

# ROYAL ARMY DENTAL CORPS ASSOCIATION

("the Association")



**Regimental Headquarters  
Headquarters Army Medical Services  
Slim Road  
Camberley  
Surrey  
GU15 4NP**

Constitution and Rules adopted 18 November 1992, as amended on 29 September 2001,  
14 September 2002 and 20 September 2003. Re-Drafted July 2008  
and July 2014

Heald Nickinson  
Lansdowne House  
Knoll Road  
Camberley  
Surrey GU15 3SY

# ROYAL ARMY DENTAL CORPS ASSOCIATION

## 1. TITLE

The Association shall be called the 'Royal Army Dental Corps Association'.

## 2. OBJECTS

- a. To promote the efficiency of the Army by:
  - (1) maintaining contact between past and present members of the Army Dental Service (ADS), fostering mutual friendship between them and providing for social gatherings for them; and
  - (2) fostering esprit de corps, comradeship and the welfare of the ADS and preserving its traditions and history.
- b. To relieve either generally or individually members of the Association or past and present members of the ADS, and their dependants, who are in conditions of need, hardship or distress (hereinafter referred to as beneficiaries).
- c. To generate sufficient income and capital growth to enable the Association to carry out the objects consistently with due and proper consideration for future needs.
- d. In furtherance of the foregoing Objects but not further or otherwise the Association (through ~~its Central Committee~~ the Trustees) shall have the following powers:
  - i. to take all necessary action for publicising and disseminating information concerning the histories deeds and traditions of the ADS and for the encouragement of recruiting;
  - ii. to execute and administer exclusively charitable trusts;
  - iii. to receive, take and accept any gifts of property whether subject to any special trusts or not;
  - iv. to receive and accept contributions by way of subscriptions, donations and otherwise and to raise funds for the said Objects provided that the Association shall not undertake any permanent trading activities in raising funds for its charitable Objects;
  - v. Through its benevolence committee, to assist the beneficiaries by way of grants, gifts, pensions or otherwise or by providing or paying for items, services or facilities calculated to reduce the need, hardship or distress of the beneficiaries.
  - vi. to pay for such items, services or facilities by way of donations or subscriptions to charitable institutions or organisations which provide or which undertake in return to provide such items, services or facilities for the beneficiaries;
  - vii. subject to such consents as may from time to time be required by law to purchase take lease or exchange any property required for the purposes of the Association and lease exchange or otherwise dispose of the same;
  - viii. subject to such consents as may from time to time be required by law to borrow to raise money for the purposes of the Association on such terms and such security as may be thought fit;

- ix. to accumulate funds of the Association for such period as may from time to time be authorised by law;
- x. to do all such other things as shall further the said Objects.

### **3. MEMBERSHIP**

#### **a. Ordinary Members**

All ranks, past and present, who have served with the ADS.

#### **b. Associate Members**

- i. Members past and present, of all arms who are or have been attached to the ADS for duty.
- ii. Civilians trained or employed by the ADS and established civil servants employed within the ADS.
- iii. Associate Member will be welcome to social and ceremonial activities of the Association but will have no voting rights nor will they be eligible to hold any office within the Association. They will have no claim on financial or other benefits of the Association.

#### **c. Honorary Members**

World War 2 veterans may be nominated or may apply for free membership of the Association. The number of Honorary Members is limited to 50. Honorary Members have no voting rights.

(Hereinafter referred to as “the Members”)

#### **d. Exemptions**

The Association reserves the right to refuse membership to any applicant or to terminate the membership of any person for reasons which appear to the ~~Committee~~ Trustees to warrant such action.

### **4. SUBSCRIPTIONS**

#### **a. Annual Membership**

- i. The subscription fee shall be such sum as shall from time to time be decided upon by the ~~Committee~~ Trustees. No member can join for a less period than 3 years and must pay 3 years' annual subscription when joining.
- ii. Failure to pay a subscription during the current year shall entail a loss of membership.

#### **b. Life Membership**

There is no facility for Life membership.

### c. Branch Subscription

Members of local branches shall pay a subscription determined by the ~~Committee~~ Trustees to cover the administrative expenses of the branch.

## ~~5. OFFICIALS~~

~~The officers of the Association shall consist of:~~

### ~~a. The President~~

~~The Director, Army Dental Service~~

### ~~b. The Chairman~~

~~The Representative Colonel Commandant, who shall be ex officio member of the Committee.~~

### ~~c. The Secretary and Treasurer~~

~~An officer on the staff of the Regimental Headquarters and who should, wherever possible, be a retired officer of the RADG.~~

## ~~6. THE CENTRAL COMMITTEE~~

~~The affairs of the Association shall be controlled by a Committee composed as under:~~

### ~~a. Chairman~~

~~The Representative Colonel Commandant.~~

### ~~b. Members~~

- ~~i. Two serving members, of whom at least one must be of other than commissioned rank, nominated by the DADS.~~
- ~~ii. Up to three retired members elected by the Central committee. These members shall normally be elected at the Annual General Meeting and will hold office for 3 years. They will not be barred from standing for re-election at the end of the 3 year period of office.~~
- ~~iii. Additional members co-opted by the Committee to ensure that it is representative of all ranks, past and present.~~
- ~~iv. The Secretary/Honorary Treasurer of the Association.~~

### ~~c. Meetings~~

- ~~i. The Central Committee shall meet at least once a year.~~
- ~~ii. A quorum shall consist of 4 members, including the Chairman and at least one of whom is on the Active List and of non-commissioned status.~~

## 5. MANAGEMENT

a. The Association will be managed by a committee comprising of the following:

i. The President

The Chief Dental Officer of the Army.

ii. The Chairman

The Representative Colonel Commandant.

iii. The Secretary

iv. Management Members

This will comprise of five members including: a Colonel Commandant, the Corps Regimental Sergeant Major, a Staff Officer RADC, a SNCO RADC and a Regimental Secretary (hereinafter called the "Management Members").

The Regimental Secretary should, where possible, be a retired officer of the Royal Army Dental Corps.

(Hereinafter called "the Trustees")

b. The Trustees shall be responsible for directing the affairs of the Association and delivering the Objectives.

c. The number and composition of the Trustees may be altered by a resolution held at a meeting of the Trustees if the current Trustees do not believe the current number and composition of Trustees is representative of all ranks, past and present, of the Royal Army Dental Corps.

d. Resolutions at Trustee meetings will be passed by at least a two third majority of all Trustees present and voting.

e. For the purposes of any meeting of Trustees the quorum will be four.

f. The Trustees will hold a meeting on at least a biannual basis. One such meeting must be held within the week prior to the Association's Annual General Meeting in order to inform all of the Association's stakeholders of relevant and appropriate matters.

g. The Regimental Secretary and one other person from the Management Members will, without a meeting of Trustees or prior reference to all Trustees, be authorised to make benevolence grants of up to and including £600 and Regimental Amenity grants of up to and including £400.

h. If at any time the Trustees decide that input or advice is required from ex-service members for any purpose within the Association then up to three retired members of the ADS may be appointed by a resolution at a meeting of Trustees.

i. If at any time the Trustees are of the opinion that the Objects of the Association cannot continue to be carried out in accordance with the intentions contained within

this document, the Association will convene a Special General Meeting to consider the following resolution:

'That the Association be dissolved and that after the satisfaction of all debts and liabilities, any remaining assets held by or in the name of the Association shall not be paid to or distributed among the members of the Association but shall be given or transferred to such other charitable institution or institutions having objectives similar to some or all of the Objects of the Association, or if effect cannot be given to this provision then to some other charitable purpose.'

## 6. APPOINTMENT OF NEW TRUSTEES

a. A trustee may be appointed or discharged by a resolution of a meeting of the Trustees, provided that a memorandum in the form annexed hereto declaring such appointment or discharge shall be signed as a deed, either at the meeting by the person presiding or in some other manner directed by the meeting and attested by two other persons present at the meeting.

b. A new trustee or new trustees may be appointed at any time by way of replacement but so that the total number of Trustees shall at no time exceed eight either by way of replacement or addition

c. A trustee shall cease to hold office if he

i. is disqualified from acting as a trustee by virtue of s178 of the Charities Act 2011

ii. is determined by HM Revenue and Customs to be a person who is not a fit and proper person to be a 'manager' within the meaning of Schedule 6 to the Finance Act 2010 and the Trustees (other than the trustee in question) resolve that his office be vacated.

## 7. ASSOCIATION GENERAL MEETINGS

### a. Annual General Meeting

This will be held at any time decided upon by the ~~Central Committee but should normally coincide with the Association Weekend~~ Trustees. The Annual Report and Statement of Account will be presented to the ~~AGM~~ Association's Annual General Meeting. Each item on the Agenda shall be decided by ~~a simple majority~~ at least a two thirds majority vote of all Ordinary Members present and voting. ~~In the event of an equality of votes the Chairman shall have the casting vote.~~ A quorum shall consist of ~~10~~ 12 members.

### b. Special General Meeting

i. A Special General Meeting of the Association may be convened by the President, on his own authority or by the Chairman, on receipt of a written requisition from not less than 10 members, or at the request of the ~~Central Committee~~ Trustees.

ii. The notice convening the Meeting shall give at least 14 days' notice and the Agenda paper shall be included with the notice, and the business of the meeting shall be confined to the subjects therein mentioned.

- iii. The Chair will be taken by the Chairman or a person nominated by them.
- iv. ~~Ten~~ 12 members shall form a quorum.
- v. No resolution shall be deemed carried by a Special General Meeting unless carried by a two-thirds majority of those members present and voting.
- vi. The Chairman may, at ~~this~~ their discretion, call for a postal vote of all members on any resolution proposed at a Special General Meeting.

## 8. ANNUAL ACCOUNTS AND RECORDS

These are to be prepared by the ~~Honorary Treasurer and~~ Secretary or person nominated by the Secretary.

## 9. BRANCHES

a. No Branch shall be formed without the direct approval of the ~~Central Committee~~ Trustees. Before considering any such request the Central Committee will ascertain that there are sufficient potential members to satisfy itself that the formation of a new Branch or an additional section of an existing Branch is indicated.

b. When the formation of a Branch is authorised the members shall appoint a Chairman, Vice-Chairman, Hon Secretary and Hon Treasurer. These officials shall offer themselves for annual re-election.

### c. Meetings and Procedure

Branch Committees will meet as required, each Branch framing its own rules within the broad framework of Rules of the Association.

#### i. Branch Honorary Secretary

The Branch Honorary Secretary will be responsible to the Branch Committee for the proper regulation of its activities.

#### ii. Branch Honorary Treasurer

The Branch Honorary Treasurer will be responsible for the efficient handling of all financial matters of the Branch. He will maintain a proper system of accounts which will be available for inspection by the Branch or ~~Central Committee~~ Trustees. He will lodge monies received in a bank approved by the Branch in an account in the name of the Branch.

## 10. BRANCH GENERAL MEETINGS

### a. Annual General Meetings

Annual General Meetings of Branches will be held at which an Annual Report and Statement of Account (if held) will be presented. Copies of those, if accepted and nominal rolls of members should be forwarded to the Secretary of the ~~Central Committee~~ Trustees by 31 January of each year.

### b. Special General Meetings

Within the framework laid down for the corresponding meetings of the Association, Branches are free to make their own Rules for such meetings.

## 11. AMENDMENT TO RULES

Alteration to these Rules shall receive the assent of two-thirds of the members present and voting at an Annual General Meeting or a Special General Meeting. A Resolution for the alteration of the Rules must be received by the Secretary of the Association at least 21 days before the meeting at which the Resolution is to be brought forward. At least 14 days' notice of such a meeting must be given by the Secretary to the membership and must include notice of the alteration proposed. Provided that no alteration made to clause 2, clause 13 or this clause shall take effect until the approval in writing of the Charity Commissioners shall have been obtained; and no alteration shall be made which would have the effect of causing the Association to cease to be a charity in law.

## 12. ~~TRUSTEES~~ FUND MANAGERS

The ~~firm of Rensburg Sheppard Ltd~~ Company Investec Ltd are the appointed Nominee to hold investments for the Association.

## 13. DISSOLUTION

The Association may be dissolved by a Resolution passed by a two-thirds majority of those present and voting at a Special or Annual General Meeting convened for the purpose of which 21 days' notice shall have been given to the members. Such Resolution may give instructions for the disposal of any assets held by or in the name of the Association, provided that if any property remains after the satisfaction of all debts and liabilities such property shall not be paid to or distributed among the members of the Association but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Association as the Association may determine and if and insofar as effect cannot be given to this provision then to some other charitable purpose.

Annexure

MEMORANDUM RECORDING CHANGE OF TRUSTEES

Pursuant to s334 of the Charities Act 2011 and to clause 6 of the Association's incorporation document

1. At a meeting of the Trustees of the Association duly called and held at ..... on ..... day  
of ..... 20 .... it was resolved as follows:  
a. That the following person(s) be appointed as trustee(s) of the Association

.....  
.....  
.....  
.....  
.....

- b. Following the meeting, the trustees of the Association therefore comprise:

<i>Name</i>	<i>Address</i>	<i>Date of Appointment</i>
-------------	----------------	----------------------------

Signed as a deed and delivered at a meeting by .....  
the person presiding the meeting in the presence of .....  
and ..... (being the persons who were  
present at the meeting):

**First witness etc**

---

SIGNED AS A DEED BY THE SAID:

.....  
in the presence of .....  
Signature .....  
Name .....  
Address .....  
.....

in the presence of .....  
Signature .....  
Name .....  
Address .....  
.....

**ROYAL ARMY DENTAL CORPS  
ASSOCIATION  
("the Association")**

**Regimental Headquarters  
Headquarters Army Medical  
Services  
Slim Road  
Camberley  
Surrey  
GU15 4NP**

---

**DECLARATION OF TRUST**

---