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CHAPTER I
GENERAL PROVISIONS

Article 1
Constitution (Revised October 2022)

The Dominica Red Cross was founded on 28 January 1958 as a branch of the British Red Cross Society and became independent of the British Red Cross Society on 7 March 1983. Its constitution is based on the Geneva Conventions of 1949 (and their additional Protocols), to which Dominica is a party. The Dominica Red Cross Society shall be guided in its work by the principles of international humanitarian law and shall respect the Fundamental Principles of the Movement, which are set out below:

Humanity

The International Red Cross and Red Crescent Movement, born of a desire to bring assistance without discrimination to the wounded on the battlefield, endeavors, in its international and national capacity, to prevent and alleviate human suffering wherever it may be found. Its purpose is to protect life and health and to ensure respect for the human being. It promotes mutual understanding, friendship, co-operation and lasting peace amongst all people.

Impartiality

It makes no discrimination as to nationality, race, religious beliefs, class, or political opinions. It endeavors to relieve the suffering of individuals, being guided solely by their needs, and to give priority to the most urgent cases of distress.

Neutrality

In order to continue to enjoy the confidence of all, the Movement may not take sides in hostilities or engage at any time in controversies of a political, racial, religious or ideological nature.

Independence

The movement is independent. The National Societies, while auxiliaries in the humanitarian services of their governments and subject to the laws of their respective countries, must always maintain their autonomy so that they may be able at all times to act in accordance with the principles of the Movement.

Voluntary Service

It is a voluntary relief movement not prompted in any manner by desire for gain.

Unity

There can be only one Red Cross and Red Crescent Society in any one country. It must be open to all. It must carry on its humanitarian work throughout its territory.

Universality

The International Red Cross and Red Crescent Movement, in which all Societies have equal status and share equal responsibilities and duties in helping each other, is worldwide.

Article 2
National legal status

The Dominica Red Cross Society is officially recognized by the Government, in the Dominica Red Cross Society Act 1983 as a voluntary society, auxiliary to the public authorities in the humanitarian field and acting for the benefit of the civilian population both for the purpose of the 1949 Geneva Conventions, and as the sole National Red Cross Society which may carry out its activities in the Commonwealth of Dominica.

In relation to the public authorities the Dominica Red Cross Society maintains an autonomy, which allows it to act at all times in accordance with the Fundamental Principles of the Movement.

The public authorities shall at all times respect the adherence by the Dominica Red Cross Society to the Fundamental Principles.

The Dominica Red Cross Society is a body corporate having perpetual succession and a common seal. It possesses legal status. Its term of existence is unlimited. Its headquarters are located at Federation Drive, Goodwill, Commonwealth of Dominica.

Article 3
Relations with other components of the Movement

The Dominica Red Cross Society, was recognized by the International Committee of the Red Cross (ICRC) on 15 March 1989 and admitted to the International Federation of Red Cross and Red Crescent Societies (International Federation) on 21 October 1989.

The Dominica Red Cross Society shall fulfill the conditions laid down in Article 4 of the Statutes of the Movement and its relations with the other components of the Movement shall be in conformity with Article 3 of the Statutes of the Movement.

The Dominica Red Cross Society shall also be bound by the obligations laid down in Article 8 of the Constitution of the International Federation.

Article 4
Agreements

Agreements concluded with other organisations or entities, in particular with the public authorities regarding the execution of a public service, shall be in writing and shall not in any way constitute an obligation for the Society to act against the Fundamental Principles.

Article 5
Emblem

The Dominica Red Cross Society has as its emblem the heraldic sign of the Red Cross on a white background. The Dominica Red Cross Society shall establish appropriate regulations in accordance with the 1949 Geneva Conventions (and the Additional Protocols), the Dominica

Red Cross Society Act 1983, section 8 and the 1991 Regulations on the use of the Emblem whose provisions shall be binding upon the Dominica Red Cross Society.

The DRCS makes use for indicative purposes of a logo composed of the Red Cross emblem together with the name “Dominica Red Cross”.

Article 6
Reflection of Mission and Objectives

The Dominica Red Cross performs any roles and tasks as defined in:

- 1. the 1949 Geneva Conventions and their Additional Protocols,*
- 2. the Statutes of the International Red Cross and Red Crescent Movement (the Movement),*
- 3. the Resolutions adopted by the statutory meetings of the Movement (the Council of Delegates of the Movement and the International Conference of the Red Cross and Red Crescent),*
- 4. the strategic framework of the IFRC, and*
- 5. applicable national laws and agreements*

CHAPTER II
GENERAL OBJECTIVES AND SPECIFIC TASKS

Article 7

Object

The principal object of the Dominica Red Cross Society is to prevent and alleviate suffering with complete impartiality, making no discrimination as to citizenship, nationality, age, disability, ethnic origin, social background, sex, religious beliefs, language, class, or political opinions or any other similar grounds.

For this purpose, its task are:

- 1- To act in case of armed conflict, and in peace prepares to act in all the fields covered by the Geneva Convention and on behalf of all war victims, both civilian and military;*
- 2- To contribute to the improvement of health, the prevention of disease and mitigations of suffering;*
- 3- To organize, within the scope of the national plan, emergency relief services for the victims of disasters, however caused;*
- 4- To educate the population on how to respond to disasters, however caused, and undertake in collaboration with local authorities and other agencies disaster preparedness activities;*
- 5- To recruit, train and assign such personnel as are necessary for the discharge of its responsibilities;*
- 6- To promote the participation of children and young people in the work of the Red Cross and Red Crescent;*
- 7- To promote the Fundamental Principles of the Movement and those of International Humanitarian Law in order to develop humanitarian ideals among the population, and in particular children and youth;*
- 8- To co-operate with the public authorities to ensure respect for International Humanitarian Law and to protect the Red Cross, Red Crescent and Red Crystal emblems.*
- 9- To act in case of loss of family contact as a result of conflict, natural disasters or other situations with a humanitarian impact, by providing Restoring Family Links services.*

CHAPTER III
MEMBERS AND VOLUNTEERS

Article 8
Code of Conduct

All persons seeking membership of the Dominica Red Cross will be required to sign a copy of the Code of Conduct of the IFRC before being accepted as a member. Failure to or refusing to sign the Code of Conduct will disqualify that person from becoming a member.

Article 9
Membership

Membership of the Dominica Red Cross Society is open to all without discrimination based on citizenship, nationality, age, disability, ethnic origin, social background, sex, religious beliefs, language, class or political opinion or any other similar grounds. Members may be active, subscribing, honorary members or patrons. One can apply for membership at the Headquarters or through local branches in communities. Data base of membership will be kept at the Headquarters.

Article 10
Active Members

Active members are those persons who have agreed to give service to the Dominica Red Cross Society on a voluntary basis, are registered as such with the Society and who pay the annual contribution as determined by the General Assembly.

Article 11
Subscribing Members and Corporate Members

Subscribing and Corporate members are those persons who pay the annual subscription determined by the General Assembly.

Article 12
Honorary Members

Honorary members are those persons who have been so designated by the General Assembly on recommendation of the Governing Board in recognition of exceptional services to the Dominica Red Cross. Honorary Members may or may not pay annual subscriptions.

Article 13

Patron

A Patron is a public figure designated by the General Assembly, on recommendation of the Governing Board, who permanently supports the National Society. The Patron has no right to vote, elect and to be elected at any general meeting of the Dominica Red Cross Society and to be given notice of such meetings as if a member. The Patron should adhere to the Code of Conduct of the IFRC to promote the work of the National Society and to recognize and obey the constitution.

Article 14

Rights and Duties of Members

Members have the following duties:

- *To adhere to and disseminate the Fundamental Principles;*
- *To adhere to the Policies and Code of Conduct of the IFRC;*
- *To promote the work of the Dominica Red Cross Society;*
- *To recognize and obey the Constitution;*
- *To pay the annual subscription as set by the General Assembly which excludes Honorary Members*
- *To participate actively in the work of the Dominica Red Cross Society*

Members have the following rights:

- *To vote and be elected to the governing bodies, with the exception of the Patron;*
- *To participate and vote in the meetings of the branch assembly and, if delegated, in the General Assembly of the Dominica Red Cross Society;*
- *To present proposals and raise issues with any authority in the Dominica Red Cross Society.*

Members must also:

- *Adhere to the Fundamental Principles, and to the policies and regulations of the DRC,*
- *Protect confidentiality and maintaining the trust of those that the DRC serves,*
- *Act and make decisions in the interests of the DRC when acting on its behalf treating everyone with dignity and respect and, therefore, abstaining from: – discrimination based on gender, ethnic origin, nationality or citizenship, age, disability, language, political opinions, religious belief, social background, or any other similar grounds – xenophobia and other forms of racism – bullying and harassment, including sexual harassment – sexual exploitation and abuse*
- *Act honestly and with integrity in all transactions and dealings, which includes abstaining from fraud and corruption, abuse of power and nepotism – avoiding conflicts of interest and handling actual or possible conflicts of interest appropriately.*

Article 15
Loss of the status member

Any member may give notice of resignation in writing at any time.

Subscribing membership expires automatically after twelve months unless the subscription is renewed. The subscribing member shall receive a reminder of the need to renew the subscription one month before expiry.

Branch Committees may expel members for serious cause, of which the member shall be informed promptly in writing. Any member so expelled shall have the right to appeal to the Governing Board, whose decision shall be final and binding.

The Governing Board shall make regulations for the hearing of appeals to ensure that no member is unjustly treated, and the procedure is fair and in accordance with national law. It shall furthermore specify such grounds as may constitute serious cause.

Serious cause for the purpose of expulsion is defined as the display of character or morality incompatible with the seven Fundamental Principles or engagement in activities, which are detrimental to the reputation or activities of the Dominica Red Cross Society.

Membership in the DRCS also ends with death of a member.

Article 16
Volunteers

The Fundamental Principles of voluntary service is at the core of the Red Cross Movement, it is through the services rendered by volunteers that we are able to assist vulnerable people. A volunteer gives of his time freely not prompted in any manner by desire for material or financial gain or by external social, economic or political affiliation.

Volunteers should first be equipped with knowledge on the World of the Red Cross, its Code of Conduct and Safety Issues whilst deployed on behalf of the Red Cross. Potential volunteers must satisfactorily complete the required training in this regard.

The Dominica Red Cross shall encourage volunteers from all sections of the community without any form of discrimination based on gender, ethnic origin, citizenship, nationality, age, disability, language, political opinions, religious beliefs, social back ground or any other similar grounds to participate in its activities, including young people who are part of the youth groups All volunteers shall have the right to choose to become members of the Dominica Red Cross.

Rights, Obligations and Duties of Volunteers

- *Act in accordance with the Fundamental Principles of the International Red Cross and Red Crescent Movement and promote their dissemination. Respect the regulations on the use of the emblem and to prevent its misuse and abuse.*

- *Strive and work of the highest standards of quality*
- *Sign and behave in accordance with Code of Conduct of the IFRC.*
- *Be available in an emergency, as agreed with the branch or headquarters and according to skills and abilities*
- *Respond to the needs of beneficiaries and strengthen their capacity for self-help and active volunteering*
- *Choose to become a member of the Dominica Red Cross as defined by the constitution and membership policy. Have appropriate training or personal development to be able to undertake their agreed tasks or role. Accept or refuse any task or role in accordance with the Code of Ethics and fundamentals of voluntary service.*
- *Volunteers to be protected whilst engaged with the DRCS, including safety and security, protection from abuse, bullying and sexual harassment and psychosocial support and*
- *In the event of expulsion or suspension of the DRCS volunteer, the same appeal procedure as prescribed for the DRCS's members shall apply.*

CHAPTER IV
GOVERNING BODIES

Article 17
General Assembly

The Governing Bodies of the Dominica Red Cross Society are:

- 1. The General Assembly*
- 2. The Governing Board*

Meetings of these bodies can be held remotely in the event that face-to-face meetings are not possible. If Governance functions or processes are held remotely, they shall be conducted in accordance with the DRCS's existing constitutional rules.

Article 18
Composition of the General Assembly

The General Assembly represents the Dominica Red Cross Society as a whole. It is composed of:

- A) The members of the Governing Board;*
- B) The Leaders (or their representatives) of the Branches;*

Article 19
Powers of the General Assembly

Subject to the present Statutes, the General Assembly is the highest authority of the Dominica Red Cross Society.

- A) It formulates the mission and policies that govern the Dominica Red Cross Society.*
- B) It approves the plans and budgets including the Strategic Plan and the activities and financial reports of the National Society;*
- C) It determines the amount of subscriptions;*
- D) It ensures that the statutes are up to date, and monitor the compatibility of relevant national laws with the objectives of the Red Cross and Red Crescent Movement;*
- E) It decides on the setting up and dissolution of local branches;*
- F) It elects the members of the Governing Board;*
- G) It elects the President of the Dominica Red Cross Society;*
- H) All elections are for a period of four (4) years*

Article 20
Procedures for the General Assembly

The General Assembly meets every two years in ordinary session at time and place determined by the previous General Assembly and is presided over by the President of the Dominica Red Cross Society. Unless otherwise provided for in these Statutes, the General Assembly takes all

its decisions with a quorum of one-half of its member and by a majority of those present and voting. If the required quorum of one-half of its members is not present, a new AGM is convened within one month with a quorum of one third of its members. Each of its members who have paid their annual subscription over the past four years has a single vote. Voting shall take place by secret ballot.

Article 21
Sessions of the General Assembly

The General Assembly meets biennially in ordinary session at a time and place determined by previous General Assembly, or by the Governing Board acting under the authority delegated to it by the General Assembly. It meets in extraordinary session on the initiative of the President in agreement with the Governing Board or at the request of one-third of the members of the General Assembly. Notice of a meeting of the General Assembly should be given with no less than twenty-eight (28) days' notice.

Governing Board

Article 22
Composition of the Governing Board

The Governing Board is the body governing the Dominica Red Cross Society between sessions of the General assembly. It is composed of:

- A) The President*
- B) Vice President*
- C) The Treasurer*
- D) The Director-General (CEO) and*
- E) Four members elected at the General Assembly for a period of four years, one of which will be the Chairman of the District Branches. Composition of these members may represent the following*
 - 1.) Youth*
 - 2.) Branch*
- F) Two outstanding individuals, chosen by the Governing Board for their specific competencies or because of their interest in the National Society.*

All members of the Governing Board as well as those elected to positions within the National Society will sign and abide by the Code of Conduct of the IFRC as provided in the Rules and Procedures. An elections committee will be set up by the Governing Board to screen all nominations against eligibility criteria for positions on the Governing Board.

The Director General (DG) acts ex-officio in the role of Secretary to the Governing Board without the right to vote.

Article 23
Conflict of Interest

Members of the Governing bodies shall act solely in the interest of the Dominica Red Cross Society. Individuals in governance positions to declare all potential or actual conflicts of interest, or issues that could be perceived as a conflict of interest and that if anyone discloses a potential or actual conflict of interest, then the disclosing member must abstain from debates and voting on matters that concern him/her. Also any person affected by a conflict of interest to resign from his/her position to all instances of conflict of interest of a serious and/or permanent character.

In the event that a member of the Governing Board obtains a high-ranking position in the public service or a political party, he or she should resign from his or her functions with the Dominica Red Cross Society.

Pending such resignations and in the interim, the member shall do his or her utmost to ensure that his or her functions do not give rise to a conflict of interest. In the event of a conflict of interest, the member shall abstain from taking part in decision-making and resolve the said conflict in the sole interest of the Dominica Red Cross Society.

Governance positions should also exclude staff from running for elected office as well as if a governance member is recruited as a staff member, he/she must resign from elected office.

Article 24
Powers of the Governing Board

The Governing Board is vested with the following powers or whatever powers are delegated to it by the General Assembly. In particular:

- A) It provides for the setting up of branches particularly in areas of emerging humanitarian need, and for the dissolution of Local branches which fail to comply with decisions taken at the central level of the Society or for actions taken which are not in accordance with the Fundamental Principles.*
- B) It monitors membership and sets dues*
- C) It sets policies for staff and volunteers;*
- D) It ensures long-term viability and makes decisions about priorities;*
- E) It sets goals;*
- F) It establishes a structure and promotes a culture to achieve defined goals;*
- G) It determines criteria for beneficiaries, clients and vulnerable groups;*
- H) It draws up, approves or amends all regulations, which are necessary in order to give effect to the present Statues;*
- I) It sets up the committees or commissions, which it deems desirable or necessary for carrying out these tasks;*
- J) Approves the assignation of any award, prize, honorary title or medal on behalf of the NS;*

- K) It manages and controls all funds and property held by the Dominica Red Cross Society and reviews the financial records of the Branches annually. The Governing Board may delegate this function to the Treasurer;*
- L) Intervene and decide in any internal conflict or crisis at any territorial level that may jeopardize the integrity and image of the NS as a whole;*
- M) It appoints the chairman and members of the Finance Commission;*
- N) On the recommendation of the President, it appoints the Director-General (CEO) evaluates his or her performance and dismisses him or her if necessary.*
- O) Can dismiss top management promptly if involved in activities that could be considered as compromising their ability to carry out their management functions in accordance with the Fundamental Principles, or that could place the image and reputation of the Dominica Red Cross at risk.*

Article 25
Sessions of the Governing Board

The Governing Board meets in ordinary session at least every two months. Extraordinary sessions of the Governing Board are held on the initiative of the President or at the request of one-third of its members. The CEO may request the President to convene an extraordinary session.

Article 26
Procedures for the Governing Board

The Governing Board is presided over by the President of the National Society. It takes all its decisions with a quorum of one-half of its members and by a majority of those present and voting. If the required quorum is not present, a new Governing Board meeting is convened two weeks later with a quorum of one third of its members. Each of its members has a single vote. In the event of a tie, the President has a second casting vote.

After one (1) hour has elapsed following the time given in the notice for the start of a meeting of the Governing Board and a quorum has not been ascertained, the meeting should be adjourned and a new notice of such a meeting should be served with no less than seven (7) days' notice. After thirty (30) minutes has elapsed following the time given in the second notice for the start of the meeting, those present and attending the meeting should constitute a quorum of the Governing Board.

Members of the Governing Board should submit excuses for non-attendance at meetings. The Governing Board shall determine where a member has been absent for three (3) consecutive ordinary meetings, whether or not to remove him/her from that body. The member will be informed in writing of the Board's intention to consider their removal. On the next convocation of the Governing Board and the member is not in attendance the Governing Board may proceed with the removal of the member and elect a new member to act in the position until the next meeting of the General Assembly. Such decisions must be taken by the Governing Board with a

quorum of one-half of its members and by a majority of those present and voting. All decisions must be ratified at the next meeting of the Governing Board.

Article 27
President

The President is the highest office bearer of the Dominica Red Cross Society. The President is responsible to the General Assembly for ensuring that the Dominica Red Cross Society pursues objects and exercises its functions as defined in Article 22 of these Statutes. The President acts under the authority of the General Assembly and the Governing Board to guide the affairs of the National Society in conformity with their decisions and to ensure the smooth functioning of the Dominica Red Cross Society.

Article 28
Functions of the President

The functions of the President are:

- A) To convoke and preside over the sessions of the General Assembly and the Governing Board;*
- B) To present to the General Assembly a review of the state of the Dominica Red Cross Society;*
- C) To co-ordinate the work of the bodies of the Dominica Red Cross Society;*
- D) To represent the Dominica Red Cross Society, nationally, regionally and internationally;*
- E) To carry out any other function entrusted by the General Assembly and the Governing Board.*
- F) To submit recommendations to the Governing Board for the appointment or dismissal of the Director General (DG).*

The President may, in writing, delegate part of the functions under his article to the Vice-President or to the Director-General (CEO).

In the event of a vacancy arising in the office of the President, or should the President be unable to carry out his/her functions, the Governing Board shall at its next ordinary session designate the Vice-President who shall serve as Acting President until the next session of the General Assembly. At this session, the General Assembly shall elect a President to fill the vacancy for the remaining period of the current term of office, which will be counted as a full term for the same candidate if he/she decides to run for the same position after.

Until the designation of the Vice-President as Acting President by the Governing Board, the ex-officio Vice-President will fulfill this function.

Article 29
Vice President

The Vice President is the second highest-ranking office holder in the Dominica Red Cross Society.

The function of the Vice President is to assist the President in the performance of his or her functions and in the absence or disability of the President, the Vice President or if circumstances require, the Vice President may perform the duties and exercise the powers of the President. The Vice President shall also perform such other duties as may be prescribed by the Governing Board or the AGM.

CHAPTER V
MANAGEMENT

Article 30
Director General

The Director-General (CEO) shall be appointed by the Governing Board on the recommendation of the President under the conditions previously laid down by the Governing Board. The contract of appointment between the Dominica Red Cross Society and the Director-General (CEO) shall be drawn up by the Governing Board, in accordance with the relevant provisions in the Rules of Procedure.

Article 31
Functions of the Director-General

The Director-General (CEO) is the full-time senior manager of the Dominica Red Cross Society. The Director-General (CEO), who will carry out his/her functions under the authority of the Governing Board and the President, has the following functions:

- A) To implement the decisions and policies of the General Assembly and the Governing Board and the mandates assigned to her/him by other bodies of the Dominica Red Cross Society;*
- B) To direct the Secretariat and be responsible for the execution of the work entrusted to it;*
- C) To draft the budgets and financial reports in consultation with the Treasurer and accountant*
- D) To be accountable for the use of resources and finances and the NS's performance*
- E) To organise the different services of the Secretariat in accordance with the decisions of the General Assembly and of the Governing Board, appoint competent staff to the Secretariat, and when necessary, terminate the appointment of such staff;*
- F) To be authorized representative of the Dominica Red Cross Society in relation to third parties and courts of law for all transactions whatsoever, including transactions executed in notarial form relating to the acquisition, administration and expenditure of the resources of the Dominica Red Cross Society;*
- G) To direct the actions decided upon by the General Assembly or the Governing Board. In exceptional or urgent circumstances, the Director-General (CEO) shall take all appropriate measures;*
- H) To manage and make daily decisions about the use of the NS's staff, assets, facilities, and resources to implement the plans and GA/Board decisions;*
- I) To sign checks or payment orders together with the signatories on the accounts in accordance with financial procedures;*
- J) To carry out any other function assigned to her/him by the present statutes or by the Governing Board or the President;*
- K) To report on the activities of the Dominica Red Cross Society to the General Assembly and to the Governing Board.*

In carrying out her/his functions the Director-General (CEO) shall keep the President closely informed. The Director General (CEO) shall ex officio be Secretary of the General Assembly and the Governing Board. The Director-General (CEO) may delegate these functions to other officials of the Secretariat. The Director-General (CEO) shall participate in the sessions of the General Assembly and the Governing Board in an advisory capacity. The Director-General (CEO) shall establish the structure of the Secretariat, the general outline of which shall be subject to the approval of the Governing Board. The Secretariat assists the Director-General (CEO) in the implementation of his/her executive task. The Director General shall not be a voting member of the Board.

CHAPTER VI
BRANCH STRUCTURE

Article 32
Branches

With the object of ensuring that the Dominica Red Cross Society's activities are extended throughout the whole of the country, the Governing Board shall establish local branches governed by a local committee, defining the territory allotted to each and delegating such responsibility as it thinks fit for the organization of the Dominica Red Cross Society and its activities in that area.

Each Branch Committee shall be responsible to the Governing Board through a Branch Representative who shall be elected by the Branch Committees.

The Governing Board shall lay down regulations for the organization of local branches and the conduct of their meetings. The branches, Local Committees and Youth groups must abide at all time with the decisions, policies and regulations adopted at the AGM.

Each branch shall provide nominations to the Governing Board based on the criteria set and will be allotted one vote per branch at the General Assembly for the different positions on the Governing Board. Voting will be conducted by secret ballot.

No branch, Local Committee or Youth Group shall act as a separate entity or body independent from the Dominica Red Cross Society.

Article 33
Branch Assemblies

The branches shall each convene, not less than twice a year an assembly at which all members shall have the opportunity of meeting to discuss the business of the Dominica Red Cross Society and electing the Branch Committee (board) for the following four years. The Assembly also elects its representative (delegate) to the General Assembly. Voting at such meetings shall be by a secret ballot for all elections, otherwise voting shall be as it is agreed to by a majority of voting members present and voting.

Article 34
Branch Committee and composition

Each branch assembly shall nominate and elect every four years a branch committee/executive, with the following Officers: a Leader, a Deputy Leader, a Treasurer, and a Secretary and may elect such other officers as it deems necessary for the proper discharge of its functions. Individuals nominated must be a paid up member, committed to the work of the branch and to the Fundamental Principles of the Movement.

Where a member is unable to complete their full term, or has been removed from their position as a result noncompliance to the Fundamental Principles or Code of Conduct, the executive committee may appoint a person to fill the vacancy so caused and the person appointed shall hold office for the remainder of the term of office.

The right of terminating these appointments is also vested in the branch assembly, subject to the right of appeal to the Governing Board by any officer of a local branch committee who considers that she/he has been unjustly treated. In case of such an appeal, the decision of the Governing Board shall be final and binding on all parties.

Branches may only establish formal cooperation agreements with other organizations for specific projects after the approval of the Governing Board has been obtained.

Extraordinary sessions of the branch, youth groups/local committees may be convened:

- *By the leader on his/her own initiative*
- *At the written/or verbal request from the majority of members of the branch executive*
- *By the President at the written/or verbal request of the Director General*

Branches, Local Committees/Youth Groups must have a quorum present to hold meetings which will be one-third of its members. If there is not a quorum the meeting should be postponed and if at the second meeting there is still no quorum the meeting should be held with those present and decisions taken by the majority present shall be binding.

Meetings can also be held remotely utilizing available technology (whenever possible) if face to face is not convenient.

The Executive Committee of branches is presided over by the Leader and can take decisions between meetings of the branches.

Article 35 **Branch Management**

The branch assembly appoints a Branch Leader who shall report to their branch committee/executive (boards) as well as to the Branch Representative on the Governing Board, except on activities of national relevance, for which they shall report directly to the CEO at Headquarters.

Article 36

Local Committees/ Youth Groups

With the object of ensuring that the Dominica Red Cross Society's activities extend throughout the whole territory, the branches are authorized to establish Youth Groups with a defined territory. The branch committee shall delegate such responsibilities as it sees fit for the organization and activities of the group. It shall lay down regulations for the organization of such groups and the conduct at their meetings. The Local Committees/Youth Groups shall be elected every four years and shall convene not less than twice a year and reports directly to their branches.

CHAPTER VII
FINANCIAL PROVISIONS

Article 37
Financial Resources

Within the limits laid down by its objects the Dominica Red Cross Society acquires, owns, alienates and administers any property as may deem fit.

It may accept unrestricted contributions and assistance in any form from individuals, from the public authorities and from private bodies.

It shall mobilize resources in a transparent, principled and accountable way.

It shall not accept donations directly stemming from revenues of activities contrary to the Fundamental Principles.

It may accept as agent or trustee funds or property in trust or earmarked for particular use, provided that such use is within the general scope of its objectives and does not violate the Fundamental Principles.

It may accept any conveyance of real estate to its issue or benefit.

It may constitute and administer any reserve, insurance, or other funds for its staff or any of its activities.

It may only dispose of real estate by a decision of the General Assembly in a meeting called for this purpose taken with a quorum of half of its members and by a two-thirds majority of those present and voting.

Article 38
Financial year/External audits

The financial year begins on January 1st and closes December 31st of each year.

At the close of each financial year, and not later than April 31st of the following year the accounts of said year:

- 1. Are made the subject of a report by the Treasurer*
- 2. Are audited by an independent, professional and external audit/auditor and reported on by a company of Chartered Accountants and must over the DRCS's consolidated accounts.*

Article 39
Treasurer

- A) The Treasure is an elected member of the Governing Board of the Dominica Red Cross Society. The Treasure acts under the authority of the Governing Board in conformity with their decisions and aligned to international financial reporting standards. In order to carry out his/her function the Treasurer should liaise with the Treasurers of the branches.*

Article 40
Functions of the Treasurer

The functions of the Treasurer are to provide advice and guidance to the Director General, the Governing Board, the General Assembly and Commissions of the National Society on:

- B) The management and control all funds and property held by the Dominica Red Cross Society delegated by the Governing Board;*
- C) The decisions to be taken by the Governing Board as to the handling and investments of available funds;*
- D) Updated statements of the accounts to the Dominica Red Cross Society at each Governing Board meeting and at the General Assembly*
- E) The annual financial report and statements of the accounts, drafted with the Director-General, to the Governing Board.*

Article 41
Composition of the Finance Commission

The Finance Commission is an advisory commission to the Governing Board and shall be composed of a minimum of three members, appointed by the Governing Board for a term of four years at the first session after their election. One of these elected/appt. members shall retire every two years.

Article 42
Functions of the Finance Commission

The Finance Commission functions in conjunction with the Treasurer.

- A) To give advice on all financial and property matters affecting the Dominica Red Cross Society*
- B) To give advice and to submit proposals in regard to Resource Mobilization and income-generating activities of the Dominica Red Cross Society*
- C) To give advice in observing the rules relating to financial administration*
- D) To comment on the financial report and on the budget drawn up by the Director General and Treasurer before approval by the Governing Board*
- E) To comment on the handling and investment of the available funds and to make recommendations to the General Assembly and the Governing Board*
- F) To make recommendations to the Governing Board in applying and implementing the decisions of the General Assembly on the financial management of the Dominica Red Cross Society*
- G) To report on its work to each session of the Governing Board*

Article 43

Procedure and Session of the Finance Commission

The procedure and sessions of the Finance Commission shall be laid down in the Rules of Procedure of the Dominica Red Cross Society.

Article 44

Composition of the Elections Committee

The Elections Committee shall be composed of a Chairman and two (2) members who are not currently seeking election. They are appointed by the Governing Board to adjudicate specific elections. The Director General acts ex-officio in the role of Secretary to the Elections Committee without the right to vote.

Article 45

Functions of the Elections Committee

The functions of the Elections Committee:

- A) To ensure a smooth and fair elections;*
- B) To ensure that all members nominated are in good standing and have satisfied the criteria set for the in the constitution;*
- C) To ensure that the list of members who are eligible to vote are in good standing and have satisfied the criteria set out in the constitution*
- D) To ensure that the elections are conducted by secret ballot*
- E) To declare the members duly elected to the various posts*
- F) To make recommendations to the Governing Board for enhancing the electoral process*

Members have the right to appeal the decisions of the Elections Committee to the Governing Board, in case of such appeal, the decision of the Governing Board shall be final and binding on all parties.

CHAPTER VIII
PROCEDURES

Article 46
Election/rotation

Nominations to any post should be sent in the prescribed format accompanied by the curricula vitae of the candidate to the Director General as Secretary of the Elections Committee at least ten (10) working days prior to the schedule start of the General Assembly.

The members elected for the following posts may not be eligible to stand for election for the same post again after having served two consecutive terms (maximum eight years) in that post until a period of two years has elapsed:

- A) President*
- B) Vice President*
- C) Members of the Governing Board*
- D) Chairmen of the local branch Committees (board)*
- E) Treasurer*

Article 47
Profiles

The curricula vitae of the candidates should be circulated before the elections for the above-mentioned posts take place.

The candidates are selected based on the following criteria:

- A) Level of education*
- B) Relevant experience*
- C) No conflicting interest between candidates' professions/or close family relations and his/her freedom to execute his/her tasks in compliance with the Fundamental Principles;*
- D) A profile that adds to the diversity of the group (professional and personal background).*
- E) Commitment to abide by the Code of Conduct of the IFRC.*

Article 48
Subscription fees

Membership subscription fees shall be payable annually in accordance with the schedule laid down from time to time by the General Assembly.

Subscription fees shall be collected by the Society from the branches, youth groups/local committees, members (Corporate and Subscribing). Of the subscription paid by the branches and youth groups, a percentage (as determined by the General Assembly) shall be payable to the branches and youth groups and the balance payable to the National Society.

If the amount payable to the National Society by the branches in fees or subscription be owed for one year, the branch shall lose its voting right at the General Assembly in addition to any other penalty as the General Assembly may determine.

Article 49
Indemnity

Every officer or member of the Society shall be indemnified by the Society against cost, and it shall be the duty of the Governing Board out of the funds of the Society to pay all costs, losses and expenses which any such officer or member may incur or become liable to by reason of any contract entered into or act or thing done by him as such officer or member in the discharge of the duties he was duly authorized to conduct, including travelling expenses, and the amount for which such indemnity is provided shall have priority over all other claims.

No officer of the Society shall be liable for the acts, receipts, neglects, or defaults of any other officer or for joining in any receipt or other act for conformity, or for any loss or expense happening to the Society through the insufficiency or deficiency of title to any property acquired by order of the Governing Board for or on behalf of the Society.

No officer of the Society shall be liable for the insufficiency or deficiency of any security in or upon which any of the monies of the Society shall be invested, or for pay loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any monies, securities or effects shall be deposited, or for any loss occasioned by an error of judgment, omission, default or oversight on his part or for any other loss, damage or misfortune whatever which shall happen in the execution of his office or in relation thereto, unless the same happen through his own dishonesty or gross neglect.

Article 50
Rules and Regulations

The Governing Board draws up and amends all such Rules and Regulations as are necessary for the implementation of these Statutes. The Statutes must be disseminated throughout the DRCS and made available to any DRCS member or volunteer upon request.

Article 51
Amendment of Statutes

- 1. Any proposed amendment to the present Statutes shall be submitted to the Joint ICRC/International Federation Commission for National Society Statutes whose recommendations must be taken into account;*
- 2. A decision for such amendment may be adopted by a two-thirds majority of fifty percent of the membership present or represented and voting at the General Assembly;*

3. *If at this General Assembly the required quorum is not present, a new AGM is convened within one month during such meeting decisions can be taken by a one-thirds majority regardless of the number of members present.*

Article 52
Interpretation

1. *Any dispute at the AGM over the interpretation of the provisions of this Constitution shall be resolved by a poll of the members present and voting and the views of the majority shall prevail.*
2. *Any dispute over the interpretation of the provisions of this Constitution at a meeting of any of the Committees or other bodies of the Society shall be determined by the Chairperson of the meeting.*
3. *Any member aggrieved at the Chairperson's determination can, within a period of seven (7) days, lodge an appeal to the Appeal Panel. Upon notice by the Director General that an appeal has been lodged, no action shall be taken pursuant to the Chairman's determination. The Appeal Panel shall consider and determine the appeal at its next meeting and the ruling of the Appeal Panel shall be final.*

Article 53
Appeal Panel

1. *The Appeal Panel shall be a final external appeal facility provided by the Society against decisions by the Society or its subsidiary bodies to discipline or otherwise penalize any person or body (excluding employees), including but not limited to:
(1) removal or termination from membership of the Society or refusal of membership to the Society;
(2) disputes over interpretation of provisions of this Constitution;*
2. *The Appeal Panel shall comprise up to five (5) individuals external to and independent of the Society with no previous involvement in the matter nominated by the Governing Board or, were not nominated or available, by the Governing Board on its behalf.*
3. *The membership of an Appeal Panel hearing any matter shall comprise up to three (3) persons, one each of whom is selected by the parties with the two (2) selected Panel members designating one of their members as Chairperson. The Appeal Panel shall be independent of the parties in the exercise of its function and shall have suitable expertise in this role. None of the members of the Panel shall have had any previous involvement in the matter.*
4. *Before proceedings commence, Panel members must complete a Declaration of Impartiality to declare they have no conflicts of interest in the matter before the Panel. The signed Declaration must be provided to the Director General.*

Article 54

Dispute and Grievance Resolution

1. *Any dispute or grievance arising from membership, volunteers or any other disagreement or difference among the members of the Society, volunteers, members or Officers concerning the business of the Society or this Constitution and which cannot be resolved amicably, shall be referred to an Appeal Panel who shall be independent and as far as possible, the arbitrators should be from outside the Movement.*
2. *The decision of the Appeal Panel shall be final and binding on the parties. Except as set out in this Constitution or any bylaws, rules or regulations made under this Constitution, the Appeal Panel hearing shall be conducted in accordance with the Arbitration Act or any rules made thereunder or any modification or re-enactment thereof.*
3. *In the case of a dispute or grievance arising between the members or volunteers and the Officers of a, Branch, Red Cross Youth Group or any subsidiary unit of any of them, or between, Branches, Member Groups, Red Cross Youth Groups or any subsidiary units of any of them the question in dispute shall be decided finally by the Governing Board of the Society. Disputes or grievances arising between Branches, Member Groups, Red Cross Youth Groups or any subsidiary unit of any of them shall be referred to and decided by the Governing Board.*
4. *The Governing Board of the Society shall develop procedures to receive, investigate and respond to complaints and allegations against anyone associated with the Society, including a whistle-blower protection rule or policy which specify that the Society will not retaliate against and will protect the confidentiality of anyone making complaints in good faith in particular beneficiaries, staff, volunteers and members.*

Article 55

The Membership and Disciplinary Panel

1. *The members of the AGM shall nominate two (2) non-members of the Society with specific competencies and three (3) or more members of the Society as a Membership and Disciplinary Panel.*
2. *The Membership and Disciplinary Panel should be constituted to reflect the diversity of the Society, serves a four (4) year term and is convened, as required, by the Governing Board.*
3. *When convened, a Panel will consist of two (2) non-members of the Society and three (3) members, selected from the full panel from areas not involved in the substance of the investigation and will be chaired by one (1) of the non-members. The panel shall record its decision-making processes.*
4. *The Membership and Disciplinary Panel shall meet as requested by the Governing Board to consider and make decisions on matters referred to it by the Governing Board.*

Article 56
Dissolution

The Dominica Red Cross Society can only be dissolved by law as stated in the 1994 Companies Act No. 21, or by decision of the General Assembly taken with a quorum of half of its members and by a two-thirds majority of those present and voting.

All property held by the National Society at the time of its dissolution, liquidation or winding up should be handed over to one or more organizations with similar objectives of the Red Cross as determined by the Governing Board.

*This constitution was adopted by a meeting of the General Assembly on theday of.....
2023*

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President

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Secretary