



RULES OF THE SOCIETY

9th May 2022

***A Charitable Incorporated Organisation
Registered with the Charity Commission
Number 1169995***

1. RULES OF THE SOCIETY – INTERPRETATION, AUTHORITY AND COMMENCEMENT

a) The following words and phrases shall have the following meanings:

“AGM” (Annual General Meeting) means the Annual General Meeting of the Society, usually held in April of each year in accordance with the provisions of the Constitution.

“BoT” (Board of Trustees) means the governing body of the Society, as more particularly described in Rule 2 below.

“Trustee” shall be a Charity Trustee with the meaning assigned to it under the Constitution.

“Constitution” means the constitution of the Society adopted at the Society’s AGM held on 16th April 2016 and any amendments thereto and which came into effect from 2nd November 2016.

“National Officers” means those persons appointed either to the BoT by the Society members or to a national Group by the BoT, as more particularly described in Rule 4 below.

“Rules” means these rules and any amendments hereto.

“Society” means The Railway Correspondence and Travel Society (RCTS).

“RO” (The Railway Observer) means the monthly magazine published by the Society.

- b) These Rules were first adopted by at least 75% of the Society’s members present and voting at the AGM in Coventry on 16th April 2016 and have been amended by at least 75% of the Society’s members present and voting at subsequent Society AGMs. This version took effect from the date shown at the end of these Rules.
- c) These Rules will be subordinate to the Constitution of the Society, which became a Charitable Incorporated Organisation (CIO) from 2nd November 2016, and these Rules shall supplement but not replace any of the provisions of the Constitution. In the event of a conflict between the Rules and the Constitution, then the Constitution shall prevail.
- d) In accordance with Clause 26 of the Constitution, the Trustees made a rule that changes to these Rules can only be made at an AGM, or Extraordinary General Meeting (EGM), of the Society held in accordance with the provisions of Rule 11 below.

2. BOARD OF TRUSTEES

- a) The BoT (appointed by members attending the AGM) shall consist of a maximum of twelve members, of whom one shall be the Chairman, one shall be the Branch Liaison Officer, four shall be the Secretary, Treasurer, Commercial Officer and Development Officer (each of whom will be the Leader respectively of the Administration Group, Finance Group, Commercial Group and Strategy Group as described in Rule 4 below) and the remainder shall be other members of the Society.
- b) To satisfy the requirements of Clauses 11(4) and 19(2) of the Constitution, the Trustees determined that the Society Chairman, when elected under Rule 2a above, shall chair its meetings, unless temporarily replaced either by the Deputy Chairman (see Rule 4a below) as first choice or by another Trustee with the agreement of those Trustees present and forming a quorum (see Rule 2e below).
- c) Each appointed member of the BoT shall remain members of the Board for a period not exceeding three years but may seek re-appointment at the AGM of the Society immediately before the termination of that period of office. The retirement of members of the BoT shall be by rotation, in accordance with the provisions of the Constitution.
- d) Under the provisions of Clause 13 of the Constitution, the BoT shall have the powers to co-opt members to fill any vacancy on the BoT. The Trustees made a rule that the co-opted members will serve on the BoT until one month after the next AGM, unless elected at the immediately preceding AGM to complete the term of office for the previously named occupant of that position should that term continue beyond one month after the next AGM.
- e) Not less than seven days’ notice shall be given of any meeting of the BoT and four shall form a quorum.

- f) The BoT will meet at least three times in each year.
- g) Only with the full agreement of all Trustees of the CIO, meetings of the BoT may be conducted through the medium of electronic communication, provided that all members plus the Minutes Taker (see Rule 4b below), are able to participate in using this methodology. Minutes must be recorded of decisions reached.
- h) The BoT shall determine and manage the Society's policy and shall direct the creation and maintenance of a Risk Register covering all planned activities undertaken in the name of the Society.
- i) The BoT's decision in all matters affecting the Society shall be final.

3. FORMATION AND RUNNING OF BRANCHES

- a) The Society shall have the power to form and support the continued running of local branches.
- b) Each branch shall be administered by a committee, who shall be members of the Society, comprising as a minimum a Chairman, Secretary, Treasurer and ideally one other member, elected annually from amongst its members.
- c) Each branch committee shall conduct itself in accordance with the guidelines issued by the Society's Branch Liaison Officer (see Rule 4 below), usually via the medium of a document referred to as the "Officers Handbook".
- d) A branch committee shall meet at least three times in each year (one of which must be an AGM) and minutes shall be recorded of its deliberations at all meetings. These meetings may be conducted through the medium of electronic communication. The branch AGM should be a face-to-face meeting unless it is not possible to hold a physical meeting.
- e) A branch committee has the authority to arrange indoor and outdoor meetings, to represent the Society at appropriate functions and to raise funds, to within any limit set by the BoT, for the furtherance of the charitable objectives of the Society.
- f) All branch activities should be risk assessed (with the conclusions documented) in accordance with the guidelines in the Officers Handbook.
- g) For its regular venue, a branch must not enter into a contract which contains onerous clauses that might invalidate the Society's insurance policy. The branch must consult with the BoT whenever there is any doubt before signing a commercial agreement with the proprietors of the venue.
- h) Any member may partake of facilities provided by any branch on payment of any local fees or charges, subject to any restriction on the size of parties imposed by the various authorities, although, if necessary, first consideration will be given to members of the organising branch.

4. ROLES OF NATIONAL OFFICERS, GROUP LEADERS & OTHER OFFICERS

- a) The responsibilities of the Society's Chairman, Secretary and Treasurer are as follows:
 - i) **Society Chairman** – Chair meetings of the BoT, AGM and Officers' Conference, co-ordinate the appointment to BoT vacancies and other national Society sub-committee vacancies and ensure the efficient running of the Society.
 - ii) **Society Secretary** – manage the general administration of the Society including leadership of the Administration Group (see Rule 4b(i) below).
 - iii) **Society Treasurer** – manage the financial affairs of the Society, as authorised by the BoT, and lead the Financial Group (see Rule 4b(ii) below).

Trustee functions and duties are determined in Clause 12(1) of the Constitution. There will also be a Deputy Chairman, chosen from amongst the other BoT members to assist and deputise for the Society Chairman in accordance with Rule 2b above, when necessary.

- b) Under the provisions of Clause 18(2) of the Constitution, the Trustees have directed that day-to-day management of the Society's affairs will be delegated to four national Groups, whose respective

Leaders will be members of the BoT. They shall represent the other officers in each Group (as listed below) who will be appointed by the BoT and whose responsibilities are as follows:

i) Administration Group:

Society Secretary – see above. Leader of this Group.

Minute Taker – to attend all BoT meetings, but without voting rights, to record and document the BoT's deliberations and decisions.

Branch Liaison Officer – manage the working with and facilitating communication between the BoT and the branches and to ensure the smooth running of the Regional Meetings and the Officers' Conference.

Membership Officer – manage the maintenance of the Society's records of current and past members.

ii) Financial Group:

Society Treasurer – see above. Leader of this Group.

Assistant Treasurer (Branch Finances).

Assistant Treasurer (Renewals).

Assistant Treasurer (New Members).

Assistant Treasurer (Commercial), who will also be a member of the Commercial Group (see below).

iii) Commercial Group: This group will select a Leader from amongst the following officers to be the Commercial Officer.

Publications Officer – manage the production of Society publications.

Digital Officer – manage maintenance and development of the Society's website.

Managing Editor – manage the production of the *RO* and its supplements.

Chief Archivist – coordinate, promote and be responsible for the archive / library and photographic archive facilities.

Assistant Treasurer (Commercial), who will also be a member of the Financial Group (see above).

iv) Strategy Group:

Development Officer – Leader of this Group.

Strategic Planning Officer – will assist the Development Officer and deputise when necessary.

Exhibitions & Events Officer.

Publicity Officer.

Long-term planning of individual special Society events (e.g. the Annual Members' Weekend, the Society's 100th anniversary, etc.) will be the responsibility of this Group and additional members of the Society may be invited to serve on this Group, subject to the approval of the BoT, to help manage these activities.

- c) How each Group is managed shall be determined by its Leader. Progress reports will be submitted whenever necessary to the BoT.
- d) The Society Chairman cannot lead one of the four national Groups but can serve on any of them in one of the other designated capacities shown above, other than the role of Minute Taker, provided there is no conflict with the primary role of Society Chairman.
- e) The Leader of one of the four national Groups cannot lead another of these Groups but can serve on any of them in one of the other designated capacities shown above, other than the role of Minute Taker.

- f) Any BoT member who is not the Society Chairman nor a Leader of one of the four national Groups can serve on any of these Groups in one of the other designated capacities shown above, other than the role of Minute Taker.
- g) From time to time the BoT may approve the appointment of other officers of the Society. This will include the President (who shall be invited to serve for a term determined by the BoT) and Vice Presidents (who shall usually be invited to serve for life); such officers will not be members of the BoT but may be invited to attend its meetings on occasion.

5. FINANCE

- a) The national finances of the Society shall be controlled by the BoT.
- b) Reasonable expenses disbursed on behalf of the Society may be reclaimed on application to the Treasurer.
- c) Accounts are kept by the Treasurer of all monies received and expended by the Society and a complete examined financial statement (excluding, however, the separate accounts of Branch-level income and expenditure) shall be presented to the AGM for the approval of those Society members present.
- d) At each AGM, the appointment of Independent Examiners to examine the financial statement (as described in Rule 5c above) for the current financial year shall be approved by a majority of those Society members present.

6. MEMBERSHIP

- a) Applicants for admission to the Society must be at least sixteen years of age.
- b) Application for membership must be made on the appropriate form, obtainable from the Society Secretary, Membership Officer or Branch Secretary or can be made on-line via the Society's website in accordance with the instructions contained therein.
- c) Members (apart from a life member) shall contribute a combined membership and magazine fee at rates and intervals to be determined by the BoT.
- d) A former member whose membership has lapsed may not use any reduced-price membership offer to rejoin the Society until a period of twelve months has elapsed since their membership of the Society ceased.
- e) Life membership shall be available to anyone over the age of 50 on 1st January in the year of commencement, at a cost to be determined by the BoT. Evidence of age will be required.
- f) The BoT shall have the power to present any member with Honorary Life Membership of the Society (meaning that the person concerned is not required to pay the annual membership and magazine fee) in recognition of exceptionally meritorious service to the Society.
- g) A member who feels he or she has a grievance against another member, a Branch Committee or an Officer of the Society may appeal in confidence to the BoT which shall consider the complaint and any supporting evidence in an appropriate manner. Only by the agreement of both parties to the complaint shall the result of any investigation be made known to other members.

7. CHANGE OF ADDRESS

Any change of address, other than temporary changes, must be notified in writing to the Membership Officer.

8. MISUSE OF THE NAME OF THE SOCIETY

No member shall use the name of the Society either to gain private advantage or to the detriment of the Society in general. Any breach of this rule will be dealt with within the terms of the Constitution and these Rules.

9. VISITS

During all Society visits, members and visitors shall abide by the requirements (as advised) of appropriate safety legislation and must obey the directions given by leaders of the party and by any appointed guide or representative(s) of the authority granting the visit. Failure to behave in a safe fashion or obey these instructions will lead to a report being placed before the BoT, which may result in expulsion of the member concerned, with forfeiture of membership.

10. SOCIETY COPYRIGHT

- a) *The Railway Observer* is the monthly magazine of the Society. Original information published in the *RO* is copyright and for the private use of members. Reproduction therefrom is forbidden except with the written consent of the Managing Editor on behalf of the BoT.
- b) Original information published in all other RCTS publications is copyright. Reproduction therefrom is forbidden except with the written consent of the Publications Officer on behalf of the BoT.
- c) Information published on the Society's website is copyright and, in certain places which are indicated, is for the private use of members.
- d) All the material within the Photographic Archive is copyright.

11. ALTERATION OF RULES

In accordance with Clause 26 of the Constitution, the Trustees made a rule that these Rules of the Society shall not be altered, added to or deleted from, except in the following manner:

- a) Notice of any proposed new or amended rule (which must not contradict the Constitution) shall be given, in writing, to the Secretary not later than 90 days prior to the advertised date of the next AGM.
- b) The text of any proposed new or amended rule shall be published in the Agenda of the AGM and also in the issue of the *RO* for the month prior to that in which the AGM is to be held.
- c) The rule shall be proposed at the AGM of the Society and must be adopted by at least 75% of those present and voting.
- d) If the proposed rule has not been passed in accordance with Rule 11c above, then either the meeting, by a simple majority, or the BoT, may require that it be put to a ballot of all members before it shall take effect. This ballot shall be carried out in such a manner as the BoT may determine and a simple majority of those voting shall be necessary to pass the resolution. The result must be announced as soon as possible after the date of the meeting at which the resolution was passed.
- e) A new rule, adopted as above, shall take effect from one month after the date of the AGM unless a ballot is required as in Rule 11d above when it shall take effect from one month after the announcement of the result of the ballot.
- f) When exceptional circumstances outwith the control of the Society require the date(s) of these events to be changed from those normally applicable, any new rule or amendment thereto shall take effect from one month after the date of the relevant AGM, or ballot, provided they have otherwise been passed in accordance with the provisions of Rules 1a to 1e above.

12. GENERAL

- a) The Membership and Administrative Year of the Society is from 1st January in each year to the following 31st December inclusive.
- b) The date when decisions taken at the AGM shall be implemented, including the appointment or re-appointment of members of the BoT, will be one month after that AGM or one month after any subsequent ballot taken in accordance with Rule 11d above.
- c) With the exception of the Treasurer's report, which shall be the financial statement for the year ending 31st October of the previous calendar year, reports from Society Officers to be presented at an AGM shall be for the full calendar year prior to the one in which this meeting is being held.

d) The financial year of the Society is from 1st November in each year to the following 31st October inclusive.

This version is applicable from 9th May 2022