

## **PROFESSIONAL ENGINEERS CLUB (EXETER)**

# **CONSTITUTION**

(As agreed at the AGM on 9<sup>TH</sup> August 2021)

### 1. TITLE

The Club, which is recognized by HM Revenue and Customs as a charity for tax purposes, shall be called:

## **PROFESSIONAL ENGINEERS CLUB (EXETER)**

### 2. OBJECTIVES

The Objectives of the Club shall be to provide:

- 2.1 A social meeting place for active and retired Chartered Engineers and related professionals.
- 2.2 An opportunity for Members to remain acquainted with achievements and developments in the Engineering and related professions.
- 2.3 Encouragement to young people to enter the Engineering profession.
- 2.4 Support to those responsible for the education and training of Engineers.

### 3. MANAGEMENT

The affairs of the Club shall be managed by a Committee of Trustees, who shall be appointed at each Annual General Meeting (AGM) of the Club. They shall have the power to:

- 3.1 Raise funds, receive grants and donations.
- 3.2 Apply funds to carry out the work of the Club.
- 3.3 Co-operate with and support other organisations with similar objectives.
- 3.4 Do anything which is lawful and necessary to achieve the Objectives of the Club.
- 3.5 The Committee shall comprise Chairman, Vice Chairman, Honorary Secretary, Honorary Treasurer, Speakers Secretary, Social Secretary, Visits Secretary, Member Liaison Secretary, Webmaster, and two Ordinary Members. In addition, the immediate Past Chairman will be ex-officio Member of the Committee. The Chairman may invite the President (see Section 5) to attend any Committee Meeting.
- 3.6 The Committee shall be empowered to fill a casual vacancy in Office or Committee, to co-opt Members, and to appoint Sub-Committees.
- 3.7 Four Members of the Committee shall constitute a quorum.
- 3.8 The Chairman shall not be eligible for re-election to that Office for a third consecutive year.
- 3.9 An Ordinary Member shall not be eligible to serve on the Committee in that capacity for more than two consecutive years.
- 3.10 Nominations for Office or Membership of the Committee, with names of Proposers and Seconders plus consent of Nominees, shall be submitted to the Hon. Secretary no later than the Ordinary Meeting prior to the AGM.

#### 4. MEMBERSHIP & SUBSCRIPTIONS

- 4.1 Membership shall be open to all Chartered Engineers and related professionals (at the discretion of the Management Committee), resident in the South West of England.
- 4.2 Annual Subscriptions shall be the amount as agreed at the AGM.
- 4.3 Subscriptions are due on the 1 April, and should be paid by 31 July.
- 4.4 Membership shall be deemed to have lapsed if an annual subscription remains unpaid after 30 September without reasonable explanation.
- 4.5 For new Members, the first annual subscription should be enclosed with the Membership Application Form. This will be returned in the event the application is not accepted.
- 4.6 For new Members joining part way through the year, their subscription will be a pro-rata amount based on the number of meetings left in the subscription year.
- 4.7 At the AGM, on the recommendation of the Committee, Club Members may award Life Membership.

#### 5. PRESIDENT

At the AGM, Club Members, on the recommendation of the Committee, may invite a Member to accept the Office of President for the ensuing twelve months in recognition of his or her contribution to the Club's well-being.

#### 6. MEETINGS

- 6.1 Meetings shall be held at such a time and place as may be determined by the Trustees. At the discretion of the Chairman, the Trustees shall have the option to consider Virtual Meetings if circumstances require, i.e. real-time interactions that take place over the Internet using integrated audio/video and application sharing.
- 6.2 Ordinary Meetings:  
Ordinary Meetings will normally be held on the second Monday of each month.
- 6.3 Annual General Meeting:  
An Annual General Meeting will be held every year on the second Monday in May. At least 21 days' notice of the meeting and the agenda shall be given to Members. Minutes of the meeting shall be kept. There shall be at least 25% of Members present at the AGM to constitute a quorum. The Trustees shall present the Annual Report and Accounts.
- 6.4 Committee Meetings:  
The Trustees shall hold at least four meetings every year, to discharge their responsibilities as defined in Section 3. Minutes shall be kept, and made available to Members in the Members' area of the Club website.
- 6.5 General Meetings:  
If the Committee considers it is necessary to change the Constitution, or wind up the Club, they shall call a General Meeting so that Members can make the decision. The Committee shall also call a General Meeting if they receive a written request from not less than 20 Members. Not less than 21 days' notice shall be given to Members of the reason for the Meeting, the agenda, venue, date, and time of the Meeting.  
For any General Meeting, every Member has one vote. Voting at General Meetings shall be by show of hands or by ballot if so decided. In the event of an equal distribution of votes, the Chairman shall have a second casting vote.

Minutes shall be kept of all General Meetings.

7. CHANGES TO THE CONSTITUTION

Changes to the Constitution can be made at AGMs or General Meetings. No changes shall be made that would reduce the charitable aims of the Club.

8. ACCOUNTS

8.1 An Income & Expenditure Account, for the period up to the end of March each year, shall be prepared by the Honorary Treasurer. The Account shall then be certified by the Accounts Examiner appointed at the previous AGM.

8.2 The most recent annual accounts may be inspected by any Member on request.

8.3 Such accounts shall be published in the Members' area of the Club's website.

8.4 Payments on the Club Account shall be authorised by the Honorary Treasurer, or, in his/her absence, by the Chairman, Vice Chairman, or Honorary Secretary.

9. MONEY AND PROPERTY

9.1 Money and property shall only be used to support the Club's activities.

9.2 Trustees shall not receive any money or property from the Club, except to refund reasonable out of pocket expenses.

10. DISSOLUTION

In the event the Club ceases to function, members shall be entitled to the return of any subscription they have paid for the current subscription year (or a pro-rata amount if funds do not permit full payment). Any remaining money or property, after payment of debts, shall be given to a charity or other organisation with similar objectives agreed to by Members.

11. AMENDMENT HISTORY

The Constitution and Rules were adopted at the Inaugural Meeting on 9 June 1986. Since then a number of changes have been made, and this current version was agreed by the Membership on 9<sup>th</sup> August 2021.