

# THAMES VALLEY IVC CONSTITUTION

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### CHANGE HISTORY

## NAME

1. The name of the Club shall be "THE THAMES VALLEY IVC CLUB", hereinafter referred to as "the Club".

## OBJECTS

2. The objects of the Club are:-
  - (a) To provide facilities and opportunities for social, cultural and athletic activities among past and present students and others of like interests living in or visiting Berkshire and neighbouring areas of Buckinghamshire and Oxfordshire and their environs.
  - (b) To promote and encourage subsidiary societies for the furthering of the above aims, provided that such societies are not connected in any way with any political, racial or religious body.
  - (c) To seek facilities for its Members visiting and temporarily resident in other places or arrangements with other Inter- Varsity Clubs.
3. The Club, as a Club, shall manifest no political, racial or religious opinions nor be connected in any way with any political, racial or religious body.

## MEMBERSHIP

4. Subject to the provisions of Article 9, graduates of universities and university colleges, and past students of colleges designated by the Committee to be of equal standing, and other persons considered by the Committee to have similar tastes and interests shall be eligible for Membership of the Club.
5. The Committee may, by resolution, at its discretion invite any person of standing to become an Honorary Member.
 

In acknowledgement of outstanding contributions to the Club, the Committee may elect up to eight Honorary Members for their next Membership year.

Elected Honorary Members shall pay no subscription but shall enjoy the rights and privileges of full Members.
6. The annual subscription for existing members shall be due for payment on the 1<sup>st</sup> January each and every year.

New applicants are required to pay a subscription for the remainder of the year at the time of their application. The amount will be calculated as one twelfth of the annual subscription for each calendar month, starting from the month in which they apply. Members whose subscription starts in November or December will also be required pay their subscription for the following year at the same time.

7. If a member has not paid their subscription one calendar month after it has become due, their membership will lapse forthwith. Persons wishing to renew their membership after it has lapsed can do so, providing it is within six months of the time that their subscription renewal became due for payment and that they pay the full subscription rate. Any Committee member or Vice President failing to renew their subscription one calendar month after it becomes due shall cease to hold that office.
8. If the Club decides that a scheme of temporary Membership shall be used, temporary Membership shall be available to any eligible person not being a Member of this or any other Inter- Varsity Club, for three months on payment of an appropriate fee.

The Committee may, at its absolute discretion, refuse to accept any person as a temporary Member or expel any temporary Member without giving any reason.

Temporary Membership may not be renewed, but with Committee approval, on payment of the balance of the appropriate annual subscription, full Membership rights may be enjoyed.

Temporary Members shall not be qualified to vote in any General Meetings, propose motions at General Meetings, hold any Committee office or nominate or second candidates for election. They shall be entitled to all other benefits and privileges of Membership except any benefit arising out of dissolution of the Club.

9. All applications for Membership are subject to the approval of the Committee,
 

Any person applying for Membership, who appears to the Membership Secretary to be suitable, may, upon payment of the joining fee (if any) and subscription, be granted the facilities of the Club (subject to the Rules) pending consideration of his application by the Committee.

The Committee may, at its absolute discretion, refuse any application for Membership without giving any reason. A full refund of the joining fee (if any) and subscription will be made to any person whose application for Membership is refused.

10. The Committee, if they think fit, may invite any Member to withdraw from the Club within a specified time and may, at their absolute discretion, give such a Member an opportunity of submitting his representations within that time.

Failing such withdrawal the matter shall be considered at a further meeting of the Committee and, if two thirds of its Members decide on his expulsion, he shall thereupon cease to be a Member of the Club. All Members of the Committee may speak and vote on the matter.

11. Upon a person ceasing to be a Member of the Club by expulsion he shall be entitled to an automatic refund of the unexpired portion of the subscription paid.

He shall forfeit all other rights to any claim upon the Club and its property and funds, excepting for any claim notified to the Membership Secretary in writing at the time of resignation or as under Article 10, within one month of a notice of expulsion being made to him. Such claims shall be settled in accordance with the Regulations of the Club.

12. The joining fee (if any) and subscription for ordinary Members shall be fixed by resolution of a General Meeting, provided that the notice of intention to change such fee or subscription shall have appeared in the Agenda for, or notice of, the meeting.

Any change agreed for such fee or subscription shall come in to effect on the 1<sup>st</sup> of January following the date of the General Meeting at which the change was agreed.

13. All Members are entitled to attend all events organised for the Club or subsidiary societies by the Members except where events are taking place on private premises whereat the organiser shall have the right to refuse admission without giving any reason.

They shall be bound by the Constitution, Annexes (Code of Conduct, AIVC Dispute Guidance), Standing Orders and other Rules of the Club, and any rules of the subsidiary societies they join or intend to join.

14. A member of any other Club in the AIVC, resident in the area defined under Article 2 above for up to one month in any six consecutive months may use this Club's facilities and take part in its events provided that the member has informed the Secretary in advance.

If the stay is between one and three months then the Member may be requested to make good any difference in subscription rates and pay for the use of any facilities funded from the subscription. If the stay is more than three months then the member may be asked to apply for Membership.

15. The Club shall not recruit as a Member any person resident in the metropolitan area of another constituent Club of the Association of Inter-Varsity Clubs to which this Club is affiliated, nor shall without the sanction of the Association submit as a Member any person who has been expelled from or who has been refused Membership by such Club.

16. Every member of the Club shall communicate to the Membership Secretary any change of his postal address.

## MANAGEMENT

17. No proceedings of the Club shall be invalidated solely because of the discovery subsequent thereto of some accidental omission to give due notice.

18. The management of the Club shall be deputed to a Committee consisting of:

Chairman, Secretary, Treasurer, Bulletin Editor, Membership Secretary, Association Liaison Officer, Activities Secretary, Publicity Officer and ordinary Members as required.

- 19.

(a) The Committee may, by resolution, co-opt additional Members for the relevant part of a Committee meeting or exceptionally for the remainder of the year. At least two thirds of the Committee Members present and voting must approve of such a motion.

(b) Any vacancies resulting from the Annual General Meeting or occurring during the year shall be filled by election at a meeting of the Committee. At least seven days clear notice shall be given to all Committee Members of all such elections.

(c) Any Ex-Chairman of the Club or exceptionally any Ex-Committee Member who has served not less than four years on the Committee shall be eligible, after a period of six months from relinquishing office, for appointment to a post of Vice President by resolution of the Committee.

Vice Presidents shall be entitled to attend meetings of the Committee in an advisory, non-voting capacity, to receive Committee minutes and shall act as tellers at General Meetings.

Appointment as Vice President will cease:

- i) upon resolution of the Committee
- ii) automatically upon election to any Committee post
- iii) upon written notice from the Vice President
- iv) by non-renewal of Membership as under Article 7 or withdrawal under Article 10
- v) upon the expiry of a period of three years from date of appointment unless renewed by the Committee. Such renewal to be for a further period of three years.

(d) All members of the Committee given in Article 18 shall be elected at the Annual General Meeting (subject to the Rules). All persons elected to the Committee shall hold office until their successors are elected at the next Annual General Meeting, except as under Article 7, resignation or expulsion.

(e) All nominations for election to the Committee that are submitted prior to the start of the meeting must be signed by at least two Members of the Club and have the written consent of the nominee.

The current list of such nominees, proposers and seconders shall be available upon request from the Secretary.

Nominations may be made orally during the meeting with the consent of the nominee.

No member may normally serve in the same Committee post for more than three years consecutively, unless otherwise agreed by the General Meeting at which the nominations are being considered.

20. The Committee may appoint Sub-Committees as they consider necessary and may depute or refer to them such powers and duties as they may determine. Such Sub-Committees shall report periodically their proceedings to the Committee and shall conduct their business in accordance with any directions which the Committee may give.
21. The Chairman, Secretary and Treasurer shall be entitled to attend any Committee or Sub-Committee of the Club.
22. Any Committee or Sub-Committee may act despite any vacancy therein.
23. The Committee shall make Standing Orders to cover their own meetings and those of Sub-Committees of the Club and may make Regulations governing the Officers of the Club and the use of Club facilities by Members. A bound copy of these Regulations shall be available for inspection from the Secretary at reasonable notice.

## MEETINGS

24. The Annual General Meeting (AGM) shall be held during October in every year at a date fixed by the Committee, subject to any provision made in the Rules of the Club on how such notice may or must be given..

Preparation for the meeting will follow the timetable described below. The key dates will normally be tied to the Bulletin issue dates, if not there must be at least two weeks between each of the dates:

- (a) **September Bulletin:** This will publish the date of the AGM and advise members how to submit motions to be discussed and nominations for committee posts.
- (b) **Two weeks later:** Motions & Amendments, duly proposed and seconded, can be sent to the committee until this date. The committee may exceptionally, at its discretion, accept them until the October bulletin deadline.
- (c) **October Bulletin:** Publish Preliminary AGM Supplement including: Provisional Agenda; Motions & Amendments; Nominations for posts already received. Reports and Budget may also be included.
- (d) **The AGM** will take place at least two weeks after publication of the Preliminary AGM Supplement.

A Final AGM Supplement will be issued prior to the meeting including: Final Agenda; Minutes of previous AGM; Committee Reports; Financial Report and Budget; Motions & Amendments; Nominations for posts.

25. The business of the AGM shall include:-
  - (a) Reception of a financial report to include the audited accounts for the preceding year, and a financial statement for the current year to date.
  - (b) Reception from Club officers of reports of the Club's Activities during the previous year.
  - (c) Election of Committee Members as laid down in Article 19.
  - (d) Election of Auditors.
  - (e) Consideration of Motions & Amendments issued in the Preliminary AGM Supplement and any Amendments proposed during the meeting.
  - (f) Consideration of any matters agreed to by the Meeting.

26. The Committee may at any time order an Extraordinary General Meeting (EGM).

The Secretary shall convene an EGM within twenty one days of the receipt of a written requisition signed by at least 10% of the Members stating the purpose for which the Meeting is required, or within such longer period as stated in the requisition.

The principal business of an EGM shall be stated in the notice of the Meeting and the preliminary Agenda circulated at least fourteen days before the Meeting.

The Final Agenda for an EGM, incorporating any Motion duly submitted in accordance with Article 27, shall be drawn up by the Secretary and be available to any Member at least 24 hours before the meeting.

27. The business of the EGM shall include any Motion, relevant to the principal business of the Meeting of which seven days notice has been given to the Secretary.
28. No business shall be discussed at an EGM other than that on the Final Agenda.
29. The quorum for a General Meeting shall be 15% of the Members on the Membership list at the time of the AGM.
30. The Committee shall meet at least once in each calendar month. Not less than three days clear notice shall be given to Committee Members of a Committee meeting.
31. Minutes of all Meetings shall be taken and shall be open to inspection by any Member of the Club on application to the Secretary.
32. Conduct of the Club and General Meeting shall be in accordance with this Constitution and such Standing Orders as have been approved previously.

Amendment of such Standing Orders shall be by simple majority of those present and voting, Motions to amend Standing Orders may be moved without prior notice being given in the Notice or Agenda of the meeting. Such amendments shall take immediate effect.

Copies of the Standing Orders shall be available from the Secretary at reasonable notice.

## ACCOUNT AND AUDIT

33. The financial year of the Club shall end on 31<sup>st</sup> December each year. Audited accounts shall be available for inspection by the Members prior to the Annual General Meeting of the following financial year.
34. The Auditors shall not be Committee Members nor married or otherwise related to Committee Members.
- The Auditors shall audit the accounts after the end of the financial year and before the Annual General Meeting.
- The audited accounts shall be available for distribution with the last Bulletin issued before the AGM at which they will be discussed, in accordance with Article 24.
- 35a. No Member shall receive any payment, profit, salary or emoluments from the funds or transactions of the Club except such as authorised by resolution of the Committee for services rendered to the Club.
- 35b. Subject to any provision in the Rules of the Club regarding expenses, Committee Members travelling to Committee meetings held as required by Article 30 of this Constitution shall be entitled to claim their expenses by reimbursement of the fare by public transport to and from the Meeting or by reference to the running costs per mile, exclusive of depreciation, for their car as published from time to time by the Automobile Association.
- 35c. Once a Member agrees to attend an event, they are obliged to the event organiser and/or the Club for any costs which cannot be avoided if they subsequently do not attend.

## DISSOLUTION

36. If, at any General Meeting of the Club, a resolution for the dissolution of the Club be passed by two thirds of the Members present and voting, a poll of all Members shall be carried out not less than one month and not more than three months thereafter.
- If such resolution be confirmed by two thirds of those voting in the poll, the Committee shall thereupon or at such future date as shall be duly specified in such resolution, instruct the Trustees to proceed to realise the property of the Club.
- After discharge of all liabilities, any money in the bank accounts shall be sent to the AIVC for the sole purpose of starting up a new IVC club or clubs in the same area.
- Notice of any Motion shall be given not less than fourteen days before an EGM or twenty eight days before an AGM.

## SUBSIDIARY SOCIETIES

37. Before any subsidiary society may be formed the Committee must be satisfied that it will be acting in conformity with the objects of the Club, and not unduly usurping or duplicating any function of the Club or any subsidiary society.
38. Each subsidiary society shall be run by an organiser appointed by the Committee, in accordance with any rules laid down by the Committee. Such an organiser may be removed or replaced by the Committee at any time if they deem it necessary or expedient.
39. The activities of each subsidiary society shall be reported regularly and approved by the Committee.
40. Additional fees or subscription for Members taking part in subsidiary societies and their activities shall be fixed by the Committee if they consider it necessary or expedient.
41. Non-Members of subsidiary societies may attend functions as guests of Members and at the discretion of the organiser. They may be required to pay an additional fee as laid down by the Committee.

## INTERPRETATION AND AMENDMENT OF THE CONSTITUTION

42. The authority for the Interpretation of these Articles and of any Annexes or Standing Orders shall be vested in the Committee except during the course of any General Meeting when it shall be vested in the Meeting.
- The decision of the Committee upon any matter affecting the Club and not specifically provided for by these Articles or any Annexes or Regulations made thereunder shall be final and binding upon the Members.
43. These Articles of Constitution and any Annexes can only be added to, deleted or amended by a resolution of a General Meeting. The Motion for such changes shall: -
- Have appeared in the Notice of, and/or Agenda for the Meeting.
  - Be approved by two thirds of the Members present and voting.

Voting shall be by show of hands unless at least ten Members shall demand a secret ballot.

Any resolution to change the Constitution shall have effect from the end of the meeting and shall be notified to all Members as soon as possible after the General Meeting at which the changes were made.

44. An Annex to the Constitution can be adopted by a resolution of a General Meeting if it is approved by two thirds of the Members present and voting, as governed by Article 43. An Annex can only be added to, deleted or amended by a resolution of a General Meeting as described in Article 43, unless a specific exception is made for it in the Constitution.
- 45 When the AIVC approves a new version of their Dispute Guidance document the Club's Committee may adopt it, without any changes, as the current version of that Annex, but must notify the members in the bulletin prior to any decision.. This Article is an exception to Article 43 governing Annexes.

## **TRUSTEES**

46. There shall be no more than four Trustees of the Club who shall be nominated by the Committee.

To give effect to such nomination the Chairman shall by deed appoint Trustees of the Club for all statutory and other purposes.

The provisions of the Trustees Act of 1925 or any statutory modification thereof shall apply to such appointment.

The Trustees shall hold office until death or resignation unless removed by resolution of the Committee.

The property of the Club (other than cash which shall be under the control of the Treasurer) shall be vested in the Trustees and they shall deal with the property of the Club as directed by resolution of the Committee (of which an entry in the Minute Book shall be conclusive evidence) and the Trustees shall be indemnified against risk and expense out of the Club property.

## CHANGE HISTORY

### Before October 1997

The following changes were recorded in the constitution before its revision at the AGM in October 1997:

Approved 20<sup>th</sup> September 1970

First Amendment	The Chairman proposed that the numbers constituting a quorum be reduced to 25% of the Membership or thirty whichever is the less.	24 June 1981
Second Amendment	The Annual General Meeting agreed to change the name from "Reading" to "Berkshire Inter-Varsity Club".	7 May 1986
Third Amendment -	Paragraph 29, the quorum of a General Meeting shall be reduced to 15% of the membership (was 25% or 30).	23 May 1990
Fourth Amendment	Paragraph 24, the date of the AGM was May. Also paragraph 33 now demands audited accounts by May.	23 May 1990
Fifth Amendment	Paragraph 14a added	23 May 1990
Sixth Amendment	Paragraph 14 removed and paragraph 14a re-numbered 14	23 October 1991
Seventh Amendment	Paragraph 7 replaced	23 October 1990
Eight Amendment	Paragraph 19(c) amended to include v). And the addition of paragraph 19(d)	23 October 1991
Ninth Amendment	Paragraphs 6 and 7 replaced in accordance with the AGM motion of 22 October 1992.	22 October 1992
Tenth Amendment	Paragraph 35c added to constitution and renumbering of 35 in accordance with the AGM motion of 22 October 1992.	22 October 1992

\*\* Other amendments to be listed \*\*

### After October 1997

#### Revisions at AGM in October 1997

The following paragraphs were amended at a major revision made at the AGM in October 1997.

1. "BERKSHIRE IVC" → "THE THAMES VALLEY IVC"
2. Added: "neighbouring areas of Buckinghamshire and Oxfordshire".
4. List of (a) Graduates and (b) Others was compressed into single paragraph.
6. "existing Members" → "Members who joined the Club"
8. Added: "If the Club decides that a scheme of temporary Membership shall be used,"
11. "withdrawal" → "expulsion".
12. Added: "Any change agreed for such fee or subscription shall come in to effect on the 1st of January following the date of the General Meeting at which the change was agreed."
14. "of Berkshire" → "defined under Article 2 above".

"its" → "this Club's"

18. Added: "Publicity Officer"
19. Deleted: "(d) The appointment of Vice Presidents appointed prior to the 1991 Annual General Meeting will cease upon the expiry of a period of one year from the date of the 1991 Annual General Meeting. Upon cessation the appointment may be renewed by the Committee for a period of three years."  
Paragraphs (e) and (f) renamed (d) and (e).  
(d) Added: "(subject to the Rules)".  
(e) Added: "Such nominations must be received by the Secretary at least 7 days before the date of the Annual General Meeting. A list of nominees, proposers and seconders shall be available from that date."  
"Members" → "full Members"  
"serve" → "normally serve".  
Added "unless otherwise agreed by the General Meeting at which the nominations are being considered."

24. "by the Secretary at least five weeks in advance" → "in the Bulletin two months in advance, subject to any provision made in the Rules of the Club on how such notice may or must be given."

"5 weeks before AGM" → "With the Bulletin for the month 2 months prior to the Annual General Meeting month – issue"

"4 weeks before AGM - Closing date for Motions to debate, duly proposed and seconded." → "Motions may be accepted in writing, duly proposed and seconded, up to the start of the Annual General Meeting at which they are to be considered at the discretion of the Chairman."

Deleted: "3 weeks before AGM – Issue preliminary Agenda."

Deleted: "2 weeks before AGM – Closing date for Amendments to motions in preliminary agenda."

"1 week before AGM – issue Final Agenda for AGM, issue Accounts and Budget. Closing date for nominations except as provided for in Standing Orders. The Secretary in consultation with the Chairman shall arrange the composition of of like Motions and Amendments" → "The last bulletin issue before AGM – issue all papers for the Meeting"

25. (b) "the Secretary of a report" → "Club officers of reports"

(e) "Agenda" → "Final Agenda"

33. "in May" → "prior to the Annual General Meeting"

34. Added: "or otherwise related"

"seven days" → "with the last Bulletin issued"

Deleted from end: "Or with the Bulletin produced immediately before the AGM."

- 35b Added: "Subject to any provision in the Rules of the Club regarding expenses"

- 43 Added: "and shall be notified to all Members as soon as possible after the General Meeting at which the changes were made"

### Revision at AGM in October 2001

- 36 "After discharge of all liabilities, the Trustees shall divide the residue equally among the ordinary and elected Honorary Members, or dispose of it in accordance with the resolution. Honorary and Temporary Members shall have no claim to any residue. Notice of any Motion shall be given not less than fourteen days before an EGM or twenty eight days before an AGM" → "After discharge of all liabilities, any money in the bank accounts shall be sent to the AIVC for the sole purpose of starting up a new IVC club or clubs in the same area"

### Revisions at AGM in October 2004

#### Article 29 Paragraph (e)

Was amended to enable nominations for committee post to be made at the AGM, which is what happened in practice for many posts.

#### Article 24

Article 24 was replaced in order to:

- Remove the power of the chairman to accept motions up to the start of the AGM. This will ensure that all members are aware of the motions in advance of the meeting and so have the full opportunity to come to the meeting to discuss them.
- Clarify the timetable leading up to the AGM and tie key dates to bulletin issues.

Article 25 Paragraph (e)

#### Article 25 Paragraph (e)

Was amended to ensure that only motions that are published in advance of the meeting are considered, but to allow amendments that are raised during the meeting to be considered.

### Revisions at AGM in October 2005

The Code of Conduct and AIVC Dispute Guidance were adopted to as Annexes to the Constitution.

Articles 13, 42 and 43 amended to include Annexes

New Article 44 was added: governing the adoption and amendment of Annexes

New Article 45 was added: to allow the Committee to adopt new versions of the AIVC Dispute Guidance.

Article 44 re-numbered as 46.