

## DSWA BRANCH PROCEDURES

Rev A 18-03-24

The Dry Stone Walling Association of Great Britain (DSWA) has a number of local Branches, which exist as “sub groups” of the national Association and which do not have any separate legal identity apart from the DSWA. The following procedures identify how such Branches will operate and should be read in conjunction with the DSWA Rules and DSWA Financial Procedures.

### 1. Name

The name of the Branch shall be **The.....Branch of the Dry Stone Walling Association of Great Britain** (hereafter referred to as DSWA).

### 2. Address

The address of the Branch shall be that of the Branch Secretary.

### 3. Purpose

The purpose of the Branch shall be that of the DSWA: to advance education in the craft and heritage of dry stone walling for the public benefit.

### 4. Membership and Subscriptions

- a. Branches may ask for a supplementary Branch fee from members.
- b. The Annual General Meeting of a Branch shall determine the categories of Branch membership and levels of subscription to apply.
- c. Membership of the Branch shall only be open to current members of the DSWA. The Branch shall have the right, with good and sufficient reason, to refuse an application or terminate the Branch membership of any person provided that the person shall have the right to attend and be heard by the Branch Committee before the decision is made. The Branch shall inform the DSWA Trustee Board, through the office, of any such action.
- d. Membership of the Branch shall begin when the applicant’s subscription to the DSWA at the appropriate current rate has been received. Continued membership shall be conditional upon the renewal of the subscriptions.
- e. A person who is a member of two or more Branches may not concurrently hold office in, or represent, concurrently, more than one Branch.

### 5. Officers and Branch Meetings

- a. A Branch is a sub-group of at least eight members of the DSWA formed in accordance with the DSWA Branch Procedures and approved by the Branch members at an Annual General Meeting of the Branch and ratified by the DSWA Trustee Board.
- b. The business of the Branch may be conducted by the Branch acting as a whole or by a general purposes Committee of the elected Officers of the Branch and ..... Branch members elected by an Annual General Meeting. The members of the Committee shall be subject to annual election.
- c. The Chair, Secretary and Treasurer shall be elected by the Branch from among their members at the Branch Annual General Meeting. The Branch may also elect other officers, eg Vice-Chair, as agreed. Any restrictions of the length of service of Officers (beyond one year) shall be at the discretion of the Branch Annual General Meeting.
- d. The Branch or Committee shall meet when convened by the Chair or acting Chair which shall be at least ..... times each year. Notice of meetings shall be given to all eligible to attend. Accurate minutes of all meetings shall be kept and shall be made available to the DSWA Trustee Board on request. The Branch or Committee shall arrange a programme of activities and events to meet the needs of the members and the purpose of the Branch.

- e. Decisions shall be taken by a simple majority vote of those members present. In the event of an equality of votes at any Branch or Committee meeting, the Chair or acting Chair shall have a second, or casting, vote.

## **6. Annual General Meeting**

- a. An Annual General Meeting of all members of the Branch shall take place each year at a time and place to be decided by the Branch or Committee but within three months of the end of the Branch financial year. At least fourteen days' notice of the date and business of the meeting shall be given to all Branch members and to the DSWA Office.
- b. The business of the Annual General Meeting shall, inter alia:
  - i. Approve the minutes of the previous Annual General Meeting.
  - ii. Consider and approve the accounts for the previous year.
  - iii. Elect a Chair, Secretary, Treasurer and any additional Officers and Committee members (as agreed by the Branch) for the forthcoming year.
  - iv. Appoint an independent examiner for the accounts (to meet current requirements of the Charity Commission).
  - v. Discuss and if necessary vote on all motions of which at least seven days' notice shall have been given to the Branch Secretary.
  - vi. Discuss any other competent business.
- c. The Chair, or acting Chair, shall preside at the Annual General Meeting. If both are absent, the members shall choose a Chair from among their number.
- d. A decision of the whole Branch membership, made through a majority vote at an Annual General Meeting shall be binding on the Committee and may be reversed only by a majority vote at a similar meeting.
- e. In the event of an equality of votes at an Annual General Meeting, the Chair, or acting Chair, shall have a second, or casting, vote.
- f. The minutes of the Annual General Meeting shall be accurately recorded and shall be made available to the DSWA Trustee Board, through the office, on request.
- g. The names of all Branch Officers and Committee Members shall be forwarded to DSWA within one month of elections having taken place.

## **7. Extraordinary General Meeting**

- a. The Chair or acting Chair or any five members of the Branch acting together may convene an Extraordinary General Meeting of the Branch. At least fourteen days' notice of the time, place and purpose of such meetings shall be given to all members of the Branch and the DSWA Trustee Board, through the office. Members acting together to convene such a meeting may require the Branch Secretary to issue the necessary notice. The conduct of any Extraordinary General Meeting shall be as that of an Annual General Meeting.

## **8. Quorum**

- a. A quorum of any Branch Committee shall be the Chair, or acting Chair, and one-third of the members of the Committee.
- b. At Branch meetings, decisions shall be by a simple majority vote of those members present. A decision taken in this way at any Branch meeting shall be considered as being a decision of the whole Branch membership.

## **9. Branch Funds and Accounts**

- a. The DSWA Rules, Section G – Branches, addresses the legal status of Branches and Branch Funds.
- b. The financial year end for the DSWA and Branches will be **31<sup>st</sup> August**.
- c. The current DSWA Financial Procedures should be followed.

## **10. Dissolution**

- a. Any proposal to wind-up the Branch shall be made known first to the DSWA Trustee Board which shall have the power to suspend the proposal pending further investigation of the circumstances. On approval by the DSWA Trustee Board, at least twenty-one days' notice shall be given to all Branch members of the winding-up meeting. The motion to wind-up the Branch must be passed by the votes of at least three quarters of the members present at the meeting, which shall be conducted in a manner similar to that of an Annual General or Extraordinary General Meeting.
- b. Any funds remaining in the possession of the Branch after winding-up shall, after payment of all debts and expenses, be forwarded to the DSWA central accounts for furtherance of the purpose of the DSWA.

**11. Interpretation**

The DSWA Trustee Board shall be the arbiter in any dispute over the interpretation of this document. Any five members of the Branch acting together may appeal to the DSWA Trustee Board to provide such arbitration.

**12. Amendments to DSWA Branch Procedures**

Any requests for changes to the DSWA Branch Procedures should be submitted in writing to the DSWA Trustee Board. If approved, Branch members shall receive at least twenty-one days' notice of a meeting from the Branch Secretary to approve the changes and be informed of the nature of the proposed change.

Adopted by the ..... Branch of the Dry Stone Walling Association

at the Annual or Extraordinary General Meeting held on: Day ..... Month ..... Year .....

and signed by the Chair or Acting Chair:

Signature: .....

Name:.....  
(Please print)

On adoption, the Branch should sign and retain a copy of the DSWA Branch Procedures and sign and forward a further copy to the DSWA Office.

Issue / Revision	Date	Description/Comments	Prepared By	Checked By
Rev A	18-03-24	Dissolution section updated	H Lewis	P Clayton