

## **Extract from the Pattern Rules for Lodges/Branches**

### **15. MANAGEMENT**

#### **15.1 Executive Committee and Officers**

**15.1.1** The management of the Lodge (Branch), its property and funds shall be vested in the Executive Committee.

**15.1.2** The Executive Committee shall consist of the following honorary Officers, namely a President, a Secretary, a Treasurer and a minimum of two up to a maximum of five Additional Members. The Executive Committee may include one or two Vice-Presidents. The appointment of one or two Vice-Presidents and the actual number of Additional Members shall be determined by an ordinary resolution at the Annual General Meeting or any other General Meeting.

**15.1.3** Such Officers and Additional Members shall be elected at the Annual General Meeting and shall hold office until the next Annual General Meeting or until another Executive Committee is appointed, except where Rule 15.14 applies.

**15.1.4** If for any reason the Executive Committee is not appointed at the Annual General Meeting, it may be appointed at a subsequent General Meeting.

**15.2 Casual Vacancies:** The Executive Committee shall have power to fill casual vacancies in its membership and Officers.

**15.3 Eligibility to Hold Office:** See Rules 17 and 15.14

#### **15.4 Nomination for Executive Committee**

**15.4.1** Subject to Rules 10.2, 10.3, 15.4.4 and 17.2, any Member who is eligible to vote according to Rule 17 and is not excluded from holding office by any provision of Rule 15.14 shall be eligible for nomination for the Executive Committee and for any office thereon.

**15.4.2** All nominations shall be in writing and signed by the nominee and by two Members who are eligible to vote according to Rule 17.

**15.4.3** All nominations must be delivered to the Secretary at least 21 days before the Annual General Meeting.

**15.4.4 Restriction on Term of President:** No Member shall be eligible for nomination to the office of President if that Member has held that office for the two years immediately before nomination. [This Rule may be changed by Special Resolution.]

#### **15.8 Duties of Officers and Executive Committee**

**15.8.1 President:** The duties of the President shall be to preside at meetings of the Lodge(Branch) and of the Executive Committee, to prepare an Annual Report to Members and to the

National Society, and to perform such other duties as may be required of the President by these Rules or by the Executive Committee.

**15.8.2 Secretary:** The Duties of the Secretary shall be:-

- 15.8.2.1** To prepare a business agenda for all meetings of the Executive Committee and General Meetings, and to give notice of all such meetings.
- 15.8.2.2** To take minutes of the attendance, apologies, appointments and proceedings at all such meetings and to enter them in a Minute Book.
- 15.8.2.3** To receive and send correspondence and to place it before the Executive Committee for consideration.
- 15.8.2.4** To maintain the Register of Members.
- 15.8.2.5** To keep custody of all records and documents of the Lodge(Branch).
- 15.8.2.6** To notify monthly all changes in Membership to Section Headquarters.
- 15.8.2.7** To perform such other duties as may be required of the Secretary by these Rules or by the Executive Committee.

**15.8.3 Treasurer:** The duties of the Treasurer shall be:-

- 15.8.3.1** To collect and receive moneys for the Lodge(Branch) and pay them into the appropriate account of the Lodge(Branch) at such bank as the Executive Committee shall determine.
- 15.8.3.2** To make all payments authorised by the Executive Committee.
- 15.8.3.3** To keep and enter appropriate records of all financial receipts, payments and other transactions of the Lodge(Branch)
- 15.8.3.4** To supply the Executive Committee, at each of its meetings, with consecutive financial statements of Receipts and Payments for approval.
- 15.8.3.5.** To provide the Executive Committee with yearly Financial Statements of Income and Expenditure and a Balance Sheet for distribution to the members with the Auditor's Report thereon for consideration at the Annual General Meeting.
- 15.8.3.6** To prepare and supply to the Executive Committee at the beginning of the financial year a budget of income and expenditure for the ensuing year.
- 15.8.3.7** To perform such other duties as may be required of the Treasurer by these Rules or by the Executive Committee.

**15.8.4 Vice-President:** In the absence of the President, a Vice President shall perform the duties of the President.

**15.8.5 Additional Members:** Additional Members of the Executive Committee shall assist in carrying out the general business of the Lodge (Branch).

## **15.9 Annual Report**

**15.9.1** The President in consultation with the Executive Committee shall prepare an Annual Report on the activities of the Lodge(Branch) during the past year and shall present this Report to the Annual General Meeting.

## **15.11 Minutes of Executive Committee Meetings**

**15.11.1** The Executive Committee shall cause minutes to be kept of each of its own meetings and confirmed at the subsequent Executive Committee Meeting when they will be signed by the Chair.

**15.12.1** The Executive Committee Meetings shall be held at least four times in each period of 12 months at such place and time as that committee may determine.

**15.12.2** Additional meetings of the Executive Committee may be convened, through the Secretary, by the President or any two members of that committee.

**15.12.3** Oral or written notice of a meeting of the Executive Committee shall be given by the Secretary to each member of that committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of that committee) before the time appointed for the holding of the meeting.

**15.12.4** At least fifty percent of the Members of the Executive Committee personally present shall form a quorum for meeting purposes.

## **15.19 Accounts**

The Executive Committee shall cause proper accounts to be kept of all moneys received and expended by the Lodge(Branch) and of the matters in respect of which the receipts and expenditure take place and of all the sales and purchases of goods by the Lodge(Branch) and of the assets and liabilities of the Lodge(Branch) to enable Profit and Loss Accounts and Balance Sheets and any other documents required to be attached thereto to be prepared from time to time and shall cause those records to be kept in such manner as to enable them to be conveniently and properly audited.

## **15.20 Annual Accounts**

Once in each year an Income and Expenditure Account and a Balance Sheet shall be prepared by the Treasurer for presentation at the Annual General Meeting and shall be audited and, after approval by the Executive Committee, be circulated or presented together with the Auditor's Report to all members at the Annual General Meeting.

## **16. GENERAL MEETINGS OF MEMBERS**

The General Meetings of the Lodge (Branch) are of the following classes:-  
Annual General Meetings,  
Lodge(Branch) Convention Meetings  
Extraordinary General Meeting

## **16.1 Annual General Meeting**

**16.1.1** Every year the Lodge (Branch) shall hold its Annual General Meeting at such time and place as determined by the Executive Committee, provided always that it shall be held within the five months period after the end of the financial year of the Lodge(Branch).

**16.1.2** Eligibility to vote at the Annual General Meeting is set out in Rule 17.

**16.2** The business of the Annual General Meeting shall be:-

**16.2.1** To confirm Minutes of the last Annual General Meeting and any Extraordinary General Meeting.

**16.2.2** To receive and consider the Annual Report, the Income and Expenditure Statement, the Balance Sheet, and the Auditor's Report.

**16.2.3** To elect the Executive Committee in accordance with Rules 15.5, 15.6 and 17.

**16.2.4** To appoint an Auditor for the ensuing year.

**16.2.5** To transact any other business which according to these Rules may be transacted at an Annual General Meeting, including any business which is brought under consideration by the Annual Report; **Provided that** special business may only be dealt with if the nature of such business is fully notified in the notice convening the meeting.

## **16.3 Lodge(Branch) Convention Meeting**

**16.3.1** A General Meeting, known as the Lodge(Branch) Convention Meeting shall be held every calendar year on a date to be determined by the Lodge(Branch) Executive Committee.

**16.3.2** Eligibility to vote at the Lodge(Branch) Convention Meeting is set out in Rule 17.

**16.3.3** The business of the Lodge(Branch) Convention Meeting shall be:

**16.3.3.1** To confirm the minutes of the last Lodge(Branch) Convention Meeting.

**16.3.3.2** To appoint a Voting Delegate or Proxy to exercise the votes of the Lodge(Branch) on minor amendments to motions at the Convention Business Meeting of the National Society.

The Lodge(Branch) may appoint an alternate Voting Delegate to act in place of a Voting Delegate who is unable to attend the Convention Business Meeting.

All Voting Delegates (including alternate) and Proxies must have been in Good Standing for the last two years at the time of the Convention Business Meeting.

**16.3.3.3** To consider the items on the agenda of the Convention Business Meeting, to instruct the Voting Delegates on the attitude of the Lodge(Branch) on these and any other matters which may be considered at the Convention Business Meeting, and to instruct the President how the votes of the Lodge(Branch) are to be cast. If the Lodge(Branch) has more than one vote, all its votes on any issue must be cast either for or against.

The matters to be so considered include:

- . The Report of the National President,
- . The Report of the National Treasurer,
- . The Financial Statement and Balance Sheet and the Auditor's Report thereon,
- . The Budget,
- . The Notices of Motion.

**16.3.4** The President shall, not less than two weeks before the date of the Convention Business Meeting, send to the National Secretary a certificate stating the votes of the Lodge(Branch) on each item on the agenda and on each Motion, as well as the names of the Voting Delegate or Proxy, and alternate if any.

**16.3.5** Where information on any matter to be dealt with at the Lodge(Branch) Convention Meeting has been circulated to the Members of the Lodge(Branch) by the National Society, the notice convening such meeting shall draw attention to this fact and shall offer to supply such information to any Member who has not received it.

**16.3.6** If an Emergency Convention is convened by the National Society in addition to the Annual Convention, an Extraordinary General Meeting of the Lodge(Branch) shall be called to consider the Convention business and such items in Rule 16.3.3 as are appropriate.

## **16.4 Extraordinary General Meetings**

All General Meetings of the Lodge(Branch), other than Annual General Meetings and the Lodge(Branch) Convention Meetings, shall be known as Extraordinary General Meetings.

The Secretary shall call an Extraordinary General Meeting upon a resolution to that effect by the Executive Committee or upon a written request served upon the Secretary, in accordance with these rules, by either of the following:

**16.4.1** Ten or more Members of the Lodge(Branch) who are eligible to vote; **Provided that**, any such request shall give notice of the full text of any motion to be dealt with at that meeting.

**16.4.2** The National Society, where notice is given for the Lodge(Branch) to decide how the votes of the Lodge(Branch) shall be cast in an election of National President. Eligibility to vote in

this election is set out in Rule 17. A meeting called for this purpose is also called a Special General Meeting.

## **16.8 Minutes of General Meetings**

**16.8.1** The minutes of all proceedings and resolutions of General Meetings shall be recorded in a book or books provided for that purpose.

**16.8.2** The minutes of the Annual General Meeting shall be read and confirmed at the next Annual General Meeting. The minutes of the Lodge(Branch) Convention Meeting shall be read and confirmed at the next Lodge(Branch) Convention Meeting. The minutes of an Extraordinary General Meeting shall be read and confirmed at the next General Meeting.

**16.8.3** The minutes of each General Meeting shall be signed by the Chair of such meeting or by the Chair of the meeting at which they are confirmed and all such minutes shall then be conclusive evidence of the matters stated therein.

**16.8.4** The books containing the minutes of General Meetings shall be held by the Secretary and shall be available for inspection, free of charge, by any Member at all General Meetings.

**16.9 Reports, Accounts and Results:** Within thirty days following the Annual General Meeting, the Lodge (Branch) shall send to the National Secretary the results of the election of officers, and copies of the Annual Report and financial statements of Accounts.

## **22. CHANGES TO RULES**

**22.1 Statutory Changes:** Changes to these Rules as required by the National Society (see Rule 7.1), The Theosophical Society or by any relevant statutory authority or legislation shall be given effect as if they were incorporated into these Rules.

**22.2 Special Resolution:** Besides changes as specified above in Rule 22.1 or where otherwise specified in the Rules, these Rules may only be amended, rescinded or added to from time to time by a Special Resolution, in accordance with Rule 18.5.

**22.3 Approval of Changes:** Any amendment, rescission or addition to the Rules shall be submitted before adoption, or within thirty days after adoption, to the National Secretary for approval by the National Executive Committee and, if required, to any relevant statutory authority, and such changes shall apply only subject to such approval.