**THE CONSTITUTION OF THE ALLIANCE FOR FINANCE**

1. **Name and scope**

Title of organisation – The Alliance for Finance (‘The Alliance’) and it is an unincorporated association and not for profit organisation.

This new Constitution (‘The Constitution’) replaces the previous Terms of Reference of the Alliance for Finance which became redundant when Government changes meant it was no longer under the remit of the Certification Office, (as part of TULR(c)A 1992 regulations). The Constitution was adopted by the Alliance for Finance Executive Committee on the 1 January 2023

Members of the Alliance are affiliate members (‘Affiliates’) and pay an annual subscription.

The Alliance and its property will be administered and managed in accordance with the provisions of this Constitution.

1. **Objectives**

The Alliance’s objectives are:

* 1. To promote good relations between Employee Associations and Trade Unions representing members in the Finance Sector
  2. To organise and host webinars, seminars and other events on specific topics which the Executive Committee deem appropriate for its Affiliates. Also to provide training and learning events to Affiliates and the representatives and officers of the Affiliates’ organisation
  3. Where possible, to meet with regulatory bodies, or other similar organisations, to provide feedback from the Alliance on behalf of the Affiliates on topics which are of interest or directly relevant to them
  4. To share information across Affiliates that are of interest or directly relevant to their role advising and representing their members.
  5. To engage with employers, where appropriate, to further improve the working environment, employee relations and the conditions for workers within the Finance Sector.
  6. To promote inclusivity and diversity across the sector by educating and influencing employers and representatives, and where appropriate, challenging barriers to equality either with employers or the regulatory bodies.

**3. Income and Property**

3.1 The income and property of the Alliance shall be applied solely towards the promotion of the objectives.

3.2 An affiliate member is entitled to be reimbursed from the Alliance reasonable expenses properly incurred by them when acting on behalf of the Alliance. (The Treasurer and Chair will have authority to decide what are reasonable and properly incurred expenses).

3.3 An Executive Committee member may benefit from indemnity insurance cover purchased at the Alliance’s expense.

3.4 With the approval of the Executive Committee, the Alliance may use its income to cover remuneration of a Secretary, who will act on a consultancy basis. The Secretary will not be an employee or worker of the Alliance and the term of the Secretary will be reviewed at least once every 2 years. (The Secretary may or may not be an Elected Executive Committee Member in their own right).

3.5 None of the income of the Alliance may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any member of the Alliance or its Affiliate members. This does not prevent a member from receiving reasonable and proper remuneration for any goods or services supplied to the Alliance. The overall status of the Alliance is as an unincorporated association and not-for-profit organisation.

4. **Officers**

4.1 The Alliance and its property shall be managed and administered by an Executive Committee.

4.2 The Executive Committee will be comprised of officers and other members elected in accordance with this constitution.

4.3 The Alliance shall have at least the following officers:

* A chair
* A treasurer
* A secretary

4.4 The Treasurer is empowered by this document to bring recommendations for spending to the Executive Committee for decision. The Treasurer is granted independence to make financial decisions on a single item up to £5k, however they will be required to update the Executive Committee on all spending and status of income, expenditure and current balance at each Executive Committee meeting and the annual accounts once a year, for Executive Committee sign off.

4.5 The Executive Committee will be made up of appropriate representatives, members or officers of affiliate member organisation of the Alliance, or the nominated representative of an organisation that is a member of the Alliance, or honorary members. All positions will agreed, (by vote if necessary), by the current members/ at an Executive Committee meeting.

4.6 No one may be appointed an Executive member if they would be disqualified from acting under the provisions of Clause 4.9.

4.7 The number of Executive Committee members shall be not less than three but (unless otherwise determined by a resolution of the Alliance in a general meeting) shall not be subject to any maximum.

4.8 An Executive Committee member may appoint an appropriate person to act on their behalf at meetings of the Committee in Deputy role. (It’s appreciated that substitution could happen at short notice and the Deputies attendance/ continued attendance at the meeting will be subject to their suitability and good behaviour as determined by the Chair).

4.9  An Executive Committee member must make every endeavour to attend meetings of the Committee and may be removed as a member of the Committee should they fail to attend at least 75% of the meetings in any one year period without reasonable justification. The final decision will be made by the Chair following a vote of the Executive Committee.

4.10 Any Executive member can object to the Chair, Treasurer or Secretary about the suitability or behaviour of another Executive member in relations to their Alliance role (e.g. in an Executive Committee meeting or Alliance event). The Chair, Treasurer or Secretary can request a vote on the complained about member’s continued attendance at the meeting or event.

4.11 Removal of an Executive member (e.g. for lack of attendance, participation, contribution), can be proposed by any other Executive Committee member and if believed to be justified will be investigated and taken forward by the Chair. Any Removal is completed by the Chair, in consultation with the Affiliate member organisation, giving full reasons to the Executive Committee member for the removal. (If the complaint is about the Chair, the matter will be investigated by the Treasurer or an agreed (by vote if necessary), other Executive Committee member).

4.20 The Executive Committee shall have the authority to elect Honorary members of the Committee by agreement (by vote is necessary). Honorary members will be covered under Clause 3.3, indemnity insurance. Honorary members do not have the right to vote and don’t need to meet the provisions of Clause 4.5.

5. **Appointment of Executive Committee Members**

5.1 The Executive Committee in shall elect the members for a period of not longer than 2 years following nomination from an affiliate organisation member. If there are more nominations than available positions, the nominated lead person from each affiliate member will be asked to cast their vote

5.2 The Executive Committee may appoint any person who is willing to act as an Officer, subject to them meeting the criteria in Clause 4.5.

5.3 Each of the Executive Committee members will end their office with effect from the conclusion of their two year term and must complete the usual re-election process to start a further two year term.

5.4 No person may be elected an Executive Committee member or an officer at any meeting unless prior to the meeting the Executive Committee is given a notice of the proposal and that the person has been:

* Sponsored by a member as nominated to sit on the Executive Committee
* Sponsor sets out their proposal that the person is appointed as an Executive Committee member or officer;
* The person states their reasons for wishing to be an Executive Committee member and confirms their willingness to be appointed.

5.5 Should an elected Executive Committee member leave before the end of their two year term, the Alliance will approach the Affiliate organisation to request a suitable replacement to sit on the Executive Committee. Appointment of a replacement Executive Committee member for the remainder of the term is subject to the agreement of the Executive Committee and fulfilling the requirements of this constitution.

5.6 Appointment of new, replacement or deputy Executive Committee members should take full account of the Alliances Diversity and Inclusion Action Plan in assessing suitability of any nomination. It’s an important goal of the Alliance to promote and reflect the diversity of its member organisations in the Financial Sector.

**6. Meetings of the Executive Committee of the Alliance for Finance**

6.1 The Executive Committee of the Alliance will meet at least two times in every calendar year to discuss the Alliance’s activities and make decisions about the direction of the Alliance. These meetings will be agreed in advance and any votes as set out in this constitution must meet the rules as per this clause.

6.2 Executive Committee meetings must comprise of at least 3 members of the Committee to be validated as a formal meeting.

6.3 At each Executive Committee meeting, a Chairperson, Deputy Chairperson, or Secretary must be in attendance to be validated as a formal meeting.

6.4 Notes and actions are recorded from the meeting, circulated in good time to allow completion of actions. Agendas and papers are circulated in good time prior to meetings.

6.5 Executive Committee members must make every attempt to attend meetings, and may assign a deputy to attend in their absence if they are unable to attend. (See Clause 4.6. Note Clause 5.4 does not apply to Deputy appointments to cover meetings).

6.6 As per clause 4.7, should an Executive Committee member fail to attend 75% of meetings in a calendar year, the Executive Committee may vote on whether the member is removed from the committee. A majority vote will confirm the removal. The Chair will inform the individual Executive Committee member that the decision is effective immediately or at the end of the current meeting. The Chair will then approach the Affiliate member organisation for a nominee replacement Executive Committee member.

6.7 Should the Alliance fail to have two Executive Committee meetings in any one calendar year, a general meeting will be announced to vote on dissolution of the Alliance, and the rules in Clause 7 applied. If after trying, no formal Executive Committee meeting can be convened, the Chair or Treasurer may commence the process by enacting Clause 7.1.

**7. Bringing to an end the Alliance for Finance**

7.1 Should circumstances arise where the Alliance either needs to cease functioning, or it has failed to continue its activities and there has been no meeting of the Executive Committee for two years, the Chair or Treasurer can notify the Executive Committee members by giving with one month’s written notice of the intention to terminate the Alliance.

7.2 The Chair or Treasurer will write to each Executive Committee member at their last known contact address, both giving the one month’s notice and finally confirming the end of the Alliance.

7.3 The Chair or Treasurer will include details of the Treasurers accounts and the intention to split any remaining monies held by the Alliance into two equal parts and gift these to the following charity organisations, or the current equivalent of these charity organisation.

* The Insurance Charities
* Bank Workers Charity

7.4 The Chair or Treasurer will be required to complete all other necessary processes to bring to an end The Alliance.

7.5 Any Executive member can object to the ending of The Alliance by personally setting up the required meeting and gaining commitment from members that The Alliance has a future. It would require a unanimous vote of those attending a formal meeting, see Clauses 6.2 and 6.3 and prior to the expiry of the one month’s written notice period, (the date on the communication issued under Clause 7.1).

Appendix to Constitution on next page

Alliance for Finance Constitution

December 2022

**Appendix of the Alliance for Finance Constitution**

The purpose of this section of the document is to:

* Set out briefly the expectations on each Executive member
* Give insight into the roles within the Alliance, without setting definitive requirements that would occur in the main constitution. This will be used to introduce new members to the overall expectations of their role
* AFF has been in existence since 1996 in one form or another and has a very good standing with its Affiliates, with associated bodies and groups and even in the Finance Sector. This is an important reputation that needs to be maintained and built upon.

**Alliance Executive Committee Members**

**(Including Honorary Executive Committee members where applicable)**

**Expectations of Executive Committee members**

Each Executive member is expected to attend, contribute and participate in the business of The Alliance in their role. In addition to supporting and promoting the objectives of The Alliance, your work will include attending meetings, sub groups and events, facilitating requests for support, help, facilities, expertise, completions of actions, and involvement in meetings/ surveys/ requests for information, etc to maintain and improve the value of the Alliance to Affiliates.

Each Executive member must provide:

* a photograph and biography for the website so The Alliance can be transparent in who we are and what we do
* any details necessary to complete financial, legal and insurance requirements, e.g. completion of the indemnity insurance application
* commitment to ensure confidentiality of The Alliance data and materials, including obligations under GDPR

The Alliance is a champion of Equality, Diversity and Inclusion, we accept people are different, have different views and different experience and perceptions. Its important Executive Committee members listen, engage and are supportive with each other and Affiliates, as well as able to give room for reasonable challenges, different viewpoints and disagreements. This should always be carried out with good behaviours, focussed on the discussion point and not personalised. Bad behaviours will not be tolerated within The Alliance. This has not been necessary within our history, however the Chair is empowered to take action in a meeting to expel an Executive Member from an event or meeting in order to allow business to continue. Any incident of concern would be investigated and the Constitution has provision for action to be taken.

**Actions for poor performance, conduct or behaviour as an Executive Committee member**

As an Executive Committee member you may be asked to demonstrate your efforts, completion of actions and your work in achieving the above expectations. Failing to adequately justify your performance could lead to the matter being referred by the Chair (or another Executive Committee member), to the Executive Committee under the provisions of the Constitution. Action can include removal and replacement.

Attendance – make every endeavour to attend meetings of the Executive Committee, or substitute with a suitable Deputy. There is a target of attendance of at least 75% of the meetings in any rolling one year period.

If using your title/ role as an Executive member of The Alliance, you are then responsible for your actions and representation of The Alliance and your good behaviour in that capacity.

An important part of the role is building and maintaining relationships with other Executive Members and Affiliates and each Executive Committee member is expected to ensure that relationships with other members and affiliate organisations are positive.

**Description of roles**

**Chair (and Deputy Chair)**

* to lead and be responsible for the general management of the AFF; including carrying out the decisions of the AFF Executive Committee, and any other decisions made by members at AFF events
* is responsible for implementing the agreed overall AFF strategy
* has a duty to maintain the AFF as a credible and respected organisation that promotes the interests of workers and employees in the UK financial services sector
* lobbies and participates in regular consultation with appropriate parties on issues that are of interest to workers and employees in the UK financial services sector
* is responsible for ensuring that duties delegated to others are performed and, if not, takes appropriate action to remedy
* builds and maintains relationships with appropriate external parties, e.g. FCA, BBA, BSA
* chairs all AFF meetings or arranges for a suitable deputy
* must attend a minimum of 75% of the scheduled meetings of the AFF Executive Committee and AFF seminars. Attendance by conference or video call is permitted. Also, substitution of a Deputy is permitted.
* approves all notes of AFF meetings at which s/he was Chair
* provides support to other members of the AFF Executive Committee as appropriate
* promotes the AFF and its achievements externally
* have a working knowledge of the web site, email site etc, responsible for/ overseeing others in the updating and development of the website
* building and maintaining relationships with Executive Members, Affiliate Leads and supporters of The Alliance

**Treasurer (and Deputy Treasurer)**

* has the primary responsibility for all financial transactions relating to the The Alliance, including authorising payment of expenses as detailed in the Constitution
* maintains accounting records relating to The Alliance and will place monies received into an appropriate bank account in the name of The Alliance
* prepares interim accounts as required by The Alliance Executive Committee
* prepares an Income and Expenditure Account and a Balance Sheet showing the state of The Alliance’s finances at the end of the financial year, or as necessary
* at the start of The Alliance financial year, prepares budgetary recommendations to enable The Alliance Executive Committee to fix the amount of Affiliates’ subscriptions. Also track and ensure payment of Affiliate subscriptions
* must attend a minimum of 75% of the scheduled meetings of The Alliance Executive Committee and The Alliance seminars. Attendance by conference or video call is permitted. Also, substitution of a Deputy is permitted
* building and maintaining relationships with Executive Members, Affiliate Leads and supporters of The Alliance

**Secretary**

* support the Chair in the smooth running of the Alliance, this include arranging meetings, drafting and distributing the agenda, convening meetings, participating in meetings and taking notes, circulating notes within a reasonable period, chasing actions
* organisation of the Operations Sub Group, chairing meetings, ensuring notes and completion of actions
* supporting the Chair in response to any consultation requests
* supporting the Treasurer in the annual subscription process
* supporting other Executive members in the devising, coordination and delivery of learning events
* taking forward surveys of The Alliance Affiliates, ensuring returns, summarising date to support Affilates in the workplace, or support The Alliance learning events
* with the Chair look after emails on The Alliance site
* maintaining a calendar of learning events and Executive Committee meetings
* building and maintaining relationships with Executive Members, Affiliate Leads and supporters of The Alliance

Appendix to Alliance for Finance Constitution

December 2022