

May 2026

REOWS Council Meetings – Terms of Reference

1. **Introduction.** Two ordinary REOWS Council Meetings are run annually, the first in May, normally at a venue in London, the second in October, routinely, at Brompton Barracks, Chatham, to coincide with wider Corps institution's meetings and the Corps Guest Night¹. Articles 71 to 83 of the Society's Articles of Association formalise the Proceedings of the Council, these ToRs provide the tactical detail.

2. **Aim of Council Meetings.** Council Meetings are the principal routine mechanism through which Council monitors and reviews all aspects of the Society's (including the Samaritan Fund Charity) operations, governance and future strategy.

3. **Proceedings.** In accordance with Article 4 the Council is empowered to pass resolutions which may include updates to the Rules of the Society. Where changes are viewed as significant, the Council may choose to designate them as Special Resolutions and present them to the Membership for ratification, normally at a General Meeting. Records of Decisions are to be produced by the Secretary and accepted as accurate at the subsequent Council Meeting.

4. **Attendance.** Each meeting is to be chaired by the current Council Chair (or nominated stand-in) and attended by all executive and non-executive Council Member where possible along with *ex-officio* Council members. Article 71 defines **three** executive members as a quorum.

5. **Council Member Roles.** Council Members are essentially Directors of the Unlimited Company that is the REOWS (and registered as such with Companies House); and also Trustees of the Samaritan Fund charity (and registered with the Charity Commission).

6. Current Council membership as follows:

- Maj Gen JL Clark (Chair) (First elected Oct 18, last elected Nov 22)
- Brig GJ Boxall (First elected Nov 24)
- Brig (Retd) FR Noble (First elected Nov 23)
- Col (Retd) JF Crompton (First elected Oct 12, last elected Nov 24)
- Col (Retd) AP Taylor (First elected Nov 21)
- Col AJ Scott (First elected Nov 21)
- Maj WL Clegg (First elected Nov 25)

7. **Non-Executive Council Member(s).** None, currently.

8. **Ex-officio Council Members.** Ex-officio members act in an advisory capacity and do not hold voting rights. As of May 25, the following are *ex-officio* appointees

- Beneficiaries' Representative (Mrs Fiona Freeland - May 25)
- Col RE Reserves (Col Dan Hall - Aug 25)
- CI REWW (Lt Col Paul Anselme - Apr 24)
- Adjut REWW (Capt Paddy Power-Moore - May 26)
- RHQ RE – Corps Secretary (Lt Col Si Farmer - Jun 25)
- Col CM Cbt Sp Branch, APC² (Col Brian Johnston - May 24)

9. **Other representation.** The auditors (currently Hillier Hopkins LLP) are invited to send representation to the May Council Meeting in order to present the final drafts of the Annuity Fund

¹ This allows Council Members to attend other meetings or network where required.

² When Col CM Cbt Sp Branch is Late RE, if not SO1 RE Offrs' Wing to cover.

Annual Report and Audited Accounts and the Samaritan Fund Annual Account and Independent Examination.

10. **Investment Management Committee (IMC).** The IMC meets each March and September and focuses principally on investment management activity, reporting to the relevant Council Meeting. ToRs are contained within the Investment Management Policy Statement available [here](#).

11. **Agendas.** The standing agendas for each meeting are set out below:

May Meeting	October Meeting
1. Intro & Welcomes	1. Intro & Welcomes
2. Apologies	2. Apologies
3. Acceptance of Previous RoDs	3. Acceptance of Previous RoDs
4. Matters Arising	4. Matters Arising
5. IMC Update	5. IMC Update (to include annual review of Investment Management Policy Statement)
6. Administration – Secretary's Report	6. Administration – Secretary's Report (to include review of Risk Register and BCP)
7. Annual Draft Accounts & Reports	7. Confirm AGM agenda
8. Annuity Fund Update (to include annual review of Annual Marketing Plan)	8. Annuity Fund Update
9. Samaritan Fund Review (propose planned in-year disbursements)	9. Samaritan Fund Review (confirm in-year disbursements)
10. Review of Council Meeting ToRs (incl review of Council Membership)	10. Review of Secretary's Salary
11. Any other Business	11. Any other Business
12. Dates of Future Meetings	12. Dates of Future Meetings

12. **Actuarial Reviews.** Actuarial reviews are routinely (but not exclusively) conducted every three years. These reviews take stock of the Society's assets and liabilities, projected over a sixty year time horizon. Reviews inform decisions regarding changes to subscription and benefit rates. The last review was conducted in June 2024 (as at 31 Dec 23). First Actuarial LLP were appointed as actuaries in Jan 25 and will deliver the next review due as at 31 Dec 26.

13. **Secretary's Report.** Sent in advance of each meeting, the Secretary's Report is to include updates in the following areas:

- Annuity Fund – Membership (including trend analysis)
- Annuity Fund – Beneficiaries.
- Samaritan Fund – to include trustee training update.
- Administration
- Task Tracker

14. **Review.** These ToRs are to be reviewed at each May Council Meeting.