

FEIFA - Constitution

Introduction

1. The name of the Federation shall be the "Federation of European Independent Financial Advisers" (referred to in this constitution as "FEIFA").
2. FEIFA was established on 5th May 2009.
3. FEIFA has the following mission statement -

"The Federation of European Independent Financial Advisers provides a service to independent financial advisers (IFA's) by helping to establish a favourable operating environment, by providing a forum for discussion on non-competitive issues, and by providing information to assist them in their business."

Objectives

4. FEIFA shall have the following objectives –
 - a. To be a central representative body to put the views of IFA's to Government departments and agencies, Parliament, the European Commission and Parliament and other relevant organisations.
 - b. To be a research centre and to provide analysis on the European financial services industry and other relevant market information.
 - c. To be a technical centre providing commentary, guidance and advice on training, legal and other regulatory developments of relevance to IFA's.
 - d. To provide a forum for the exchange of information.
 - e. To promote the European IFA industry, both within and outside of the Financial Services Industry.
 - f. To attract a large Membership from within the IFA community and to utilise this Membership to ensure that FEIFA has a strong voice within the industry.
 - g. To generate client enquiries and to distribute these to the Membership.
 - h. To create a strong and valid distribution network for Financial Services Providers in order to open up EU markets and/or maintain such markets for Providers, thus assisting the members of FEIFA
 - i. To negotiate exclusive arrangements for Members with regards (but not limited) to products, markets and remuneration.

Membership

5. Membership of FEIFA is available to companies that provide independent financial advice in a manner befitting of membership. Admission to membership is at the discretion of the Executive Committee, and the Committee will determine and set both the criteria and the admission procedures.

Associates

6. The Executive Committee shall, at its discretion, admit as an Associate of FEIFA any organisation that does not provide independent financial advice but which is otherwise interested or involved in the financial services industry. Associates shall be entitled to receive most publications and other literature prepared under the auspices of FEIFA, and otherwise be entitled to participate in the affairs of FEIFA as decided by the Executive Committee.

Finance of FEIFA

7. The financial year of FEIFA shall be from 1st May to 30th April, but this may be changed by resolution of the Executive Committee. The first such period will commence on 1st May 2009.
8. The subscription scale for Members shall be set by the Executive Committee. Associates shall also pay an annual subscription, which will be fixed by the Executive Committee.
9. The Executive Committee will decide how and to what level required tasks are financed and by whom they are undertaken.

Meetings of FEIFA

10. FEIFA shall hold an annual general meeting (AGM) not later than six months after the end of each financial year. The Committee shall give not less than 30 days notice to Members of the date of each AGM. At least the greater of 10 members of FEIFA, or 25% of FEIFA's membership, may at any time require the Secretary to convene a general meeting of FEIFA. In convening such a meeting the Committee shall give not less than 21 days notice to Members.

Executive Committee

11. The affairs of FEIFA shall be directed by an Executive Committee comprising -
 - a) Initially, those individuals detailed in Clause 21a below, who shall serve until the AGM in September 2012, although thereafter service terms will be for 3 years. Re-election would allow a further term of a maximum of three years. There is no limit on the number of times an Executive Committee Member can be re-elected.
 - b) Thereafter, the Chief Executive **plus a maximum of five and a minimum of four Members** elected from and by the whole membership, each Member serving for a maximum three year term. Each Member shall have as many votes as there are vacancies. The Executive Committee may make bye-laws governing the conduct of elections, including provision to phase retirements.
 - c) The election and/or re-election of these officers shall take place at the AGM in the relevant year/s. Notice of nominations for Committee positions need to be made to the Chief Executive no later than 25 days before the AGM. The Committee shall give notice of any nominations to its Members no later than 21 days before that meeting.
 - d) No more than five members can be co-opted by the Executive Committee. Such individuals would not usually hold an Executive Committee vote, unless this was agreed by the Committee.

12. A member of the Executive Committee shall cease to be a Member if he resigns from, or if he ceases to hold office in, the institution in which he has hitherto held office, except by agreement of the Executive Committee.
13. Each member of the Executive Committee shall have one vote. The Chairman shall have a second, or casting, vote in the event of equality. An Executive Committee Member can elect to have a replacement attend an Executive Meeting on his or her behalf and vote by Proxy, as long as a majority of the remaining Committee Members agree to the individual proposed as the replacement.

Chairman and Vice-Chairman

14. The Executive Committee shall, at its first meeting in each financial year or after the election of new officers, elect a Chairman to hold office until the first meeting in the following financial year. The Executive Committee shall also elect a Vice-Chairman. No person may stand for the office of Chairman, or of Vice-Chairman, for more than three consecutive years, unless the Executive Committee believes that it is in the interests of the Federation for the relevant individual to so stand. In the event of the Chairman or the Vice-Chairman resigning or ceasing to be a member of the Executive Committee, the Committee shall have the power to elect a replacement to serve for the remainder of the term, this period of office not counting for the purpose of the requirement in the previous sentence. The Executive Committee shall also, at its first meeting in each financial year or after the election of new officers, elect a Secretary and Treasurer to hold office until the first meeting in the following financial year. No person may stand for either office for more than three consecutive years unless the Executive Committee believes that it is in the interests of the Federation for the relevant individual to so stand. In the event of the Secretary or Treasurer resigning or ceasing to be a member of the Executive Committee, the Committee shall have power to elect a replacement or replacements to serve for the remainder of the term, this period of office not counting for the purpose of the requirement in the previous sentence.

Publicity

15. FEIFA will also ensure that a website is launched and maintained. This will promote the services of FEIFA and of its Members. The Federation shall publish an annual report on its activities and a list of subscribing Members. Both these documents will be published on the Federation's website with the membership list being always as up to date as is realistically possible. FEIFA will produce regular newsletters and marketing literature, whether in printed and/or electronic format, to promote the Association.

Committees and Panels

16. The Executive Committee may establish and maintain sub-committees and project groups, and may delegate matters to them.
17. The Executive Committee may appoint technical panels to advise and assist it.

Chief Executive

18. The Executive Committee shall appoint a Chief Executive who shall be responsible to it for the management of the Federation and who shall also be the principal representative of the Federation and the principal policy adviser to the Executive Committee.

Delegation

19. The Executive Committee and the Chief Executive may delegate any of their powers, but only with prior agreement of all of the members of the Executive Committee.

Revision of the Constitution

20. This constitution shall be amended by FEIFA, provided that at least 75% of the Members of FEIFA present at the meeting vote in favour of amendments of which prior notice has been given. This notice must be provided to the membership by the Committee at least 21 days before the relevant meeting.

Transitional arrangements

21. The following transitional arrangements shall apply.
- a. The initial Executive Committee will comprise of Chris Marriott, David Driver, Jason O'Connell, Michael Lodhi and Robert Webb.
 - b. If an Executive Committee Member retires or dies, the remaining members of the Executive Committee will be solely responsible for appointing a replacement to the Committee, or deciding that no replacement is presently required
 - c. The initial Chairman will be Michael Lodhi and the initial Vice-Chairman will be Chris Marriott.
 - d. The initial Secretary will be Rob Webb, who will also perform the role of Treasurer for the first 12 months of operation.
 - e. The initial Chief Executive will be Paul Stanfield.
 - f. Blackden Financial SA, Offshore Investment Brokers Ltd, Grosvenor Asset Management, Spectrum IFA Group, Fraser Mackinlay Insurance Advisors Ltd, as respectively represented by the five initial members of the Executive Committee detailed above, along with Paul Stanfield, will be deemed to be the six Founder Members of FEIFA.
 - g. The Executive Committee plans to formally meet every 6 months or at more frequent intervals if the Committee's Members believe that this is necessary.
 - h. The Executive Committee will make decisions on a majority vote basis.
 - i. The initial annual Subscription set from commencement of FEIFA will be €500 for companies with 1-5 sales staff and €750 for companies with 6 or more sales staff. This is payable on acceptance of Membership Application and annually thereafter. Membership will not be conferred until this payment is received. The level of this Subscription can be reviewed and amended by the Executive Committee at any time.
 - j. An initial, non-refundable Application Fee is also payable by the Applicant. The initial level of this Fee is €250. The level of this Fee can be reviewed and amended, or the Fee can be waived, by the Executive Committee at any time.
 - k. The Fee for Associate Membership will be decided by the Executive Committee on a case-by-case basis.
 - l. The Founder Members believe that the Association may need or desire to become incorporated at some stage in the future, or result in an associated incorporated entity being formed. In either case it is intended that the Founder Members will each be allocated 10% of the shareholding of such an entity, at its formation. The remaining 40% of shares shall be distributed by a majority decision of the Founder Members and could be allocated to FEIFA Members, FEIFA Associates or the Founder Members themselves, or any combination of these three categories, and in whatever proportions the Founder Members deem appropriate. The 40% share allocation could take place at formation of the entity or at a later stage, or a combination of the two.

October 2016

Notes:

- This is the fourth revision of the original Constitution. The only change was to Clause 11b). This change was proposed and agreed at the AGM held on 21/09/16.
- The third revision was made in October 2013. The changes were to Clauses 10, 11b), 11c), 11d), 19 and 20. These changes were proposed and agreed at the AGM held on 24/09/13.

- The second revision was made in October 2012. The only change was to Clause 14. This change was proposed and agreed at the AGM held on 20/09/12.
- The first revision was made in September 2011. The only changes were to Clauses 10 and 11a). Both of these changes were proposed and agreed at the AGM held on 22/09/11.