1. Any person residing on the Maltese Islands may apply to join the Association.
- 4.2.2. Membership can continue if the Member moves away from the Maltese Islands but remains in good standing.
- 4.2.3. Any person not holding a British Passport may serve at Group Committee level excepting as Chairman.

### 4.3. Membership Conditions

- 4.3.1. Membership is open to those persons who have attained eighteen (18) years without regard to gender, race, nationality, disability, sexual preference, religion or belief.
- 4.3.2. All applications for membership shall be on the appropriate form.
- 4.3.3. Membership shall continue as long as the individual Member has paid the current annual subscription and is in good standing.
- 4.3.4. All Members may take part in all of the activities of the Association except for previously detailed exclusions.
- 4.3.5. The Council, at its absolute discretion, reserves the right to cancel/suspend the membership of any Member who, in the Council's opinion, has acted in a manner that is detrimental to the objectives of the Association.

### 4.4. Honorary Life Membership

- 4.4.1. The Council may agree the appointment of Honorary Life Members of the Association, to those Full Members who have rendered exceptional and meritorious service.
- 4.4.2. Honorary membership shall be limited to a maximum of six persons at any one time. This limit will exclude Honorary Members who have left the Maltese Islands to reside abroad.

## 5. SUBSCRIPTION FOR MEMBERSHIP

- 5.1. Each individual wishing to become a Member of the Association shall pay a joining fee in addition to the first year's subscription. New Members joining after 30 June will pay half the annual subscription but will still pay the joining fee. Those joining after 30 September will pay the full annual subscription and joining fee, which will cover them until the end of the following year.
- 5.2. Each Individual will be a Member of the Association in his or her own right.
- 5.3. The annual subscription for membership becomes due on 1 January in each year. Payment can be made by any legal means to the Groups. A receipt in the form of Membership confirmation will be issued.
- 5.4. Any Member who has not renewed their subscription by 31 March in any year will cease to be a Member and will not continue to receive membership benefits. Anyone who wishes to renew their membership after that date will need to reapply and pay a late renewal fee.



5.5. The annual subscription, joining and late renewal fees will be agreed by the Council and shall be ratified in accordance with rule 7.6.

## 6. COUNCIL

6.1. The Association's Management Council shall consist of The Chairpersons from each of the Groups' Committees together with any fully paid-up current Member co-opted to assist as agreed. ("the Council"). The Council shall consist of not less than three Executive Members and not exceed six members. The Chairman will be the local and legal representative of the Association.

6.2. The Chairman of the Council shall rotate through the Chairperson's of the Groups each year as agreed by the Council.

6.3. On application by a Member, the Council may agree to co-opt any Member to fill Council vacancies which may occur.

6.4. If a vote is required by the Council, in the event of a tie the agreed Chairman will have another, casting vote.

## 7. POWERS OF COUNCIL

7.1. The Council shall have full powers to manage and run the affairs of the Association in furtherance of its objectives.

7.2. A Quorum of the Council shall consist of not fewer than three quarters of the Groups represented provided that at least three elected Members are present.

7.3. The Council shall meet as frequently as they may deem necessary, but not less frequently than at intervals of four months.

7.4. The Council roles are to coordinate the activities of Groups in accordance with the Constitution, resolve disputes, apply for funds, and ensure timely reporting under the law. All other responsibilities shall rest with Groups.

7.5. The Council will coordinate the preparation of an annual consolidated report for the Commissioner for Voluntary Organisations, and prepare any other report required by law.

7.6. If it is considered necessary to adopt, or abolish or amend this Constitution or change the rate of Subscription for Membership the following procedure shall apply:

7.6.1. Proposals shall be sent by Members in the form of written, proposed, and seconded resolutions to the Group Chairperson to be considered at Council.

7.6.2. If the proposal is accepted, the Council shall arrange a Meeting of all Members to consider the changes. Members shall be notified 28 days before the Meeting.

7.6.3. Constitution changes shall be carried by a majority vote of two thirds of Members voting.

7.6.4. Other votes shall be carried on a simple majority.

7.6.5. The purport of rules 10.3.3 to 10.3.7, inclusive shall apply to this Meeting.

7.6.6. Any resolution/decision passed will come into effect immediately following approval.

## 8. RESCINDING OF MEMBERSHIP

8.1. The Council may consider rescinding membership of any Member who has wilfully acted against the Constitution or is considered to have brought the Association into disrepute. The following procedure shall apply:

8.1.1. Any Member seeking to apply for the rescinding of a Member's membership of the Association is to submit to the Council in writing the reasons for so doing.

8.1.2. On receipt, Council will be convened to consider such a request and vote.

8.1.3. Any Member whose membership has been cancelled may re-apply for membership after one calendar year. A 2/3rds majority of the total membership of the Council is required to reinstate a Member.

## 9. GROUPS

9.1. The Association is divided into Groups based on geographical area as required. No new Group shall be formed, or an existing Group be closed down without the prior approval of the Management Council of the Association. Groups are subject to this Constitution of the Association.

9.2. Members may belong to the Group of their choice irrespective of where they live and may attend the activities of any other Group. Members must have a current paid up and registered membership to attend Group General Meetings but are entitled to vote only at the Meetings of the Group of which they are Members.

9.3. Each Group will have a governing Committee, the Chairman of which shall be a member of the Council of the Association.

9.4. Groups shall be governed as follows:




- 9.4.1. Each Group Committee will consist of the following elected officers - Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer as a minimum - and Members to fill the relevant positions required on each individual Group's Committee. Any Group Member may hold more than one office, but the committee must consist of a minimum of 3 Members.
- 9.4.2. Bank Accounts shall be operated in the name of the Association and its Groups and cheques shall be signed by any two from the Chairman, Vice Chairman, Honorary Secretary or Honorary Treasurer or their deputies.
- 9.4.3. Proper books and records shall be kept by the Honorary Treasurer.
- 9.4.4. Accounts for each financial year shall be from the 1<sup>st</sup> January to 31<sup>st</sup> December to be drawn up by the Honorary Treasurer and either audited, if required by law, or authenticated at least by two other Members of the Committee and presented to the Group Annual General Meeting.
- 9.5. In the event of a Group being unable to form a committee to run its affairs, the Council will convene a Group Emergency General Meeting, the sole purpose of which will be to appoint a committee. Should this initiative fail, following reconciliation of the Group's balance sheet and membership totals, Members of the Group will be given the opportunity to transfer to other Groups along with a proportionate amount from the closed Group's funds. The Council will then give approval for Group closure and immediately take over the management of recovery of all Group assets for disposal within the Association.
- 10. ANNUAL GENERAL MEETING OF GROUPS**
- 10.1. The Annual General Meeting of each Group shall be held not later than 31 March following the end of each accounting year.
- 10.2. **Content of Annual General Meeting:**
- 10.2.1. Receive the Chairman's Report and Approved Accounts.
- 10.2.2. Elect the Chairman, Vice Chairman, Honorary Secretary, Honorary Treasurer and other Group Officers.
- 10.3. **Conduct of Annual General Meeting:**
- 10.3.1. Twenty-eight days' notice of the Group Annual General Meeting shall be sent to Members at their last known address, including electronic or telephonic contact with a notification of the date, time and place of the Meeting.
- 10.3.2. Nominations for Group Officers, duly proposed and seconded, and with the written consent of the person nominated shall reach the Group Honorary Secretary by 31<sup>st</sup> January and Members will be notified of the nominations not later than 28 days before the AGM.
- 10.3.3. Every paid-up Member shall have one vote.
- 10.3.4. Attendance Register. A register of attendance shall be signed by all paid up Members attending the Meeting who shall be admitted only on production or checking of their confirmation of current membership.
- 10.3.5. Where appropriate for those who are unable to attend the Meeting by reason of infirmity or who cannot attend due to being in gainful employment or absence from the Maltese Islands this can be arranged as a postal vote and must be received seven days prior to the AGM. A Video Conference AGM, or a written AGM is acceptable where it is not possible or feasible to all gather in person.
- 10.3.6. To constitute quorum for a meeting there must be a minimum of Five Percent (5%) of the total membership present. If the requisite number of Members is not present fifteen minutes after the advertised time for commencement of meeting as notified in the notice of the AGM, then at the discretion of the Chairman a decision as to whether the meeting may or may proceed will be made.
- 10.3.7. The Chairman of the Group, or in his/her absence the Vice Chairman, or in the absence of both, an elected Member of the Group appointed as Chairman of the Meeting by those present shall preside at the Meeting and shall, in addition to his/her own vote, have a casting vote whenever there shall be an equality of votes.
- 10.3.8. All duly proposed and seconded Resolutions put before the Meeting shall, be decided by a simple majority of votes. If a majority of Members present so request it, such voting shall be by secret ballot.
- 10.3.9. Any decision passed will come into effect immediately following approval.
- 11. EXTRAORDINARY GENERAL MEETING OF GROUPS**
- 11.1.1. An Extraordinary General Meeting may be called by a majority of the Group, in writing or by the Council.
- 11.1.2. This request must be sent to the Chairman of the Group that the Members belong to accompanied by the proposed Resolution(s). The EGM shall be considered by the Council and if agreed at Council it shall be held within 28 days of the written request being received by the Group Chairperson.
- 11.1.3. At any Extraordinary General Meeting only the specified Resolution(s) shall be discussed.
- 11.1.4. Rules 10.3.3 to 10.3.9, inclusive, shall apply to Extraordinary General Meetings.
- 12. DISBANDMENT**
- 12.1. In the event of the Association being disbanded, any remaining funds and/or property shall be donated to either a voluntary non-profit making organisation, a non-profit charitable institution or the Voluntary Organisations, chosen by the outgoing Council,
- 12.2. In the event of disbandment of the Association the outgoing Council is to inform the Commissioner for Voluntary Organisations within fifteen (15) days of the decision taken to disband.

**FORCE MAJURE**

12.3. From time to time there may be occasions where certain aspects of this constitution cannot be practically applied. Such as natural disaster, pandemic, or sudden external events. In the event of such an occasion, if the normal function of the Association cannot proceed, then the existing Group Committees and Council will continue. When the occasion permits, the normal operation of this Constitution will resume as quickly as practically possible. If it is possible to meet or vote remotely or by post or by electronic means, then this option can be used, if practical and agreed.

**13. DECLARATION**

13.1. This statute has been formally approved at the Association's AGM held on the 19<sup>th</sup> May 2022 at the Palace Hotel, Sliema.

Signed:   
Kenneth Collins  
Chairman Mellieha  
I.D. Card 0010435A

Signed:   
Peter Robinson MBE  
Chairman Sliema/St Julian's  
I.D. Card 0014929A

Signed:   
Julie Amanda Rusher  
Chairman St Pauls Bay  
I.D. Card 0048771A

Signed:   
Jennifer Jane Jones  
Chairman Gdzo  
I.D. Card 0022919A

Signed:   
John Mark Rusher  
Outgoing Council Hon Treasurer  
I.D. Card 0041556A

Signed:   
Harvey Percival Stephenson  
Outgoing Council Chairman  
I.D. Card 0013267A

