

**CONSTITUTION  
&  
TERMS OF REFERENCE  
for the**

**Rail Industry Fire Association  
(RIFA)**

**Constitution & Terms of Reference for  
The Rail Industry Fire Association**

**A. Name**

The full name of the Association shall be:

**The Rail Industry Fire Association – abbreviated as “RIFA”**

**B. Structure and administration**

RIFA is an unincorporated association of organisations and individuals having an active interest in furthering excellence in fire safety and the railway.

Subject to the matters set out below the organisation of RIFA shall be administered and managed by members of a Management Committee, duly described within this Constitution.

## **C. Aims, objectives and beneficiaries**

### **Main aims**

RIFA shall have the following main aims;

To promote quality fire safety standards and procedures within the Rail Industry.

To provide a forum for discussions in order to achieve co-ordination and a focal point on all aspects of fire safety and fire loss control for the benefits of Members.

To actively influence and to liaise with Regulators, Legislators, Enforcers, Manufacturers, and Suppliers, regarding the Fire Safety views of the Railway Industry.

To encourage the dissemination of information relevant to standards, products, technical data and all such information necessary for members to achieve and maintain effective Fire Safety.

To uphold and enhance the professionalism in the application of Fire Safety in the Rail Industry and enhance the reputation of RIFA Members.

### **Key objectives**

In order to achieve these aims, RIFA shall have the following key objectives for action:

1. To maintain a fully representative membership, or other consultative processes, to ensure the needs of all sections of the membership are heard and taken into consideration;
2. To define RIFA's priorities arising from the business plan developed by the Chairman on behalf of its members;
3. To seek and work with partners to ensure the delivery of those projects contained in the action plan;
4. To seek to influence decision making in, and concerning, matters of railway fire safety, in line within the agreed business plan;
5. To undertake further research as necessary to secure additional evidence of needs and proposed actions;
6. To seek, through a variety of means, to engage the whole rail fire safety community and keep them informed of the work of RIFA;
7. To identify and apply for sources of funding and other resources for RIFA, its projects and initiatives, including, but not limited to, grant funds, business support, sponsorship and support in kind;
8. To seek to ensure that RIFA's concerns are reflected where applicable in national and international approaches to fire safety on railways and in the other development plans of major public agencies;

9. To work jointly with other rail and transport fire safety partnerships on issues and projects of shared concern by sharing expertise and experience;

#### **D. Powers / Authority**

In furtherance of its aims and objectives RIFA shall have the power/authority to:

1. Receive funds and undertake financial transactions necessary to conduct its business.
2. Seek funding and support in kind to assist in the running of RIFA and for the delivery of agreed projects.
3. Take appropriate action to influence local regional and international decision-making as it affects the achievement of the main aims of RIFA;
4. Establish, where appropriate, organisations or other bodies to run local services arising from the work of RIFA;
5. Do all such other lawful things as are necessary for the achievement of the aims and objectives of RIFA;

In exercising these powers, RIFA, as an unincorporated association will take account of the risks involved in not being incorporated and will make appropriate arrangements to protect individual members of RIFA.

#### **E. Membership**

Membership of the Association is available to all Railway Industry companies and their staff involved in Fire Safety;

Any body corporate or unincorporated association which is interested in and committed to furthering the work of RIFA and is prepared to sign up to the aims and objectives of RIFA and its Constitution.

Individuals, of 18 years and over who have an interest in the issues and concerns of RIFA and who are prepared to sign up to the aims and objectives of RIFA and its Constitution;

Membership of the Association will run for one year from 1st April until 31st March inclusive upon payment of the annual subscription.

The AGM may consider awarding Honorary Life Membership to individuals following retirement of the same from the industry.

Each qualifying member shall have one vote and be entitled to vote at the Annual General Meeting and other meetings of the RIFA membership.

Where members are separately constituted organisations, businesses or associations they may nominate a named individual to represent them and vote at meetings of RIFA. They must also nominate an alternative individual to replace the appointed individual should they be unable to attend meetings or cease to be part of the organisation.

## **Membership and subscriptions**

The Management Committee may impose such membership fees as are considered necessary to meet the costs of running the Association.

In return for membership, members are offered:

1. Votes at the AGM and other meetings of the Management Committee and/or Membership;
2. Access to a network of member Fire Engineering practitioners;
3. Regular copies of the RIFA newsletter and updates, in hard copy or via electronic means;
4. Involvement in individual projects;
5. A minimum of one annual topical seminar (which may require payment of an attendance fee to offset cost or disbursements);
6. A members' section of the RIFA website where "member only" documents will be available.

## **F. Annual General Meeting and other general meetings of RIFA**

There shall be an Annual General Meeting held in the month of June in each year. The first Annual General Meeting should be held no more than 12 months after the formation of the Association and there should be no more than 15 months between Annual General Meetings.

The business of the Annual General Meeting shall include the following matters to be discussed and decided on:

Receiving the Annual Report and the accounts for the preceding year from the Management Committee;  
Appointing the auditor(s);  
Electing/re-electing honorary officers and management committee members;  
Determining the membership subscription, if any;  
Evaluating the work of RIFA;  
Reviewing and agreeing any proposed constitution changes.

The Annual General Meeting shall be open to all members of RIFA and the general public.

Notice of 21 days shall be given of any general meetings, being sent directly to RIFA members and advertised in Fire Times, via Train Operating Company Notice Boards and any other local, national or international press publication agreed by the Management Committee.

### **Elected Officers**

At the Annual General Meeting of RIFA, the members shall elect from amongst themselves a Chairman, Vice-Chairman, Secretary and a Treasurer who shall hold office from the conclusion of that meeting.

These offices are held for two years. Individuals may stand for re-election each year.

### **Quorum**

The quorum for the Annual General Meeting shall be at least ten members. If no quorum is present a special general meeting will be called.

### **Special general meetings**

The Management Committee may call a special meeting of the membership at any time. If at least ten general members request such a meeting in writing stating the business to be considered the secretary shall call a meeting. At least 21 days notice must be given and the notice must state the business to be discussed.

### **G. The RIFA Management Committee**

A Management Committee shall be elected from amongst the membership to ensure that the work of RIFA is appropriately managed and targets are achieved. The RIFA Management Committee membership shall consist of not less than 6 members nor more than 15 members being:

The Elected Officers: 4

Individual members elected at the annual general meeting who shall hold office from the conclusion of that meeting;

In addition, the Elected Officers may co-opt representation of significant local, national or international interests when this is relevant to the particular work of the management committee. These representatives shall have no voting rights.

The Management Committee shall review the work of RIFA to ensure it delivers appropriate results, maintains its credibility and is restructured when appropriate.

### **Retirement**

All the members of the Management Committee shall retire from office at the Annual General Meeting, following the one at which they came into office but they may be re-elected or re-appointed.

### **Vacancies**

Should vacancies arise on the management committee during the course of the year the Management Committee shall appoint a member of RIFA in order to fill that vacancy. Individuals appointed in this way shall be members of the committee until

the next annual general meeting and can stand for re-election at that time if they wish.

### **Meetings of the Management Committee**

The Management Committee shall meet from time to time as dictated by the business to be conducted. Not less than seven days written notice of ordinary meetings shall be given to each member.

Special meetings may be called by the Chair, or by the Secretary on receiving a written request from any three members. Not less than seven days written notice of a special meeting shall be given to each member of the Management Committee.

### **Attendance and records**

The secretary shall keep a formal record of attendance at the Management Committee meetings. The minutes and action points from each meeting shall be circulated to all members of the management committee and be made available to the broader RIFA membership if requested. All minutes and agenda will be posted on the RIFA website.

A member of the Management Committee shall cease to hold office if he or she:

- is absent without permission of the Management Committee for all their meetings within a six-month period;

- is disqualified from acting as a member of the Management Committee by virtue of any relevant law, or becomes incapable by reason of mental disorder, illness or injury from managing their own affairs.

If the Chair is absent from any meeting, the members present shall choose one of their number to preside at the meeting before any business is transacted.

### **Quorum**

The quorum for all Management Committee meetings shall be one third of the membership of the committee plus the Secretary.

### **Co-options**

The committee may co-opt individuals who have specific expertise, knowledge or experience. These individuals will be advisory members only and may not number more than one third of the committee in total. Co-opted persons will not have voting rights.

### **Specialist advisors**

The committee may seek specialist advice from time to time and may co-opt specialist advisors to the committee for a limited time or for a specific project.

### **Voting rights**

Each full member of the Management Committee shall have one vote. All decisions shall be through a majority voting system. Where votes cast in any matter are equal then the Chairman shall have a casting vote in addition to a vote as a member.

## **Urgent matters**

Should urgent matters arise requiring a decision that cannot wait until the next Management Committee meeting then the Chair plus two delegated members of the Management Committee shall have the power to decide the matter providing that it is in line with the existing policy of RIFA. The matter shall be reported back in full to the next meeting of the Management Committee.

## **H. Working groups**

The Management Committee shall have the power to set up working groups or subcommittees to take forward the issues and projects arising from existing initiatives and the Business Plan.

The chair of such working groups or sub-committees will be an existing member of the Management Committee. The membership of each working group will be made up from members of the management committee and/or interested general RIFA members not on the committee, but who are committed to helping deliver the action plan work or who can contribute specialist skills, experience or knowledge.

## **I. Agendas and Minutes**

The agenda for meetings will be published at least one week in advance of any meeting of RIFA. All the meetings of RIFA will be minuted, or be noted, and these shall be placed in the public domain (for example on the web site or in paper form in the relevant Library of any member of RIFA).

## **J. Accessibility to records and correspondence**

All correspondence and publications will be filed in a central place by the Secretary and be available for inspection at any reasonable time

## **K. Openness**

Meetings of the membership will be open to all members of RIFA, and the press, and subject to the Chairman's discretion, all will have a right to comment and raise questions relevant to the agenda.

## **L. Correspondence and Publications**

RIFA shall have its own headed paper and logo style. The Chairman and Secretary of the Management Committee or any working group or subcommittee will have the power of signature as directed by that group or committee

## **M. Keeping financial records**

RIFA will need to access two sets of funds to achieve its aims.

## **Revenue Costs (Running Costs)**

Revenue costs for RIFA itself including the costs of administration, office space and staff support will be met through subscriptions raised or by support in kind from member organisations or other grant giving bodies.

## **Capital Costs and Project funds**

Capital Costs and Project funds are specific allocations from any source. It is recognised that in some cases the grant provider may request that RIFA holds and administers these funds and in those cases RIFA will hold the funds and administer them in accordance with its governance regulations. In cases where the provider insists the funds are held by a third party, then RIFA will request that such a third party as may be acceptable to the provider hold the funds on behalf of RIFA.

The Treasurer shall keep clear records of all financial transactions. These records shall be independently audited and presented for approval at the annual general meeting and a copy shall be sent to all Management Committee members.

A bank account shall be opened in the name of RIFA. Signatories to the bank account will be the Chair and Treasurer and two other nominated management committee members within authority levels defined at the Annual General Meeting. Cheques shall be signed by two signatories.

## **N. Changes to the constitution**

Changes to the constitution can only be made at an Annual General Meeting of the Membership and must be agreed by at least two thirds of the full membership present and voting. 21 days notice of proposed changes to the constitution must be given to the Membership prior to the meeting.

## **O. Dissolution**

RIFA can only be dissolved by the decision of the full membership at a special general meeting expressly called for the purpose. A vote of two thirds of the RIFA membership present and voting at the meeting in favour of dissolution is required for RIFA to cease operating. Directions as to the disposal of any assets shall also be decided at this meeting with due consideration being given to a third party taking possession of these, except in the case of grants where monies or assets are given and where the grant giver has specified the course of action to take.

**This constitution was adopted on the**

by the persons whose signatures and affiliations appear below:

**1.**

**2.**

**3.**

**4.**

**5.**

**6.**

**Approved at the AGM held on 28 day of June 2013**

Signed

Chairman

Secretary