



The Royal Society of St George

Regulations

The following sets out a series of Regulations that the Council has adopted over time to help provide a set of standard guidelines to assist with the consistent management of the Society.

These SOPs should be read in conjunction with the Royal Charter and Bye-Laws of the Society.

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1. Governance

1.1 Three levels of governance exist to manage the Society on a day-to-day basis:

- The Council
- The Executive Committee
- The Administration Centre

1.2 The Council is made up of at least 15 Members, but not more than 25, with a number of key officer roles comprising:

- President
- Chairman
- Deputy Chairman
- Vice Chairman
- Honorary Treasurer
- Honorary Registrar
- Honorary Secretary
- General Secretary
- Honorary Chaplain

1.3 The Society is governed by the Royal Charter of 1963, the set of Bye-Laws as amended and approved from time-to-time by the Privy Council and these Regulations which may be amended by the National Council for the Society, with approval by members at the next AGM.

1.4 The Council may also include one Member elected by any and each Branch at home or overseas with 200 members or more.

1.5 No Council Member shall serve more than two consecutive terms of three years each as a Member of the Council unless as an Officer of the Society, except under exceptional circumstances which might necessitate such an extension and must be approved at the following AGM.

1.6 The Chairman, Deputy Chairman, Vice-Chairman, Honorary Secretary and Honorary Treasurer shall serve no more than three consecutive years in each such office, except under exceptional circumstances which might necessitate such an extension and must be approved at the following AGM.

1.7 If not enough members of Council are elected at the AGM, the Council may make elections to compensate for the shortfall in numbers. Also, the Council shall have power to co-opt any person to serve as an additional Member of the Council or to fill a casual vacancy. Any person so co-opted shall hold Office until the next Annual General Meeting and shall be eligible for re-election thereat. Any term of co-opted service will not count as part of a three-year term.

1.8 No persons (other than retiring Members of the Council) shall be eligible for election as Members of Council unless:

- (a) they are nominated by at least two Members of the Society, at least one of whom must be a Member of the Council; and
- (b) their nomination is approved by a simple majority of the Council.

Such nomination shall be signified upon a form giving such particulars of the candidate for election as may be required by the Council from time to time and signed by the Candidate by way of assent to the nomination. The nomination shall be sent to the General Secretary not later

than 30 days before the succeeding Annual General Meeting. The General Secretary shall include the names of all candidates properly nominated upon the notices convening such Annual General Meeting.

- 1.9 The Council shall at its first meeting after the Annual General Meeting in each year, before proceeding to other business, elect from among its own Members the Honorary Officers and an Executive Committee in accordance with the terms defined in the Society Regulations, of not more than seven nor less than three other persons; The Honorary Officers who may be appointed include; a Chairman, a Deputy Chairman, and a Vice-Chairman, an Honorary Secretary and an Honorary Treasurer all of whom shall be ex officio Members of the Executive Committee.

Each of them shall notwithstanding anything to the contrary contained in the Charter and the Bye-Laws continue to hold that Office (subject to the provisions of Bye-Law 28) until the first Meeting of the Council after the next succeeding Annual General Meeting following election to office, even if not re-elected to the Council at such next succeeding Annual General Meeting.

At meetings of the Executive Committee the Chairman shall take the Chair or if absent the Deputy Chairman, or Vice Chairman in the same precedence as at General Meetings.

- 1.10 The Council may from time-to-time delegate to the Executive Committee all or any of the powers of the Council in connection with the management of the affairs of the Society other than the election of Vice-Presidents and Honorary Life Members and the approval of candidates for election to the Council. If at the time fixed for holding any Meeting of the Council, the Executive Committee or a sub-committee neither the Chairman, the Deputy Chairman nor the Vice-Chairman shall be present to take the Chair, the Members present shall choose one of their number to Chair the Meeting.

- 1.11 The Council and the Executive Committee may meet for the dispatch of business and adjourn and otherwise regulate their respective meetings and proceedings as they think fit and may determine the notice (if any) which is to be given of any such Meeting. Five Members of the Council or three Members of the Executive Committee shall form a quorum.

- 1.12 The Council and the Executive Committee may delegate any of their powers to a Sub-Committee or Committees consisting of two or more Members of the Council or Executive Committee respectively. Every such Committee shall in the exercise of its powers so delegated conform to any regulations that may from time to time be imposed upon it by the Council or the Executive Committee. The Council and the Executive Committee may appoint persons who are not Members of the Council (but who are Full Members) to serve upon any Sub-committee or Committees. The Chairman, the Deputy Chairman (if elected) and the Vice-Chairman of Council shall be ex officio members of all Sub-Committees.

- 1.13 The Chairman of the Royal Society of St. George Charitable Trust also sits on the Council as an Ex-officio member.

- 1.14 Nomination Procedure:

A potential National Council member must be approved by the Annual General Meeting of the Royal Society of St. George.

In special circumstances, the Council may elect or co-opt suitable candidates to join the Council, but this would need to be ratified at the next AGM.

1.15 The Administration Office will be managed by the General Secretary of the Society, with the support of other resources as may be required from time to time. It will be responsible for the day-to-day smooth running of the Society, dealing with such activities as:

- Membership applications and renewals
- Branch and member support
- Event support and management
- Management of the online shop and sourcing of relevant products
- Receipt and recording of all income
- Processing and recording all payments within agreed payment terms
- Management of the Society's CRM member database
- Supporting the Chairman, Officers and other members of the Council and Executive Committee as required.
- Management of the Society archives
- Supporting the production of the Society's Journal, St. George for England

2. RSSG Mission Statement

With the support of many branch chairmen and members from around the world, a new mission statement for the Society has been formulated and approved in 2021.

It should be read in conjunction with the supporting statements as they are designed to set out how the Society aims to deliver on the Mission - and include some of the core beliefs of the membership as a whole, which the whole Council stand firmly behind.

The Mission Statement

“To promote the character and true diversity of England and its people”

We achieve this by:

- Supporting the Monarchy, our Charter and our democracy
- Being proud of English values and character
- Protecting English Heritage, Faiths, History and Traditions through education, practice and culture
- Celebrating and embracing the social and cultural diversity within England - Past, Present and looking to the Future
- Recognising and supporting local and regional identities, eccentricities, customs and products
- Uniting the nation and encouraging the celebration of St George’s Day
- Challenging doctrines that threaten to undermine our objectives and mission, whilst upholding the right to free thought, speech and movement
- Championing campaigns and supporting like-minded (non-political) groups with an English focus
- Supporting England's role in maintaining the unity of the United Kingdom and of the Commonwealth

3. Council Member Standards

Council Members should agree to:

- Attend meetings regularly – via video-link or in-person (at least 2 of 4 a year)
- Serve on the sub-committees or undertake a specific role, if requested.
- Help develop and steer the strategic direction of the Society
- Help promote the Society within the community
- Attend the Society’s events
- Respond promptly to correspondence
- Contribute ideas and opinions on a regular basis.

Obligations

All Council members must be bound by an overriding duty, both individually and collectively, to act at all times in the interests of the Society.

- Be equally responsible for the Society’s actions and decisions
- Have equal status
- Act personally and not as the representative of any group or organisation.
- Ensure that they remain independent

- Attend Council meetings regularly and read documentation sent out
- Support all decisions once they have been agreed by the Council
- Respect the confidentiality of Council matters and discussions

Other Duties

In addition to the responsibilities and obligations above, each Council member should use any specific skills, knowledge or experience they have to help the Council reach sound decisions. This may involve members:

- Scrutinising Council papers
- Asking questions and leading discussions
- Focusing on key issues
- Providing guidance on new initiatives

Person Specification

- Commitment to the Society's Objects (as set out in the Royal Charter and Bye-Laws), our vision, mission, values, aims and strategic objectives
- A passion for the work of the Society
- Understanding and acceptance of the responsibilities and liabilities of Council membership
- Willingness to devote the necessary time and effort
- Strategic vision and sensitivity towards setting strategic direction
- Proven track record of sound judgement, effective decision making and collective responsibility
- Ability to think creatively
- Willingness to speak their mind and to act impartially and apolitically
- Ability to work effectively as a member of a team
- Maintain the 7 principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

What the person specification means in practice:

- **Working for others, not yourself** – Council members have to act in the best interests of the Society – not any other interest. Your own personal interests, the views of any outside interests should be left behind before you sit down at the meeting table.
- **Taking Legal Responsibility** – You are ultimately responsible for safeguarding the Society.
- **Giving Time** – Our Council meets four times a year. You will need to be able to commit at least for this time, together with reading papers, preparation and attending meetings. In addition, you may be required to attend events and activities and get involved, as time allows.
- **Working together** – You have joint responsibility with the other Council Members – membership is about working together. It is expected from all Council Members respect one another and work together effectively. This means listening to your fellow Council Members, saying what you think and accepting the majority decision.

4. Member communications

In order to strengthen ties with the branches and members of the Society and number of modes of communication will be employed to ensure that branch chairman and the wider membership have the opportunity to regularly interact with the Chairman and Council Members.

- Quarterly Zoom meetings with Branch Chairmen
- Quarterly Newsletter to all members
- Journal – Three editions per annum
- To encourage Branch/Member communication with other branches/members

5. President

The Society may elect a President, who shall hold the position for a maximum of five (5) years, subject to annual re-election, although under special circumstances, this may be extended, upon approval at an Annual General Meeting. The President shall be ex-officio a member of the Council.

6. Vice Presidents

Vice Presidents shall hold Office until they resign, die or cease to be Full Members by virtue of Clause 11.3 of these Regulations but shall be under no obligation to pay any subscription. A Vice-President shall not be ex-officio a member of the Council but may be invited by the Council to attend from time to time.

7. Membership Categories & Fees

The Society has a number of different categories of membership, as defined below.

- **Life Members/Joint Life Members:** being those individuals who are at present Life Members (including Life Members of Branches) or are hereafter duly elected Life Members and who pay a Life Member's Subscription. The Council shall have power to elect Honorary Life Members of the Society, who have no requirement to pay any subscription.
- **Fellows:** being individuals who are either:
 - At present Members of the Society who are hereafter duly elected as Fellows for services of outstanding merit to the Society;
 - or not currently members but who have rendered outstanding service to the community thought worthy of recognition by the Society by election as Fellows;in accordance with such conditions and criteria as may be laid down by the Council from time to time. Fellows shall remain Members until they resign, die or cease to be Members by virtue of Clause 11.3 of these Regulations but shall be under no obligation to pay any subscription.
- **Full Members:** being those individuals who are Members of the Society and pay annually to the Society the Full Member's Subscription.
- **Joint Full Members:** being any two individuals who are spouses, civil partners or co-habiting couples, residing at the same address, and pay annually to the Society the Joint Full Members Subscription.
- **Branch Full Members,** being those individuals elected to Branch Membership by Branches, who pay annually to the Society and the Branch
- **Branch Joint Full Members:** being any two individuals who are spouses, civil partners or co-habiting couples, residing at the same address, and who pay annually to the Society and the Branch Full Member's Subscription, together with such local subscription as may be authorized by the rules of the Branch.

- **Honorary Life Members:** being those individuals who are at present Honorary Life Members of the Society or of a Branch of the Society or existing Members or others, not previously Members, who may hereafter accept election as Honorary Life Members upon the invitation respectively of the Council or of a Branch in recognition of their work in promoting the objects of the Society. Honorary Life Members shall remain Members until they resign, die or cease to be members by virtue of Clause 11.3 of these Regulations but shall be under no obligation to pay any subscription.
- **Junior/Youth Full Members:** Provided the Society has adopted a Safeguarding Policy that complies with all requisite legislation and current best practice the Society may admit people who are aged under 18 years, as Junior Full Members who shall subscribe to the Society the Junior Full Member's Subscription. To continue in membership upon reaching the age of 18 members of this category must transfer to full membership.
- **Junior/Youth Branch Full Members:** With the consent of the Society's Council and subject to it being satisfied local safeguarding policies have been adopted, in line with the National policy, being those individuals under the age of 18 who are at present Junior Branch Members and those elected to Junior Branch Membership by Branches after the date of adoption of these Bye-Laws, and who subscribe annually to the Branch such subscriptions as may be authorised under the rules of the Branch. To continue in membership upon reaching the age of 18 members in this category must transfer to Full Membership or Branch Full Membership.
- **Affiliated Body:** being a body of persons or a Corporate body, such as a Company, School, College, Youth Organisation whether established in or outside England whose objects accord (in the opinion of the Council) with the objects of the Society and which subscribes annually to the Central Funds of the Society the Associated Body's Subscription. If the proposed Associated Body is one that comprises principally of young persons the Society must first ensure the Body has appropriate Safeguarding policies and procedures in place.
- **Associated Body:** being a body of persons established inside or outside England consisting primarily of people whose objects accord (in the opinion of the Council) with the objects of the Society and which subscribes annually to the Central Funds of the Society the Affiliate's Subscription.

8. Membership Fees

Type	Joining	Annual
Junior / Youth	£0	£5
Full Single	£15	£20
Full Joint	£15	£30
UK Life	£500	N/A
UK Joint Life	£750	N/A
Overseas Life	£625	N/A
Overseas Full	£50	£50
National Branch	N/A	N/A
Int'l Branch	N/A	£100
Affiliated Bodies	£100	£100
Schools & Cadet Groups	£0	£0

Joining Fee

On a case-by-case basis, joining fee for smaller branches and certain members may be waived upon approval of one of the officers on Council.

9. Applications for Membership

9.1 Society Only Applications:

“Society Only” Applications submitted, via the Society Web Site or in hard copy to the General Secretary, will be considered and reviewed for approval. If there is any concern regarding the application, then details will be submitted to Council at their next meeting, for review and approval.

9.2 Branch Applications:

Applications for Branch membership, via the Society Web Site or in hard copy, will be routed to the Branch Membership Secretary to be considered and if appropriate approved by Branch Councils as set out in any Branch rules. Once approved, the application will be forwarded to the General Secretary providing details of the Branch’s decision.

10. Subscriptions

Subscriptions (including single payments due from Life Members) payable under Bye-Law 8 shall become due upon election and no individual or body shall be deemed to have become a Member until their first subscription shall have been received in full by the Society or, in the case of Branch Members and Junior Branch Members, the Branch.

Annual subscriptions shall become payable on the anniversary date of their joining the Society or other date as may be determined by the Member’s respective branch.

11. Cessation of Membership

11.1 If any Member or body (who or which is liable to pay any subscription) has not paid their / its subscription three months after it becomes due, they shall cease to be Members.

11.2 Duly elected Members may resign at any time upon giving to the General Secretary or their Branch Secretary notice thereof in accordance with the terms defined in the Society Regulations.

11.3 Members who refuse or neglect to comply with the provisions of the Charter or the Bye-Laws or behave in a way which in the opinion of the Council is or may be injurious to the Society may be called upon by the Council by notice in writing to resign. Any such Members have a right to appeal to a Panel convened by Council whose decision shall be binding. If the Panel uphold the notice to resign the membership of the individual will be terminated immediately.

12. Annual General Meetings

- 12.1 The Council shall convene such a General Meeting whenever so required in writing by not less than five Full Members from a minimum of six Branches (a total of 30) of the Society and as per the requirements set out in Bye-Law 12.
- 12.2 The President or the Chairman of the Council may at any time convene a General Meeting of the Society.
- 12.3 The inadvertent omission to give proper notice of a General Meeting of the Society to Members entitled to receive such notice shall not invalidate anything done at such Meeting.
- 12.4 The Chairman, or, in the Chairman's absence, the Deputy Chairman, or, in the Deputy Chairman's absence, the Vice-Chairman of the Council, shall take the Chair, and failing them the Members present shall choose one of their number to take the Chair. The Chairman of the Meeting may with the consent of the majority of those present, vote to adjourn it from time to time and from place to place.
- 12.5 If within half an hour after the time appointed for the Meeting a quorum is not present the Meeting shall stand adjourned to such a day (not being more than 21 days thereafter) and at such hour and place as the Chairman thereof shall determine, and, if at such adjourned meeting a quorum is not present, those persons who are then and there present and entitled to vote (being not less than three) shall be a quorum and may transact the business for which the Meeting was called.
- 12.6 Every question submitted to a General Meeting shall be decided by a show of hands of those present or who have submitted a valid proxy vote or postal and entitled to vote on the question, provided that notice thereof has been duly given, and by a majority of such votes. In case of an equality of votes the Chairman of the Meeting shall have a second or casting vote.
- 12.7 At all General Meetings of the Society the President, Vice-Presidents, Life, Fellow, Full or Branch Members, and in the case of an Affiliated Body all representatives thereof shall, be entitled to one vote. No other person shall be entitled to vote, and in particular the representatives of an Associated Body shall not be entitled to vote although in attendance.
- 12.8 A Member otherwise entitled to vote who or which is three months or more months in arrears with any subscription or other sum due (including Branch subscription) and owing by them to the Society shall not be entitled to attend or vote or (in the case of an Affiliated Body) appoint a representative to attend and vote.
- 12.9 The Council has discretion in certain circumstances to permit eligible Members to vote by post or proxy on specific resolutions to be discussed at a General Meeting provided full details of the arrangements are circulated in advance and steps are taken to ensure an absence of fraudulent voting. Particular attention may need be given to voting arrangements in the case of general Meetings conducted by video conference or hybrid.
- 12.10 The General Secretary or Minutes Secretary shall attend and cause Minutes of all Meetings of the Society, the Executive Committee, the Council, and of the duly appointed sub-committees of the Council to be recorded. All such Minutes shall be distributed to all Members of the Council and in accordance with the terms defined in these Regulations.

13. Administrative matters

- 13.1 The Council may from time-to-time delegate to the Executive Committee all or any of the powers of the Council in connection with the management of the affairs of the Society in accordance with the terms defined in the Society Regulations.
- 13.2 The Council shall provide for the safe custody of the common seal of the Society which shall not be used except with the authority of the Council or the Executive Committee and in the presence of at least two Members of the Council or the Executive Committee who shall sign the instrument to which the seal is affixed and every such instrument shall be countersigned by the General or Honorary Secretary.
- 13.3 The Council shall cause true accounts to be kept of the receipts and expenditure of the Society and the matters in respect of which such receipts and expenditure take place and of the assets and liabilities of the Society.
- 13.4 All Members shall from time to time notify the General Secretary of an address and or email to which notices and other information from the Society should be sent.

14. Branches

- 14.1 Branches may vary or add to their Rules for their own government but all such Rules shall be consistent with the provisions of the Charter and these Bye-Laws and shall not be valid until approved by the Council, whose decision shall be final and binding and not susceptible of challenge by the Branch or prospective Branch concerned. The Rules of the Branches of the Society existing at the date hereof shall be deemed to have been so drawn up and approved except in so far as they are inconsistent with the said provisions. Branches are annually to submit the numbers of Branch Members to the General Secretary.
- 14.2 Each Branch shall pay to the central funds of the Society such annual Branch subscription as may from time to time be prescribed by Council in accordance with Bye-Law 8.
- 14.3 All donations and subscriptions received by a Branch or any Officer thereof from the Members of the Branch or otherwise for the purpose of the Branch and all other assets of the Branch remaining after the discharge of its liabilities and after the payments due under Bye-Law 8 above shall be the property of the Branch so long as the Branch remains in existence. Upon a Branch ceasing to exist all assets (including monies held, regalia, and records) and any liabilities will transfer to the Society.

15. RSSG National Events

The Society will organise at a minimum of four national events each year:

- Annual Cadet Parade at the Cenotaph and Wreath Laying at the Tomb of the Unknown Warrior in Westminster Abbey (usually the closest Saturday to St. George's Day)

- Annual General Meeting at a venue to be determined each year
- Battle of Britain Lunch at the RAF Club
- Annual Standard Service (usually held at the end of October/Beginning of November)

These events will be managed and co-ordinated by a nominated member of Council with the support of the Administration Office.

16. National Standard & Standard Bearer

The National Standard shall be paraded at the major RSSG National Events, including the Cadet Cenotaph Parade and service at the Tomb of the Unknown Warrior in Westminster Abbey, and the Standards Service in St. George's Church, Hanover Square.

The Standard may be paraded at other events throughout the year, as agreed. In normal circumstances, it may only be used when the Chairman of the Society is present.

The Council shall appoint a National Standard Bearer from time to time.

The National Standard Bearer may reclaim reasonable travel expenses to cover their costs to and from the venues.

17. Armorial Bearings and Logos



The armorial bearings (above) may be used by any branch when organising Branch or Society events. This should not be used for commercial activities or gain.



Branches may also use the above Branch logo.



As a general rule, the Society wishes to move to use the above 'badge' as the general logo and insignia of the Society.

18. Other Procedures and Processes

The Council of the Royal Society of St. George shall prepare and maintain documented procedures and processes including the following topics:

- Social Media / Website Management
- CRM System usage, management, permissions (Systems Procedures)
- Role of Office & Staff
- Definition of additional, non-executive roles and
- Use of Society Regalia

Appendix: Royal Charter

ELIZABETH THE SECOND

by the Grace of God of the United Kingdom of Great Britain and Northern Ireland and of Our other Realms and Territories Queen, Head of the Commonwealth, Defender of the Faith.

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

WHEREAS by a Petition presented unto Us in Our Council it has been most humbly prayed that We would be graciously pleased to grant a Charter of Incorporation to the unincorporated Organisation founded in the year of our Lord One thousand eight hundred and ninety-four and known as the Royal Society of St. George (hereinafter called "the unincorporated Society"):

AND WHEREAS We are minded to comply with the Prayer of the said Petition:

NOW THEREFORE KNOW YE that We being desirous of promoting the welfare of the Royal Society of St. George and the furtherance of its objects have of Our especial grace, certain knowledge and mere motion granted and ordained and do by these Presents for Us, Our Heirs and Successors, grant and ordain as follows:—

1. The persons now Members of the unincorporated Society and all other persons who may hereafter become Members of the body corporate hereby constituted shall for ever hereafter be one body corporate and politic by the name of "The Royal Society of St. George" and by the same name shall continue to have perpetual succession and a common seal with power to break, alter and make anew the said seal from time to time at their will and pleasure, and by the same name shall and may sue and be sued in all Courts and in all manner of actions and proceedings and shall have power to do all other matters and things incidental or appertaining to a body corporate.

2. In this Our Charter unless the context otherwise requires:

- (A) "The Society" shall mean The Royal Society of St. George as hereby incorporated.
- (B) "The Bye-Laws" shall mean the Bye-Laws set forth in the Schedule hereto or other the Bye-Laws from time to time of the Society.
- (C) "The Council" shall mean the Council of the Society hereinafter referred to and as from time to time constituted in accordance with the Bye-Laws.
- (D) Words importing the singular number only shall include the plural number and *vice versa*, words importing the masculine gender only shall include the feminine gender and words importing persons shall include corporations.

3. The objects of the Society shall be:

- (i) To foster the love of England and to strengthen England and the Commonwealth by spreading the knowledge of English history, traditions and ideals.
- (ii) To keep fresh the memory of those in all walks of life who have served England or the Commonwealth in the past, in order to inspire leadership in the future.
- (iii) To combat all activities likely to undermine the strength of England or the Commonwealth.
- (iv) To further English interests everywhere, to ensure that St. George's Day is properly celebrated and to provide focal points all the World over where English men and women may gather together.

4. The Society shall have power:

- (i) To acquire, take over and accept by way of gift from the unincorporated Society all the stocks, funds, securities and other assets of every description now belonging to the unincorporated Society or held in trust for the same and to undertake, execute and perform any trusts or conditions affecting any of such assets and to defray and provide for any debts and liabilities to the discharge of which the said assets or any of them shall at the moment of such acquisition be applicable and to give any trustees in whom any such stocks, funds, securities or other assets may be vested a valid receipt, discharge and indemnity for and in respect of the transfer or handing over the same to the Society.
- (ii) To purchase, take on lease or hire or otherwise acquire and hold any lands, buildings, easements or hereditaments of any tenure and any other real or personal property and to construct, provide, maintain, repair and alter any buildings, works, stores, plant and things which may from time to time be deemed requisite in any part of the World for any of the purposes of the Society.
- (iii) To form local branches and committees in any part of the World and to organise meetings and publish and sell or distribute papers, books of instruction, pamphlets and information for the purpose of stimulating interest in and promoting the objects of the Society and to take all other measures which may seem necessary for providing and maintaining an efficient organisation for the purpose of the Society.
- (iv) To receive and accept donations, endowments and gifts of money, lands, hereditaments, stocks, funds, shares, securities and any other assets whatsoever and either subject or not subject to any special trusts or conditions and in particular to accept and take by way of gift and absorb upon any terms the undertaking and assets of any society or body whether incorporated or not carrying on work similar to any work for the time being carried on by the Society and to undertake all or any of the liabilities of any such other society or body.
- (v) To borrow or raise money with or without security for any of the purposes of the Society.
- (vi) To make and carry out any arrangement for joint working or co-operation with any other society or body whether incorporated or not carrying on work similar to any work for the time being carried on by the Society.
- (vii) To undertake, execute and perform any trusts or conditions affecting any real or personal property of any description acquired by the Society.

- (viii) To pay or apply any moneys or assets of the Society for any charitable purpose which in the opinion of the Council may tend to promote all or any of the objects of the Society and either to do so directly or to pay or transfer any such money or assets to some other person to be applied in manner aforesaid.
- (ix) To apply for and exercise any powers obtained under any Supplemental Charter or any Act of Our United Kingdom Parliament or of the legislature of any part of the Commonwealth.
- (x) To accumulate, sell, improve, manage, develop, exchange, lease, mortgage or otherwise dispose of or deal with or turn to account all or any property or rights of the Society.
- (xi) To invest moneys of the Society awaiting investment—
 - (a) in or upon any investments authorised by Part I or II of the First Schedule to the Trustee Investments Act, 1961, as amended from time to time; or
 - (b) in or upon any of the securities of the government of any country within the Commonwealth, or of the government of any province or state within any such country that has a separate legislature, or of the government of the United States of America; or
 - (c) in or upon any mortgages or other securities of any municipality, county or district council or local or public authority or board in any country within the Commonwealth, or in any province or state within any such country, or in the United States of America; or
 - (d) in or upon any mortgages or other securities the capital whereof or a minimum rate of interest or dividend whereon is guaranteed by the government of any country within the Commonwealth, or of any province or state within any such country that has a separate legislature, or by the government of the United States of America; or
 - (e) in or upon the bonds or mortgages or the fully paid guaranteed or preference or ordinary stock or shares or ordinary, preferred or deferred or other stock or shares of any company incorporated either by Royal Charter or under any general or special Act of Our United Kingdom Parliament or any general or special enactment of the legislature of any other country within the Commonwealth or of the United States of America, having an issued and paid-up share capital of at least £750,000 or its equivalent at the current rates of exchange, being stocks or shares which are quoted upon a recognised stock exchange in any country within the Commonwealth or the United States of America; and

so that in the case of a company having shares of no par value such paid-up capital shall be deemed to include the capital sum (other than capital surplus) appearing in the company's accounts in respect of such shares: Provided always that no investment shall be made in any ordinary stocks or shares unless the Company shall have paid dividends thereon at the rate of at least 5 per centum per annum for at least four years prior to the date of the investment, or in the case of shares having no par value, the company shall have paid a dividend thereon for at least six years prior to the date of investment, and that the total amount at any time standing invested in investments authorised by this sub-paragraph as shown by the books of the Society shall not exceed sixty-six and two-thirds per centum of the total amount at such time standing invested in any of the investments hereby authorised as appearing by such books. For the purpose of valuing the investments authorised by this sub-paragraph and held by the Society the minimum price to be taken for each security shall be the cost price thereof to the Society; or

(f) in the purchase of freehold ground rents or freehold or leasehold land, messuages, tenements and hereditaments within Our United Kingdom, provided that as regards leaseholds, the term thereof shall have at least sixty years to run; or

(g) upon the security of freehold property, freehold ground rents, land charges or rent charges, by way of first mortgage, up to the limit of two-thirds of the value:

Provided nevertheless the Council may invest all moneys and funds of the Society in such investments as may be authorised with respect thereto by or by the powers contained in the instrument (if any) of gift of such moneys or funds or of the moneys or property from which the same shall have arisen or by the powers contained in any writing or writings under the hand or signed on behalf of the donor within six calendar months after the gift and to vary or transpose such investments as thereby authorised.

(xii) To grant, continue and pay such salaries, pensions, gratuities or other sums in recognition of services (whether rendered before or after the granting of this Our Charter) as the Council may from time to time think proper.

(xiii) To do all such other acts and things as are or may be deemed incidental or conducive to the attainment of any of the purposes of the Society or the exercise of any of its said powers.

5. The Society shall be unsectarian and independent of party politics.

6. There shall be a Patron of the Society and We do hereby reserve to Ourselves to continue as Patron or to be the first Patron after the granting of this Our Charter. Subsequent Patrons shall be such persons as may from time to time accept that Office upon the invitation of the Council.

7. There shall be a President of the Society who shall be elected annually at the Annual General Meeting. A retiring President shall be eligible for re-election. The first President shall be Our right trusty and right entirely beloved Cousin Gerald Hugh Duke of Westminster, Companion of Our Distinguished Service Order, who shall hold Office until the close of the Annual General Meeting in the year One thousand nine hundred and sixty-three.

8. There may be Vice-Presidents of the Society. Those persons who immediately before the granting of this Our Charter were Vice-Presidents of the unincorporated Society shall become the first Vice-Presidents. Subsequent Vice-Presidents shall be appointed in the manner provided by the Bye-Laws.

9. The affairs of the Society shall be controlled in accordance with the Bye-Laws by a Council consisting of a Chairman, a Deputy-Chairman (if elected under Bye-Law 47), a Vice-Chairman, an Honorary Treasurer and not less than eleven other persons all of whom shall be elected in manner provided by the Bye-Laws.

10. The Council shall from time to time appoint and fix the remuneration of the General Secretary of the Society.

11. An Annual General Meeting of the Society shall be held once in every year at such time and place as shall be prescribed by or in accordance with the Bye-Laws and the Council shall lay before every such meeting such accounts and make to it such reports as may from time to time be prescribed by the Bye-Laws. Subject as aforesaid meetings of the Society shall be convened and the proceedings thereat regulated in accordance with the Bye-Laws.

12. The accounts to be submitted to each Annual General Meeting of the Society shall be audited by a member of a body of accountants recognised by the Board of Trade under Section 161 (1) (a) of the Companies Act, 1948, or by a firm of which at least one partner is such a member.

13. The affairs of the Society shall be managed and regulated in accordance with the Bye-Laws set forth in the Schedule hereto. Any of the Bye-Laws may from

time to time be altered, added to or repealed by a Resolution passed by a majority of not less than two-thirds of the persons present and voting at an Extraordinary General Meeting of the Society duly convened for that purpose and any new Bye-Laws may from time to time be made in the like manner. Provided that no new Bye-Law and no such alteration, addition or repeal as aforesaid shall have any force or effect if it be repugnant to any of the provisions of this Our Charter or until the same has been submitted to and approved by the Lords of Our Most Honourable Privy Council of which approval a Certificate under the hand of the Clerk of Our said Privy Council shall be conclusive evidence.

14. The Society may alter, amend or add to this Our Charter by a Resolution passed by a majority of not less than three-quarters of the Members present and voting at an Extraordinary General Meeting duly convened for the purpose, and any such alteration, amendment or addition shall when approved by Us, Our Heirs or Successors in Council, become effectual so that this Our Charter shall thenceforth continue and operate as though it had been originally granted and made accordingly. This provision shall apply to this Our Charter as altered, amended or added to in the manner aforesaid.

15. It shall be lawful for the Society at an Extraordinary General Meeting convened for the purpose to surrender this Our Charter subject to the sanction of Us, Our Heirs or Successors in Council and upon such terms as We or They may consider fit and to wind up or otherwise deal with the affairs of the Society in such

manner as shall be directed by such Extraordinary General Meeting or in default of such direction as the Council shall think expedient having due regard to the liabilities of the Society for the time being and if, on the winding up or the dissolution of the Society, there shall remain, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the Members of the Society or any of them, but shall, subject to any special trusts affecting the same, be given and transferred to some other charitable association or associations having objects similar to the objects of the Society, to be determined by the Council at or before the time of dissolution.

16. And We do for Ourselves, Our Heirs and Successors grant and declare that this Our Charter or the enrolment thereof shall be in all things valid and effectual in law according to the true intent and meaning of the same and shall be taken, construed and adjudged in the most favourable and beneficial sense and for the best advantage of the Society as well in Our Courts of Record as elsewhere notwithstanding any non-recital, mis-recital, uncertainty or imperfection in this Our Charter.

IN WITNESS whereof We have caused these Our Letters to be made Patent.

WITNESS Ourselves at Westminster the _____ day of
in the _____ year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL

AT THE COURT AT BUCKINGHAM PALACE

The 2nd day of May, 1963.

PRESENT,

THE QUEEN'S MOST EXCELLENT MAJESTY
IN COUNCIL.

WHEREAS there was this day read at the Board a Report of a Committee of the Lords of Her Majesty's Most Honourable Privy Council, dated the 25th day of April, 1963, in the words following, viz:—

“ YOUR MAJESTY having been pleased, by Your Order of the 30th day of July, 1962, to refer unto this Committee the humble Petition of The Royal Society of St. George, praying for the grant of a Charter of Incorporation:

“ THE LORDS OF THE COMMITTEE, in obedience to Your Majesty's said Order of Reference, have taken the said Petition into consideration, and do this day agree humbly to report, as their opinion, to Your Majesty, that a Charter may be granted by Your Majesty in terms of the Draft hereunto annexed ”.

HER MAJESTY, having taken into consideration the said Report, and the Draft Charter accompanying it, was pleased, by and with the advice of Her Privy Council, to approve thereof, and to order, as it is hereby ordered, that the Right Honourable Henry Brooke, one of Her Majesty's Principal Secretaries of State, do cause a Warrant to be prepared for Her Majesty's Royal Signature, for passing under the Great Seal a Charter in conformity with the said Draft, which is hereunto annexed.

W. G. Agnew.

Appendix: Bye-Laws of the Society



At the Council Chamber, Whitehall

THE 26th DAY OF JANUARY 2024

BY THE LORDS OF HIS MAJESTY'S MOST HONOURABLE
PRIVY COUNCIL

The Privy Council has approved the revised Bye-laws of The Royal Society of St. George as set out in the Schedule to this Order.

SCHEDULE

REVISED BYE-LAWS OF THE ROYAL SOCIETY OF ST. GEORGE

1. The provisions of the Charter of Incorporation of the Society shall be strictly observed and in the event of any inconsistency between the provisions of the Charter and the provisions of the Bye-Laws the provisions of the Charter shall prevail.

Badge and Motto and Armorial Bearings

2. (a) The motto of the Royal Society of St. George is "St. George for England" and a representation of St. George and the Dragon shall be the Society's badge for general use.

- (b) The Society's Armorial Bearings, that is to say, Shield of Arms, Supporters, Crest and Heraldic Device or Badge having been granted under Royal Authority by Patent dated on St. George's Day 1990 belong and pertain to The Royal Society of St. George and any matters concerning them or their use and display by Members or Branches of the Society shall be referred to the Council of the Society for advice and/or decision.
- (c) The Council shall have power from time to time to determine the design of and which badges or other insignia of the Society may be worn by all or any of the classes of Members and Associates and representatives of Affiliated Bodies and Corporate Bodies.

President

3. The Society may, in accordance with the Charter, elect a President at the Annual General Meeting who will hold that position until the next Annual General Meeting. A retiring President may be eligible for re-election. The President may be a Member of the Society or such other person as shall from time to time accept nominations for that Office upon the invitation of the Council. The maximum term for a President to hold this position will be defined in the Society Regulations.

Vice-Presidents

4. The Vice-Presidents shall be those persons who are at present Vice-Presidents of the Society together with such other persons as shall from time to time accept that Office upon the invitation of the Council in recognition of their work in promoting the objects of the Society. Vice-Presidents shall *ex-officio* be Full Members of the Society but shall be under no obligation to pay any subscription and shall serve a term as defined in the Society Regulations.

Members

5. In addition to the Presidency and Vice-Presidencies there shall be a number of other classes of Members of the Society. These are Life Members, Fellows, Full Members, Joint Full Members, Branch Full Members, Branch Joint Full Members, Honorary Life Members, Junior or Youth Full Members, Junior or Youth Branch Full Members, Affiliated Body and Associated Body. The criteria for each of these classes of membership are defined in the Society Regulations.

Discontinued categories – individuals or bodies admitted to classes of membership that existed under previous Bye-Laws shall have the right to remain as members in that category so long as they fulfil the requirements stipulated at their time of joining even though no new applications to such categories are permitted.

6. Only those individuals who subscribe to the Objects of the Society as specified in Clause 3 of the Charter shall be eligible for membership.
7. Applications for election to Membership of the Society shall be in accordance with the terms defined in the Society Regulations.
8. The Council shall have power from time to time to specify the amount of the subscriptions payable by all or any of the classes of Members, having first sought approval at a General Meeting of the Society.
9. Subscriptions (including single payments due from Life Members) shall be payable under the terms defined in the Society Regulations.

General Meetings

10. All Members, and Fellows, shall be entitled to attend at all General Meetings. In the case of Affiliated Bodies and Associated Bodies a maximum of two persons, shall be entitled to attend.
11. The Annual General Meeting of the Society shall be held once a year at such place and at such time (being not less than two months after the date of such determination) as the Council may determine.
12. The Council shall convene such a General Meeting, whenever so required in writing by the minimum number of Full Members representing the minimum number of Branches, as defined in the prevailing Society Regulations. If the Council does not within 21 days from the date of the deposit of the requisition proceed duly to convene a Meeting, the Members requiring the same, may themselves at the expense of the Society convene a Meeting in accordance in all other respects with the Bye-Laws, to be held not later than the expiration of three months from the said date of deposit.
13. At least 21 days' notice of every General Meeting of the Society (exclusive of the day on which the notice is served but inclusive of the day for which the Meeting is called) specifying the day and hour of the Meeting, and the general nature of the business to be transacted, shall be given by notice to every Member. In exceptional circumstances the Council might resolve that a General Meeting should be conducted by video-conference

or a hybrid. In such cases the Council shall determine precisely how the meeting should be conducted so that the spirit of these Bye-Laws may be observed.

Proceedings at General Meetings

14. The ordinary business of the Annual General Meeting of the Society shall be to receive and consider the Annual Report of the Council and the audited accounts, and to elect the President, an Independent Financial Examiner, and Members of the Council as it may choose to do consonant with Bye-Laws. (All other business transacted at any Annual General Meeting, and all business transacted at a General Meeting, shall be deemed special.)
15. Twenty persons entitled to vote, being personally present, shall be a quorum
16. Any adjournment of the Meeting shall be in accordance with the terms defined in the Society Regulations.
17. Every question submitted to a General Meeting shall be decided in accordance with the terms defined in the Society Regulations.
18. At any General Meeting, a declaration by the Chairman of such Meeting that a Resolution has been carried or carried by a specified majority, or lost or not carried by a specified majority, shall be recorded. This shall be conclusive evidence without proof of the number or proportion of the votes recorded in favour of or against such Resolution.

Independent Financial Examiner(s)

19. The Independent Financial Examiner or Examiners of the Society shall be elected annually at the Annual General Meeting of the Society. A retiring Independent Financial Examiner shall be eligible for re-election

The General Secretary

20. A General Secretary shall be appointed to administer, in accordance with such instructions as are approved by the Council, the day-to-day affairs of the Society and in accordance with the terms defined in the Society Regulations.

The Council

21. The management of the affairs of the Society shall be vested in the Council, who, in addition to the powers and authorities by the Bye-Laws or otherwise expressly conferred upon them, may in respect of the affairs of the Society exercise all such powers and do all such things as may conduce to the furtherance of the objects of the Society and which are not by the Charter or by the Bye-Laws expressly directed or required to be exercised or done by the Society in General Meeting. The President shall have the right to attend the Council and to speak, move resolutions, but not to vote, and shall be deemed supernumerary.
22. The Council shall consist otherwise of not less than 15 persons including Officers, and not more than 25 persons.
23. At each Annual General Meeting, those candidates eligible under these Bye-Laws to stand for election to the Council from among Members of the Society shall be voted upon in such manner as the Chairman of the Meeting may approve or the Meeting alternatively resolve and in accordance with the terms defined in the Society Regulations.
24. The Council may also include one Member elected *by* any and each Branch at home or overseas with more than a certain number of Members, in accordance with the terms defined in the Society Regulations.
25. Council Members may serve in accordance with the terms defined in the Society Regulation.
26. The term of office for the Officers of the Society, namely the Chairman, Deputy Chairman, Vice Chairman, Honorary Secretary and Honorary Treasurer shall be in accordance with the terms defined in the Society Regulations.
27. If the Annual General Meeting shall not have elected sufficient members, the Council may make any elections or co-options in accordance with the terms defined in the Society Regulations.

Vacation of Office by Members of the Council

28. Members of the Council shall vacate Office and cease to be Members:
 - (a) if they become incapable by reason of mental capacity;
 - (b) if they are adjudicated bankrupt or are the subject of a receiving order
 - (c) if by notice in writing to the General Secretary they resign from the Council;
 - (d) if being elected or co-opted they cease to be a Life Member, Fellow or Member;

(e) if they have been subject to a resolution that they should resign.

29. No persons (other than retiring Members of the Council) shall be eligible for election as Members of Council unless it is in accordance with the terms defined in the Society Regulations.

The Executive Committee

30. The Council shall appoint an Executive Committee to support the Council in the management of the affairs of the Society. The Executive Committee shall consist of the Honorary Officers and of other persons as defined in the Regulations.

The Charitable Trust

31. The duties and powers of the Society in relation to the Society's Charitable Trust (established by Declaration of Trust dated 16 August 1971) including the appointment of all Trustees shall be exercised by the Executive Committee.

Proceedings of the Council and Executive Committee

32. The Council and the Executive Committee may meet for the dispatch of business and adjourn and otherwise regulate their respective meetings and proceedings as they think fit in accordance with the terms defined in the Society Regulations.
33. Questions arising at any Meeting of the Council or the Executive Committee shall be decided by a majority of votes and in case of an equality of votes the Chairman of the Meeting shall have a second or casting vote
34. A Meeting of the Council or of the Executive Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions by or under the Bye-Laws vested in or exercisable by them generally. Policy decisions are the prerogative of the Council only.
35. The Council and the Executive Committee may delegate any of their powers to a Sub-Committee or Committees in accordance with the terms defined in the Society Regulations.
36. All acts done by any Meeting of the Council or the Executive Committee or any Sub-Committee or Committees shall notwithstanding that it shall afterwards be discovered

that there was some defect in the appointment of all or any of the Members thereof be as valid as if every such Member had been duly appointed.

Branches

37. The Branches of the Society existing on the date on which these Bye-Laws come into force shall continue to be Branches of the Society. New Branches may be established in any part of the world with the sanction of the Council. Each Branch shall have the right to elect a President and Vice-President(s) from time to time, and shall inform the Council of those elections.
38. The Charter, these Bye-Laws and other Rules and Regulations of the Society shall apply to all Branches throughout the United Kingdom. The Rules for overseas Branches shall be consistent with the provisions of the Charter and these Bye-Laws in so far as local law permits.
39. The Rules of a Branch shall prescribe the objects of the Branch which shall include the objects of the Society as stated in the Charter of the Society and also the qualifications for Membership of the Branch which shall correspond to those for membership of the Society and such Rules shall state the subscriptions payable by Members thereof, the rights and obligations of Branch Officers and their mode of election and tenure of office, the mode of management of the affairs of the Branch and in whom the management shall be vested, the keeping and examining of the Branch accounts and such other provisions as may be thought proper. Provided that the Rules of every Branch shall require a copy of its annual accounts to be sent to the General Secretary of the Society as soon as they shall have been adopted or subsequently amended.

Administrative matters

40. At the Annual General Meeting of the Society in every year the Council shall lay before the Meeting an income and expenditure account and balance sheet made up to the preceding 31st December and examined as required by the Charter and by law.
41. The Council shall present at every Annual General Meeting of the Society a report on the state and condition of the Society and the progress of its work.
42. It shall be the duty of every Officer and servant of the Society and of every Member of Council to provide such information and explanation as the independent Financial Examiner(s) of the Society may require.
43. Notices maybe served on members by post, by inclusion in the journal or electronically and this shall be deemed sufficient.

44. All Members shall from time to time notify the General Secretary of an address and or email to which notices and other information from the Society should be sent.
45. All Officers of the Society and all other Members of the Council, including co-opted Members of Sub-Committees of the Council and the Executive Committee, shall be indemnified by the Society against all costs, expenses and losses for which they may become liable by reason of any act or thing done by them in the proper discharge of their Office or duty, provided that any such expenditure shall have been authorised by the Council before it was incurred.

Alterations of Bye-Laws

46. These Bye-Laws or any of them may from time to time only be altered, added to or repealed, by a Resolution passed by a majority of not less than two-thirds of the persons present and voting at a General Meeting of the Society duly convened for that purpose and in accordance with Charter Clause 13 their subsequent approval by the Privy Council.