

Constitution of the International Badgers Club

1. Title

- i. The name shall be **THE INTERNATIONAL BADGERS CLUB** (hereinafter referred to as the Club).

2. Aims

The aims of the Club are:

- i. to help foster the international spirit of Scouting and Guiding.
- ii. to assist Members to start and/or improve their collections of Scout and Guide badges.
- iii. to assist with the exchange of information relating to badge collecting.

3. Membership

- i. Membership is open to any Member or Supporter of any Scout or Guide Association of any country on payment of the required membership fee.
- ii. Adult Members will be those Members who have paid the required fees and they will be entitled to vote at General Meetings, be eligible for office in the Club and for consideration for election to Life Membership.
- iii. Life Members will be elected at a General Meeting, on the recommendation of the Executive, for outstanding services to the Club. A Life Member will have full voting rights and be eligible for office in the Club, but will be exempt from the payment of an annual fee. Any member may put a name forward with a short resume of the service to be considered. The Executive will consider applications and may recommend the name for election at the AGM.
- iv. Honorary Membership may be bestowed by the Executive. Honorary Members have no voting rights.
- v. Affiliated Members will be those Members who have paid the affiliation fee. These Members have no voting rights.
- vi. A Patron/President will be any person appointed as such by Club Members, on the recommendation of the Executive, at a General Meeting. A Patron/President will have no additional rights or privileges, and is exempt from the payment of an annual fee.
- vii. A Patron/President will be appointed for a period of 3 years. The person appointed may be re-appointed for a further term.
- viii. A Patron/President, if appointed, will chair the Annual General Meeting at the appropriate time during the election of a Chairman.
- ix. If no Patron/President is appointed or present at the time of the election of the Chairman, the Executive will appoint someone to chair the Annual General Meeting during the election of the Chairman.
- x. Junior Members will be those Club Members under 18 years of age on 1st October of the relevant year, who have paid the required fee. They have full voting rights, but are not eligible for office in the Club
- xi. Family Membership is for up to two adults and their children under 18 years, living at one address. They will receive one copy of the magazine. The first named adult has voting rights and is eligible for office in the Club. Subscription is at the Adult rate.
- xii. Group/Unit Membership provides for units with one named adult contact with voting rights. They will receive one copy of the magazine. Subscription is at the Adult rate.

4. Child Protection Policy

- i. The International Badgers Club accepts the Child Protection Policy of The Scout Association and The Guide Association as laid down in the respective Policy Organisation and Rules as its own policy.
- ii. All members will be the subject of a 'Headquarters Enquiry.

5. Annual Membership Fees

- i. The annual membership fee will be set by the Executive and will be payable on or before the first day of October each year. Late payment will incur a cost, as set by the Executive.
- ii. Special and/or enrolment fees may be set by the Executive from time to time, to cover initial enrolment or other abnormal costs.

6. The Executive

- i. On acceptance of this revised Constitution, the Executive shall be formed initially by the incumbent Members.
- ii. The Executive shall consist of the Officers elected to the positions of Chairman, General Secretary, Treasurer, Membership Secretary, Young Persons Representative, Cataloguer, persons co-opted and Officers pro-tem.
- iii. Non-Executive Members will be co-opted by the Executive to sit in committee meetings, but have no voting rights.
- iv. Non-Executive posts will be reviewed at least every two years. These will consist of Magazine Editor, Auctioneer, Magazine Distributor, Historian, Sales Co-ordinator, and any other appointments deemed necessary by the Executive.
- v. No person may hold more than one position at any one time.

7. Powers vested in the Executive

- i. The following powers shall be vested in the Executive:
- ii. To act on behalf of the Club in all matters pertaining to acquisition and/or disposal of materials, property and equipment.
- iii. To appoint or dismiss Local Representatives for any region or regions as the Executive may, from time to time, deem expedient.
- iv. To recommend a Patron/President.
- v. To recommend Life Members.
- vi. To rule on all matters relating to the Code of Conduct or any breaches of it.
- vii. To appoint Officers pro tem to fill a casual vacancy. Such an appointment to last until the next Annual General Meeting, where an election will be held and an Officer appointed for the remaining current term of office, before it falls vacant.
- viii. The Club will provide indemnity for the Officers of the Club whilst carrying out their duties.

8. Election of Officers

- i. Notice will be given in the November magazine prior to the election, informing Members of the positions vacant and calling for nominations.

- ii. Nominations proposed and seconded and signed by the nominee, who all must be current eligible Members, together with a statement for publication, if it is required, must be in the hands of the Chairman by noon on 1st December prior to the election.
- iii. Officers shall be elected for a term of three years. At the Annual General Meeting in 2003, and every third year thereafter, the General Secretary and the Cataloguer will retire, but may offer themselves for re-election. At the Annual General Meeting in 2004, and every third year thereafter, the Chairman and Guide Co-ordinator will retire, but may offer themselves for re-election. At the Annual General Meeting in 2005, and every third year thereafter, the Treasurer and Membership Secretary will retire, but may offer themselves for re-election. Officers may be re-elected for any number of successive terms.

9. The Duties of the Executive and/or its members

- i. The Chairman will preside over all meetings of the Executive and at General Meetings.
- ii. The General Secretary will minute all meetings and maintain minutes of the General Meetings available for any Member to inspect at reasonable request; and will deal with all correspondence, motions and notices, as directed by the Executive.
- iii. The Treasurer will receive all monies and will pay all accounts, as directed by the Executive; will keep a proper record of all transactions; will submit a financial report to each Executive meeting; and will present an account of the Club's finances at the Annual General Meeting.
- iv. The Membership Secretary will enrol new Members and will maintain an accurate list of current Members.
- v. The Cataloguer will maintain, as far as possible, an up to date catalogue of Scout and Guide badges as required.
- vi. The Executive shall consider all matters brought to its notice in writing concerning the Code of Conduct, and will rule on all matters relating to this.
- vii. A Member deemed to be in breach of the Code of Conduct may be suspended by the Executive and ultimately have their membership withdrawn. Any Member so suspended or having membership withdrawn has the right of appeal in person or in writing to an Appeals Panel. The Panel will hear evidence both of the reasons for the suspension or withdrawal of membership and any explanation offered. The Executive will, if requested, set up such a panel within three months of receipt of any notice of appeal from the member concerned. The Panel will consist of five members. No member of the Executive who was party to the original decision will sit on the Panel.

10. Duties of Non-Executive Members

- i. The Magazine Editor shall produce the bi-monthly magazine.
- ii. The Magazine Distributor shall distribute the bi-monthly magazine.
- iii. The Historian shall keep, as far as possible, an accurate archive on the activities of the Club and badge collecting in general.
- iv. The Auctioneer shall run the Club auctions, as directed by the Executive.
- v. The Sales Co-ordinator shall sell items as directed by the Executive.
- vi. The Guide Co-ordinator will promote the collecting of Guide and Girl Scout badges within the Club; they will co-operate with the Cataloguer and assist in the general running of the Club.
- vii. The Events Organiser organises the Gilwell Reunion and AGM bookings, and other special events as directed by the Executive.
- viii. The Webmaster develops and maintains the club web site as directed by the Executive.
- ix. If deemed necessary by the Executive Assistant Non Executive Members may be appointed.

11. Meetings of the Executive

- i. The Executive will meet at least three times during the year, at intervals not exceeding five months.
- ii. Fourteen days' notice shall normally be given for any meeting; non-receipt of notice shall not invalidate any meeting.
- iii. Three voting Officers will constitute a quorum.
- iv. Any Member of the Executive absent from three consecutive meetings will be liable to forfeit his or her office.
- v. If an Officer of the Executive is absent from three consecutive Executive meetings without reasonable excuse, or if the Executive consider that an Officer of the Executive is not fulfilling the role, the Annual General Meeting will be informed. A vote of confidence in the Officer concerned must then be held.
- vi. If an Officer loses a vote of confidence at a General Meeting, he or she is removed from office with immediate effect.
- vii. Resolutions shall be passed by a majority vote, each Officer, or Officer pro tem, having one vote, providing that any resolution to strike a Member from the Register requires the support of the full Executive.
- viii. In the absence of the Chairman, a person will be appointed by the Executive to chair the meeting.

12. Executive Sub Committees

- i. The Executive may delegate any part of its duty to a sub-committee of its Members and/or its Officers, but shall at all times retain the right to approve, review or revoke any actions of each sub-committee.
- ii. A sub-committee shall be established by resolution of the Executive and carry out the duties specified.
- iii. Each sub-committee shall determine its quorum upon the formation of the committee.

13. Independent Examiner

- i. An independent examiner shall be appointed at each Annual General Meeting. They will inspect the annual accounts of the Club for presentation at the following Annual General Meeting.

14. Assets of the Club

- i. The assets of the Club, whether income and/or property, shall not be given or transferred in any way to any Member(s) of the Club, except the payment in good faith as remuneration to any Member of the Club for services rendered to the Club, or for goods supplied in the ordinary way of business, or for any reasonable out-of-pocket expenses properly incurred by Members of the Club acting under the authority of the Executive.
- ii. No personal mail may be distributed with the Club magazine, unless agreed by the Executive.
- iii. No personal use may be made of the Club address labels, unless agreed by the Executive.

15. Code of Conduct

- i. The Executive shall prepare, issue and keep under review, a Code of Conduct for matters pertaining to the normal functions of the Club. Such a Code of Conduct will be attached to any copies of the Club Constitution.

16. Auction Rules

- i. The Executive shall prepare, issue and keep under review, a set of Auction Rules for matters pertaining to the Club auctions. Such a set of Auction Rules will be attached to any copies of the Club Constitution.

17. Constitution

- i. Members of the Club have the power to alter this Constitution at the Annual General Meeting or an Extraordinary General Meeting. At least ten weeks' prior notice of such a change must be given, and the nature of the proposed alteration must be specified in the notice. Such an alteration must be approved by at least two-thirds of the Members voting, including those who vote in a postal ballot, if the Executive has requested one.

18. Annual General Meeting

- i. An Annual General Meeting shall be held at a venue and on a date determined by the Executive.
- ii. At least ten weeks' prior notice shall be given.
- iii. A total of forty Members, including Members of the Executive, shall constitute a quorum.
- iv. All current and Junior Members are eligible to attend the meeting and entitled to vote. Members of the public may attend at the discretion of the Executive, but may not vote nor stand for office.
- v. Every ordinary Member shall be entitled to one vote (family or group membership being constituted as a single membership with one vote).

19. Branches of the International Badgers Club

- i. Members of the Club living within a particular area, who meet for the purpose of exchanging Scout and Guide badges, may call themselves a Branch of the International Badgers Club.
- ii. Membership of a Branch carries no voting privileges at any Club meeting, other than those conferred by being a Member of the Club.
- iii. No Branch may be formed without the prior approval of the Executive.
- iv. All Branches must submit accounts to the Club Treasurer within six months of the end of their financial year.

20. Business of the Annual General Meeting

- i. To receive apologies for absence.
- ii. To read and confirm the minutes of the previous year's General Meetings.
- iii. To deal with matters arising from General Meetings.
- iv. To receive and adopt the Annual Reports of the Executive on the activities of the Club.
- v. To receive and adopt the statement of accounts of the Club.

- vi. To elect Officers to the Executive positions vacant at the time.
- vii. To appoint an Independent Examiner
- viii. To appoint Returning Officers.
- ix. To accept or reject, and if necessary hear items of Any Other Business.
 1. No items of Any Other Business will be accepted, unless they are of an urgent and immediate nature. Such items should be submitted to the General Secretary by noon on the day of the Annual General Meeting. Firstly, the Proposer (duly seconded) should satisfy the Annual General Meeting that the item for discussion is urgent and immediate. The Meeting will then either approve or reject the item as a proposal. If accepted, it will be dealt with under the same procedure as a normal proposal, with only five minutes allowed for each item.
 2. The five-minute restriction on each item of Any Other Business may be lifted on the recommendation of the Club Executive to the Annual General Meeting.
- x. To hear and deal with any votes of confidence in Members of the Executive who have been absent from three consecutive Executive meetings.
- xi. To hear and deal with any changes to the Club Constitution.
- xii. To hear and deal with any proposals submitted by Members.

21. Extraordinary General Meeting

- i. An extraordinary General Meeting may be convened by the Executive, at its own requirement, or at the request in writing of at least forty Members, or two-thirds of the current membership of the Club, whichever is the lesser. The rules pertaining to Annual General Meetings shall apply, except that the business shall be limited to the agenda issued with the notice of the meeting.

22. Winding-Up or Dissolution of the Club

- i. The Club shall not be wound up or dissolved, except by the consent of two-thirds of the current Membership, voting by postal ballot. At least two calendar months' notice of such a vote must be given. Any and all assets of the Club remaining, after full settlement of all just debts and liabilities incurred by the Club, shall be disposed of by transfer to the Scout and Guide Associations.

This Constitution was accepted at the March 2018 Annual General Meeting.