The Girls' Brigade England and Wales (operating as GB Ministries/GBM) GB REGULATIONS

As adopted by the Board on 27th June 2017

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GB REGULATIONS

1. GENERAL

1.1 Introduction to the GB Regulations

This document sets out the arrangements that Girls' Brigade England and Wales (working as "GB Ministries" or "GBM") has put in place to conduct its business effectively. In law the Board of GB Ministries ("the Board") is responsible for all the business of GB Ministries but under the Memorandum and Articles of Association of GB Ministries ("Articles") some of that responsibility can be delegated.

1.2 Authority to create the GB England and Wales Network and GB Regulations

Under the Articles the Girls' Brigade Ministries Board is given the role of managing the business of GB Ministries and exercising all of the powers of GB Ministries, subject to the law and the rest of the Articles.

Under Article 28.2 the Board has the power to delegate some of its decision-making functions to a committee or committees and under Article 29 the Board is obliged to establish a committee to be known as the GB England and Wales Network ("the Network"). The rules governing the Network will be included within these standing orders established under Article 39 and the Executive Committee of the Network shall have the powers to be set out in these Regulations.

There are certain functions which the Board may not delegate and these are set out in Section 2 of this scheme.

The terms of reference for the Network are included at Schedule 1 of these Regulations.

1.3 Authority to create sub groups

- 1.3.1 Under Article 28.2 of GB Ministries the Board has the power to create other Committees or Working Groups in relation to the development or delivery of a specific project. Since such groups would be time and focus limited they are, therefore, not listed in these Regulations.
- 1.3.2 Sample terms of reference for such Committees and Working Groups of GB Ministries (including sub groups of the Network) are set out at Schedule 2 of these Regulations.

1.4 Definitions

Terms defined in the Articles have the same meaning in these regulations.

2. TERMS OF REFERENCE FOR THE GIRLS' BRIGADE MINISTRIES BOARD

- 2.1 The key functions of the Board are set out in Article 23 and the following is based directly on the points set out in that Article.
- 2.2 The Board is a strategic body and as such is concerned with the overall vision and management of GB Ministries. It should not be involved in every detail of every decision.
- 2.3 The Board must direct GB Ministries' affairs in such a way as to promote its Objects (Article 3.1 and 3.2) and is responsible for the strategic management, direction and overall control of GB Ministries. The functions of the Board include:
 - 2.3.1 defining and ensuring compliance with the values and objectives of GB Ministries and establishing policies and plans to achieve those objectives;

it is for the Board to determine the key aims of the company and its priorities and to ensure delivery of those key aims. Recommendations may be brought by employees, or (if any) by committees or working parties but the final decision must be taken by the Board;

2.3.2 approving each year's budget and accounts before publication;

in terms of GB Ministries' own finances, the ultimate responsibility for them rests with the Board. It must, therefore, as a body, approve its own annual budgets and accounts and ensure that it remains fully informed both as regards any deviations from the budget and financial matters generally across the course of the financial year;

2.3.3 establishing and overseeing a framework of delegation of its powers to employees and (if any) committees under Article 28 (and 29) with proper systems of control;

the Board has a responsibility to ensure that GB Ministries is efficiently and effectively run and therefore to delegate powers as appropriate. The Board does not, of course, relinquish its ultimate responsibility and it must not, therefore, lose overall control;

Any framework of delegation must be regularly reviewed. Where a delegation has been made the Board must ensure that proper and adequate systems of monitoring and reporting are in place so as to ensure that the staff and any committees concerned do not act beyond the scope of their delegated authority;

2.3.4 monitoring GB Ministries' performance in relation to its plans, budget controls and decisions;

it is the Board's responsibility to ensure that GB Ministries meets its performance targets, for example any targets set in contracts or agreements that the company has entered into. The Board will need to ensure that it has appropriate systems in place to enable it to obtain information from staff and any committees and so monitor performance effectively, including for example the quarterly financial reports;

2.3.5 appointing (and if necessary removing) senior staff;

the Board may designate which of the staff are "senior". This will include the Director and may also include one or more of its other staff. The Board may wish

to delegate the appointment and removal of staff who are not "senior" to one or more of its senior staff;

2.3.6 satisfying itself that GB Ministries' affairs are conducted in accordance with generally accepted standards of performance and propriety;

the Board must ensure (through a system of appropriate checks) that the affairs of GB Ministries are properly conducted. The Board should also keep abreast of and, where appropriate, implement examples of best practice in the management of organisations such as GB Ministries:

and

2.3.7 taking appropriate advice on the items listed in Articles 23.1 to 23.7 and in particular on matters of legal compliance and financial viability;

the Board should take professional advice as and when required.

- 2.4 The above sets out the Board's core duties; the Board should ensure that each of these functions is carried out properly.
- 2.5 The Board shall meet as and when required.
- 2.6 Meetings of the Board are to be called by the Company Secretary in consultation with the Chair.

3. GENERAL RULES FOR PROCEEDINGS OF COMMITTEES AND WORKING GROUPS

- 3.1 Governance of Committees and Working Groups
 - 3.1.1 In accordance with the Articles, the Board may:
 - establish Committees consisting of those persons whom the Board decide;
 - delegate to a Committee any of its powers;
 - revoke a delegation at any time; and
 - establish Working Parties consisting of those persons whom the Board decide. A Working Party may not take decisions on behalf of the Board but may consider issues in depth with a view to making recommendations to the Board.
 - 3.1.2 With the exception of the Network, the members of a Committee or a Working Party are to be appointed by the Board but the Board may give a Committee or a Working Party the right to co-opt individuals to its membership. The Board is to determine the Chair or the mechanism for appointing a Chair of each Committee or Working Party (other than for the Network).
 - 3.1.3 Each member of a Committee or Working Party (including the Chair) is to hold office from the date of her appointment until the term of office for which she has been appointed expires or until she resigns or is removed by the Board from the Committee or Working Party.
 - 3.1.4 The Board must determine the quorum for each Committee and Working Party it establishes.

- 3.1.5 The Board must specify the financial limits within which any Committee may function. A Working Party can have no authority to incur expenditure.
- 3.1.6 Every Committee or Working Party must report its proceedings and decisions to the Board as the Board determines.

3.2 Proceedings of Committees and Working Groups

- 3.2.1 Unless otherwise specified in this document, Committees and Working Groups may conduct meetings as they see fit.
- 3.2.2 No changes may be made to these provisions except by the Board.

3.3 Chairs and Vice Chairs

- 3.3.1 With the exception of the Network, the Board shall appoint a Chair for each Committee and Working Group and may appoint a Vice Chair from amongst the members of the Committee or Working Group.
- In the event that a casual vacancy arises for a Chair or Vice Chair during the year it may be filled by the Committee or Working Group or (if the group is unwilling or unable to do so) by the Board.
- 3.3.3 Chairs and Vice Chairs may only be removed by the Board following a formal recommendation for removal, agreed by the relevant Committee or Working Group with at least a two-thirds majority.

3.4 Observers

- 3.4.1 Committees and Working Groups may invite other persons to their meetings as observers, consultants or advisers. These persons shall not be entitled to vote, but may speak with the permission of the Chair to the meeting.
- 3.4.2 Subject to the agreement of the meeting, the Chair will ask observers or members of the public to leave the meeting if sensitive or confidential matters are to be discussed in private session.

3.5 Contentious Issues

3.5.1 Innovative and contentious issues that have the potential to bring the Board or GB Ministries or any of its partner organisations into disrepute, or have the potential to attract adverse publicity or public comment, must be referred to the Board for consideration before any action is taken.

TERMS OF REFERENCE FOR THE GB ENGLAND AND WALES NETWORK

1. ROLE AND OBJECTIVES

Aim

The aim of The Girls' Brigade England and Wales Network (The Network) is:

To help girls to become followers of the Lord Jesus Christ and through self-control, reverence, and a sense of responsibility to find true enrichment of life.

Motto

Seek, Serve and Follow Christ.

Values

- 1. Fun!
- 2. Sound!
- 3. Friendship!
- 4. Discovering Jesus!
- 5. Living It!
- 6. Yes!

Principles

The Girls' Brigade England and Wales Network:

Acknowledges Jesus Christ as Saviour and Lord according to the scriptures and seeks to fulfil its Aim to the glory of one God, Father, Son and Holy Spirit

Witnesses to the standard set by Jesus Christ and gives positive teaching on the Christian attitude to life

Promotes a just society where all people are equally valued.

"I came so they can have real and eternal life, more and better life than they ever dreamed of." John Ch.10:10 (MSG).

The role and objectives of the GB England and Wales Network ("the Network") is to:

- Work closely with local churches to provide fun, meaningful, and life enhancing activities that enable (primarily) girls and women to explore Christian faith and develop life and leadership skills;
- Form local, age-specific Girls' Brigade groups to enable this style of children's and youth/young adult work to be organised and thrive; and
- Train, commission and resource volunteers ready for their appointment by the local church to establish Girls' Brigade groups as part of church mission in the community.

This work is usually focused within England and Wales, and the local groups operate within a code of good practice (set out within the document known as the "GB Handbook") established and monitored by the Executive Committee of the Network (see 13) and published across the Network from time to time.

2. POWERS OF THE NETWORK TO REPRESENT GB MINISTRIES INTERNATIONALLY

In addition to the role set out above, the local Girls' Brigade groups, their members and leaders are considered members of the international Christian youth organisation known as Girls' Brigade International Council (company number 01460734 and charity number 279811) ("GBI"). The Executive Committee of the Network is delegated by GB Ministries to represent and conduct business on behalf of the GB Ministries as pertains to The Network at meetings of GBI.

3. THE NETWORK COUNCIL - PURPOSE AND POWERS

The Council is the representative body of the Network. The Council meets together periodically each year for fellowship, training and discussion regarding the mission of the Network.

The Council shall be a forum to address significant matters of concern to the life and purpose of the local community groups (uniformed) work of GB Ministries.

3.1 The Council shall appoint an Executive Committee to manage and develop the mission and practice of the Network in fulfilment of the aims and purpose as described in Section 1 of this regulation, and in accordance with the Articles of Association of GB Ministries (in particular Article 29).

4. MEMBERSHIP OF THE COUNCIL

- 4.1 The number of members of the Council is not to exceed 400. The Executive Committee may, whenever it thinks fit, register an increase of members of the Council.
- 4.2 The members of the Council are:
 - 4.2.1 All National Office Bearers for the time being of the Network that is the President, Vice-Presidents, Chaplain and Honorary Treasurer;
 - 4.2.2 Any Commissioned Leaders or representatives elected by each District in accordance with the GB Handbook as follows: two representatives for every District, with the addition of one further representative for every District comprising 16 or more GB/church partnerships.
 - 4.2.3 Such other members as shall be agreed by the Council from time to time in Council Meetings.

5. TERMINATION OF MEMBERSHIP OF THE COUNCIL

- 5.1 A Council Member will cease to be a Council Member:
 - 5.1.1 On delivering written notice of their resignation to the Executive Committee (in which case membership shall cease on receipt of the written notice); or
 - 5.1.2 If the Council resolves (by a 75% majority of the Council Members present and voting) that a Council Member should be removed provided that the Council Member concerned has first been given an opportunity to put her case to the Council and to justify why she should not be removed as a Council Member.

6. COUNCIL MEETINGS

- 6.1 Council Meetings shall be held three times in each calendar year. Council Meetings shall take place at such time and place as is prescribed by the Executive Committee and shall be specified as such in the notices calling the Council Meeting.
- 6.2 The business of a Council Meeting is:
 - To receive reports of the Executive Committee and GB Ministries Board
 - To discuss matters relevant to Network mission as raised by the Executive Committee or Members of the Council
 - To transact any other business specified in the notice convening the meeting, in particular the election of Board members and Office Bearers
 - To decide on specific matters brought by the Executive Committee for Council consideration.
- 6.3 Every Council Meeting must be called by at least 14 days' notice.
- 6.4 No business may be transacted at a Council Meeting unless a quorum is present. The quorum for Council Meetings is 40 Council Members attending as District representatives admitted under Regulation 4.2.2 present in person or by proxy. If a quorum is not present within 30 minutes from the time of the Council Meeting or a quorum ceases to be present during a Council Meeting the meeting shall be dissolved.

7. CHAIR AND DEPUTY CHAIR

- 7.1 Every Council Meeting shall be presided over by the GB England and Wales Network Chair or, if not available or willing to chair the Council Meeting, the GB England and Wales Network Deputy Chair or Chair of the GBM Board.
- 7.2 If at any Council Meeting neither of them shall be present and willing to act within 30 minutes of the time appointed for holding the meeting the Council Members present shall choose one member of the Executive Committee or, in default, one of their number to be chair for the purposes of that meeting.
- 7.3 The Network Chair shall be elected by the Council in accordance with the procedures set out in the GB Handbook.
- 7.4 The Network Chair shall hold office for three years and for a maximum of two consecutive terms.
- 7.5 Following completion of the Network Chair's term(s) of office, she will not be eligible to serve on the Executive Committee for a period of one year.
- 7.6 The Deputy Chair is to be elected by the Council in accordance with the procedures set out in the GB Handbook.
- 7.7 The Deputy Chair shall hold office for a term of three years and for a maximum of two consecutive terms.
- 7.8 Following completion of the Deputy Chair's term(s) of office, she will not be eligible to serve on the Executive Committee for a period of one year unless elected as Network Chair.
- 7.9 If the Network Chair is not present within 15 minutes after the starting time of a Council Meeting, or is unwilling or unable to act, then the Deputy Chair must chair the Council Meeting unless she is unwilling or unable to do so.

- 7.10 The function of the Network Chair is to ensure that Council Meetings are conducted efficiently.
- 7.11 The role of the Deputy Chair is to deputise for the Network Chair during any period of absence and for that period her function shall be the same as that of the Network Chair.

8. ADJOURNMENT OF GENERAL MEETINGS

- 8.1 The Chair may, with the consent of any Council Meeting at which a quorum is present (and must if so directed by the Council Meeting), adjourn it to a time and place agreed by the Council Meeting.
- 8.2 The Chair may also adjourn a Council Meeting if it appears to the Chair that for any other reason an adjournment is necessary for the business of the meeting to be properly conducted.
- 8.3 The only business which may be transacted at an adjourned Council Meeting is that left unfinished from the Council Meeting which was adjourned.
- 8.4 When a meeting is adjourned for 28 days or more, notice of the adjourned meeting shall be given, as in the case of an original meeting. If the adjourned meeting takes place within 28 days it shall proceed on seven days' notice.

9. VOTING AT COUNCIL MEETINGS

- 9.1 At any Council Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is properly demanded and every member of the Council shall have one vote both on a show of hands and a poll.
- 9.2 Unless a poll is demanded, a declaration will be made by the Network Chair that a resolution has been either:
 - 9.2.1 Carried;
 - 9.2.2 Carried unanimously;
 - 9.2.3 Carried by a particular majority;
 - 9.2.4 Lost; or
 - 9.2.5 Not carried by a particular majority.
- 9.3 The result of the vote shall be recorded in the minutes. This shall be conclusive evidence of the outcome of the vote, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- 9.4 An objection to the qualification of any voter may only be raised at the Council Meeting at which the vote objected to is tendered. Every vote not disallowed at the Council Meeting is valid. An objection made in time must be referred to the Chair whose decision is final.

10. POLL VOTING

- 10.1 A demand for a poll can be made (before or on the declaration of the result of the show of hands) by either:
 - 10.1.1 The Network Chair;

- 10.1.2 Such Council Member or Members (present in person or by proxy) representing not less than one tenth of the total voting rights of all voting Council Members at the meeting.
- 10.2 A demand for a poll may be withdrawn before the poll is taken. If the demand for a poll is withdrawn the result of the show of hands will stand.
- 10.3 The demand for a poll will not prevent the Council Meeting continuing to transact business other than in relation to the question on which the ballot is demanded.
- 10.4 If a poll is demanded it shall be taken in such manner as the Chair directs, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded but will be treated as passed when the result is declared.

11. PROXIES

- 11.1 On a poll votes may be given either personally or by proxy.
- 11.2 The instrument appointing a proxy shall be in writing and shall be in such form as the Executive Committee shall prescribe from time to time. No person shall be appointed as a proxy who is not a member of the Council and qualified to vote. A proxy may not appoint another proxy.
- 11.3 The document appointing a proxy may instruct the proxy which way to vote on particular resolutions.
- 11.4 A proxy will only be valid if the document appointing a proxy (and any power of attorney or other authority [if any] under which it is signed) or a properly certified copy is deposited at the Registered Office at least 24 hours before the starting time for the Council Meeting or adjourned Council Meeting at which the proxy proposes to vote.
- 11.5 No document appointing a proxy will be valid for more than 12 months.
- 11.6 A vote given or ballot demanded by proxy is to be valid despite:
 - 11.6.1 The revocation of the proxy; or
 - 11.6.2 The death or insanity of the principal

unless written notice of the death, insanity or revocation is received at the Registered Office before the start of the Council Meeting or adjourned Council Meeting at which the proxy is used.

11.7 A proxy form will not be valid for any part of a Council Meeting at which the Council Member who appointed the proxy is present.

12. MINUTES OF GENERAL MEETINGS

- 12.1 Minutes shall be recorded at all meetings of the Council, recording:
 - 12.1.1 All appointments of officers made by the meeting;
 - 12.1.2 The names of the Council Members present at each meeting; and
 - 12.1.3 All resolutions and proceedings of all meetings.

12.2 Every member present at any meeting of the Council shall sign her name in an attendance register.

13. THE EXECUTIVE COMMITTEE

- 13.1 The purpose of The Girls' Brigade England and Wales Network Executive Committee is to manage and develop the mission and practice of the Network in fulfilment of the aims and purpose as described in Section 1 of this regulation, and in accordance with the Articles of Association of GB Ministries (in particular Article 29)
- 13.2 The maximum number of Executive Committee members is 24.
- 13.3 Sub-Committees and Working Groups
 - 13.3.1 The Executive Committee has the authority to create Sub-Groups as necessary for the fulfilment of its duties.
 - 13.3.2 Such Sub-Groups will operate under the general terms of reference for GBM committees as stated in Schedule 2 of the GB Regulations.

14. COMPOSITION OF THE EXECUTIVE COMMITTEE

- 14.1 The Executive Committee is to comprise:
 - 14.1.1 Up to 10 Regional Representatives elected by the Council in Council Meeting in accordance with the GB Handbook; and
 - 14.1.2 Up to 14 other persons, elected by the Council in Council Meeting in accordance with the GB Handbook, [which number shall be made up of a mix of Council Members and persons who are independent from the Network and GB Ministries (being neither Council Members, employees of GB Ministries or members of the GB Ministries movement)]. At least four of the Executive Committee Members elected under this Regulation must be under 30 years of age (at the point of election) provided that such persons can be recruited, all reasonable efforts having been made to do so. Those Executive Committee Members elected under this regulation shall also include the person elected as Honorary Treasurer (as defined and elected in accordance with the GB Handbook).
- 14.2 Executive Committee Members shall serve for a period of three years and shall be eligible for re-election for one further three-year term, but no person shall accept nomination for election in more than one capacity within the Network at the same time. In the event of any person being nominated for election in more than one capacity at the same time, such nominations shall be void and of no effect.
- 14.3 A casual vacancy on the Executive Committee may be filled by the Executive Committee who shall have power to co-opt persons to fill such a vacancy but any Executive Committee Member appointed to fill a casual vacancy shall vacate office at the next Council Meeting at which the election or the appointment of Executive Committee Member is to take place.

15. RETIREMENT AND REMOVAL OF EXECUTIVE COMMITTEE MEMBERS

15.1 An Executive Committee Member will cease to hold office if she:

15.1.1 Dies;

- 15.1.2 Becomes incapable of managing and administering her own affairs because of mental disorder, illness or injury;
- 15.1.3 Resigns by written notice to the Network;
- 15.1.4 Is in the opinion of the Executive Committee guilty of conduct detrimental to the interests of GB Ministries, and the Executive Committee resolves (by a 75% majority of the Executive Committee Members present and voting) that she should be removed provided that the Executive Committee Member concerned has first been given an opportunity to put her case and to justify why she should not be removed as a Executive Committee Member:
- 15.1.5 Is absent without good reason from all Executive Committee Meetings held over a six month period and the Executive Committee resolves (by a 75% majority of the Executive Committee Members present and voting) that she should cease to be an Executive Committee Member;

16. PROCEDURE AT EXECUTIVE COMMITTEE MEETINGS

- 16.1 Subject to the GB Regulations and powers of the Board of GB Ministries, the Executive Committee may regulate Executive Committee Meetings as it wishes.
- 16.2 Executive Committee Meetings may be called by any three Executive Committee Members, the Chair of Executive Committee or the Vice-Chair of Executive Committee.
- 16.3 At least [seven] days' notice of Executive Committee Meetings must be given to each of the Trustees but it is not necessary to give notice of an Executive Committee Meeting to an Executive Committee Member who is out of the United Kingdom.
- 16.4 An Executive Committee Meeting which is called on shorter notice than required under Regulation 16.3 is deemed to have been duly called if at least two Executive Committee Members certify in writing that because of special circumstances it ought to be called as a matter of urgency.
- 16.5 Matters arising at an Executive Committee Meeting are to be decided by a simple majority vote of those present and voting and, subject to Regulation 16.6, each Trustee is to have one vote.
- 16.6 If there is an equality of votes the Chair of the Executive Committee or the person chairing the meeting is entitled to a second or casting vote.
- 16.7 Every Executive Committee Member present at any meeting of the Executive Committee shall sign her name in an attendance register.
- 16.8 Minutes shall be recorded of all meetings of the Executive Committee recording:
 - 16.8.1 The names of the members of the Executive Committee present at each Executive Committee Meeting, and at any Committees or Sub-Groups of the same; and
 - 16.8.2 Proceedings of all Executive Committee Meetings.

17. QUORUM FOR EXECUTIVE COMMITTEE MEETINGS

17.1 The quorum for Executive Committee Meetings is one-half of the Executive Committee Members for the time being.

- 17.2 An Executive Committee Member may be part of the quorum at an Executive Committee Meeting if she can hear, comment and vote on the proceedings through telephone, video conferencing or other communications equipment.
- 17.3 At an Executive Committee Meeting which remains inquorate for 15 minutes after its starting time or one which becomes inquorate for more than 15 minutes the Executive Committee Members present may act only to:
 - 17.3.1 Adjourn it to such other time and place as they decide;
 - 17.3.2 Call a Council Meeting.

18. CHAIR AND DEPUTY CHAIR OF THE EXECUTIVE COMMITTEE

- 18.1 The Executive Committee must have a Chair and may have a Deputy Chair. The Chair and the Deputy Chair, if any, are to be elected by the Executive Committee and may if thought fit, be the Network Chair and Network Deputy Chair respectively.
- 18.2 The Chair of the Executive Committee shall hold office for three years and for a maximum of two consecutive terms.
- 18.3 Following completion of the Chair's term(s) of office, she will not be eligible to serve on the Executive Committee for a period of one year.
- 18.4 The Chair is to chair all Executive Committee Meetings at which she is present unless she does not wish, or is not able, to do so.
- 18.5 The Deputy Chair shall hold office for three years and for a maximum of two consecutive terms.
- 18.6 Following completion of the Deputy Chair's term(s) of office, she will not be eligible to serve on the Executive Committee for a period of one year unless she is elected as Chair.
- 18.7 If the Chair is not present within 15 minutes after the starting time of an Executive Committee Meeting, or is unwilling or unable to act, then the Deputy Chair, if any, must chair the Executive Committee Meeting unless she is unwilling or unable to do so.
- 18.8 Where there is no Chair or Deputy Chair present at an Executive Committee Meeting within 15 minutes from the start of the meeting the first item of business must be for the persons present to elect one of their number to chair the meeting.
- 18.9 The functions of the Chair are:
 - 18.9.1 To act as an ambassador for the Network and to represent the views of the Executive Committee Member to the Board of GB Ministries and other organisations;
 - 18.9.2 To ensure that Executive Committee Meetings are conducted efficiently;
 - 18.9.3 To give all Executive Committee Members an opportunity to express their views;
 - 18.9.4 To encourage the Executive Committee to delegate sufficient authority to its committees to enable the business of the Network to be carried on effectively between Executive Committee Meetings; and

- 18.9.5 To ensure that the Executive Committee monitors the use of its delegated powers.
- 18.10 The role of the Deputy Chair is to deputise for the Chair during any period of absence and for that period her functions shall be the same as those of the Chair.

19. OBSERVERS

- 19.1 The Executive Committee may allow individuals who are not Executive Committee Members to attend Executive Committee Meetings as Observers on whatever terms the Executive Committee decides [but members of the Board of GB Ministries shall always be allowed to attend and observe Executive Committee Meetings].
- 19.2 Observers may not vote but may take part in discussions with the prior consent of the Chair.
- 19.3 Subject to Regulation 19.1, Executive Committee may exclude Observers from any part of an Executive Committee Meeting where the Executive Committee considers the business is private.

20. UNIFORM

Official uniform as determined by the Executive Committee, in consultation with the Network Council, shall be the uniform of The Girls' Brigade England and Wales Network and shall be detailed within the GB Handbook.

21. BADGE

The emblem of The GB England and Wales Network shall be the internationally agreed Girls' Brigade Crest, adapted for use in GB England and Wales as determined by the Board of GB Ministries and set out in the GB Handbook. No unauthorised deviation from the designs is permissible.

22. FEES

The GB England and Wales Network is a membership organisation. Members subscribe to membership as detailed in the GB Handbook, and pay annual membership subscriptions as agreed annually by the GB Ministries Board in consultation with the Network Executive Committee.

23. SPECIFIC LIMITATIONS ON THE POWERS OF THE NETWORK

The Network will operate within financial parameters established by the GB Ministries Board, to reflect the income and proposed strategic/operational plans of the Network.

SCHEDULE 2

SAMPLE TEMPLATE OF TERMS OF REFERENCE

FOR COMMITTEES OR WORKING GROUPS/Parties of GB Ministries and of The GB England and Wales Network

1. Terms of Reference of [Name of Committee/Working Group]

The role and objectives of the [Name of Committee/Working Group] are to:

- [list]
- 2. Powers of the [Name of Committee/Working Group]
- 3. Membership

The [Name of Committee/Working Group] will comprise up to [x] voting members. Membership shall be made up as follows: [give details]

4. Quorum for [Name of Committee/Working Group] Meetings

The quorum for meetings will be [x], [comprising at least [y] from [one area/group/type of organisation] and at least [z] from [another area/group/type of organisation]]

5. Responsibilities

The [Name of Committee/Working Group] is responsible for:

- [list]
- 6. Specific Limitations on the Powers of the [Name of Committee/Working Group]

[Give details, if any]