**WOMEN’S INTERNATIONAL LEAGUE FOR PEACE AND FREEDOM**

**UK Section**

**Trading as WILPF UK**

**WILPF UK MANAGEMENT COMMITTEE**

**(ALSO KNOWN AS WILPF EXECUTIVE COMMITTEE)**

**ORGANISATIONAL RULES**

# **As agreed at the Special General Meeting 5th March 2022.**

***The Women’s International League for Peace and Freedom UK Section Ltd. (WILPF UK) is a Company limited by Guarantee. The Company Directors will be elected by democratic vote at the WILPF UK Annual General Meeting (AGM). Day to day matters will be managed in accordance with these Organisational Rules by the Executive Committee, which will be responsible to the Company Directors.***

***The Organisational Rules shall incorporate WILPF UK’s Aims and Principles and Code of Conduct, and the Procedure for Upholding the Code of Conduct.***

**1. MEMBERSHIP**

1. **Membership,** which includes membership of the UK Section and International WILPF, is open to all persons who accept the Aims and Principles and Code of Conduct of the Section and pay an annual subscription in support of its work. New and existing members will be able to access a copy of this document. Any breach of the Code of Conduct shall be dealt with in accordance with the procedure laid down in the Grievance Procedure.
2. **Benefits**. Members are entitled to receive the Annual Report including the accounts for the previous financial year, at least one other newsletter a year, notification of the Annual General Meeting (AGM) and any Special General Meeting (SGM), and on request to the Secretary, minutes and notification of Executive Committee Meetings. They may take part in the AGM and in all the activities of the Section and may nominate members to serve as Officers or on the Executive Committee.
3. **Finance and Subscriptions.** The financial year is from 1st January to 31st December in each year. Subscriptions are due on 1st January for that calendar year. Subscriptions are paid by members to the Membership Secretary. If members have not paid their subscription by 30th June of that year membership is deemed to have lapsed. The amount of the subscription shall be decided at the AGM.
4. **Company Guarantors:** Members are Guarantors of UK WILPF and each member’s guarantee is limited to £1.00.

**2. ADMINISTRATION**

1. **Decisions** at all levels mentioned shall normally be by consensus unless specifically mentioned hereafter, or unless the facilitator of the session or a Company Director decides that, on important issues, a vote is needed.
2. **Branches**. If a group of four or more members wish to form a Branch they should apply to the Executive Committee prior to one AGM and the Branch status should be subject to confirmation at the following AGM. Each Branch must have a Secretary and a Treasurer and hold an Annual General Meeting. To assist new Branches with their setting up costs a discretionary grant may be made from UK central funds. All Branch members should be individual members of WILPF UK, but Branches may resolve to have additional local subscriptions to cover their running cost and local campaign work. If a Branch has less than four members at the end of the calendar year, then it will be closed six months later if membership does not rise. If any Branch is holding funds these will be part of the WILPF UK Company assets, and from the accounts for the year to 31st December 2022 onwards they must be shown on the WILPF UK balance sheet. The balance at the end of the calendar year must be reported to the WILPF UK Treasurer, accompanied by a bank statement. Branches may not run their bank accounts in deficit.
3. **The Executive Committee** is directly elected. It includes Company Directors and these Officers: WILPF UK Secretary, Company Secretary (who may be the same person as the WILPF UK Secretary), Treasurer, Membership Secretary, International Representative(s), Communications Lead together with up to 9 other members. It also includes a representative from each Branch, elected by that Branch. Where possible no individual should hold more than one office.
4. All Company Directors shall be members of the Executive, and, if possible, there should be a minimum of 7 Directors. Those Branch representatives who are elected only by their Branches, and not by the whole membership of WILPF UK, may not be Company Directors, but this does not apply if the Branch representative has been elected to the Executive Committee by the whole membership.
5. If an Executive Committee member who is also a Director should cease to be a member of the Executive, they are also deemed to have resigned as a Director.
6. A member shall not be eligible to stand for the Executive Committee or as an officer until they have been a member for 6 months.
7. The Executive Committee shall appoint other roles from its members as it deems appropriate.
8. The Executive Committee shall consult regularly between meetings to discuss implementation of the policy of the Section agreed at the Annual General Meeting and to take collective decisions by email as required. They may share practical tasks with members willing to help and invite any person with specialised knowledge to a specific meeting.
9. Executive members are expected to attend at least 75% of Executive meetings in any one year, either in person or on Zoom.
10. Any member of WILPF UK is entitled to attend an Executive Committee meeting, and non-members by invitation.
11. **Length of Service of Officers and Executive Committee members**. It is desirable that tasks should be shared by as many members as are willing to perform them. The Treasurer and Secretary shall be eligible to serve for not more than three consecutive years in that capacity. The International Representative (or International Representatives if this job is shared) is chosen to serve for a period of 3 years and is eligible to serve for not more than 2 such consecutive three-year periods. However, this may be extended if the total period served does not cover two international Congresses. If the WILPF UK Secretary and Treasurer retire at the same time, one of them may be co-opted by and to the Executive for a further year for continuity. Executive members may not serve for more than 3 consecutive years unless they are chosen as an Officer. All Officers and Executive Committee members are eligible to stand again after a lapse of 1 year. The travelling and other expenses of Officers and Executive Committee members may be reimbursed up to an amount agreed by the Executive Committee.
12. **Representatives on Outside Bodies**. Where possible members may not represent the Section on more than three outside bodies at any one time, unless some of these bodies are linked and require the same representative. One of the posts of the Executive Committee should be a link person to the WILPF Trust. This should be a WILPF member who is able to attend WILPF Trust meetings and WILPF Executive meetings.
13. **Nominations for Officers and Executive** Committee may be made by any member of the Section, supported by a seconder, with evidence that the nominee is willing to stand. They should reach the Secretary six weeks before the date of the AGM. If there are two or more people willing to stand for any one office, a decision shall be reached by a ballot of all members either by post or using the last known email address. Voting papers for such a ballot must be sent to members no less than two weeks before the AGM and must be returned to the Secretary to arrive no later than three days before the start of the AGM.

**3. DUTIES OF THE EXECUTIVE COMMITTEE**

1. The new Executive Committee shall meet as soon as practicable after the AGM to suggest roles for its Members during the year, and representatives to other organisations, and provisionally arrange at least 2 other Executive meetings during the year Executive Committees meetings may be held via Zoom or other online platforms.
2. The responsibility of the Executive Committee is to carry out the day-to-day management of WILPF UK in accordance with these Organisational Rules and to implement the programme agreed by the AGM in accordance with WILPF aims.
3. The Executive Committee shall administer the funds of the Section. In order to comply with our banks’ requirements all members of the Executive Committee of WILPF UK must be resident in the UK and must share details of their date of birth and address with the Secretary and Treasurer of the Section.

All projects involving WILPF UK funds shall be costed beforehand, agreed by the Committee and carefully monitored

1. The Executive Committee may appoint sub-committees of other members for specific projects and shall encourage them to seek outside funding
2. The Executive Committee shall be able to co-opt members to fill vacancies but not if this conflicts with 2(e) above.
3. The Executive Committee shall be able to appoint or dismiss paid officials.
4. On all matters on which the rules are silent, the Executive Committee may decide, subject to appeal to the AGM or SGM.
5. A quorum at meetings of the Executive Committee shall be one third of its members.

**4. AFFILIATIONS**

1. The Company Directors may affiliate WILPF to other groups with similar aims. The Company Directors also have the right to affiliate to WILPF UK other groups which support the aims of WILPF and are willing to pay an agreed affiliation fee. Such affiliated organisations will be entitled to send 2 delegates to the AGM.
2. The Section and Branches shall be free to co-operate. both nationally and locally with other groups for ad hoc purposes.

**5. ANNUAL GENERAL MEETING**

1. The AGM shall consist of all members who are present in person and delegates of affiliated organisations.
2. The agenda shall include the Minutes of the previous AGM, a Statement of Accounts and ~~a~~ financial forecast for the coming year. Details of the agenda shall be decided by the Officers. Branches and members may submit proposals for subjects for discussion and action. Resolutions should reach the Honorary Secretary 3 weeks before the date of the AGM. The final agenda should reach all members who have registered their intention to be present, one week before the date of the AGM. Suggested changes to the agenda may be made by agreement of those in attendance. The AGM shall also announce the names of new Directors, Officers and Executive Committee members and decide, if necessary, any changes relating to subscription levels, and affiliation fees. Such changes for the current year shall be publicised in one of the mailings. Members will be able to attend the AGM via Zoom or other on-line platforms.

**6. ADDITIONAL RULES**

1. WILPF UK is a non-profit making organisation. Neither the Officers nor the members will obtain any assets or monetary gain from the organisation.
2. The archive**s** of the WILPF UK Section are the property and responsibility of the UK Section and are located in publicly funded secure institutions on condition that they are kept and cared for and made available to the public.
3. The accidental omission to give notice of a meeting or non-receipt of notice by any member shall not invalidate any proceedings or decisions.
4. The Organisational Rules of the Section may be altered at an Annual General Meeting by resolution stating the proposed change or changes. Changes of the clauses shall be considered one by one and agreed by consensus if possible, but if not by majority vote. The final version of the renewed Organisational Rules as a whole shall be decided by a vote of those present at least two thirds of those voting at the meeting being in favour of the proposed change. A quorum for such a meeting shall be 10 members.
5. In the case of matters requiring urgent review between AGMs, the Officers shall be able to call a Special General Meeting, the agenda for which shall be sent to all members at least one week before the date of the meeting. A quorum for this meeting shall be 10 members.
6. The Company Directors and the Executive Committee shall not instruct any member to engage in illegal activities. Any member who chooses to engage in direct action involving illegal activities takes responsibility for their own actions.

**7. CLOSING THE SECTION**

1. If it should prove advisable or necessary to terminate the Company or end the Section, the Company Directors shall consult the membership of WILPF UK, notifying members of the proposal either by post or by their last known email address, and sending voting papers to be returned to the Secretary by a date stated. The ending of the Section requires a two-thirds majority of members who have voted.
2. In the event of the Section being ended:

All individual members shall be encouraged to become direct members of International WILPF, paying an agreed subscription to the Geneva office.

Financial assets, including legacies received and gifts and shares, if any, shall if possible be transferred to International WILPF

Assets of equipment shall be offered to one or more organisations pursuing similar aims and policies to WILPF.

Three administrators shall be appointed to wind up the Section’s financial and other affairs, including establishing that the archives will be properly cared for.

***Further copies of the International Constitution and UK Organisational Rules may be obtained from WILPF.***