

**Hinckley Amateur Radio & Electronics Society**

**Society Constitution**

**Revised October 2023**

**FINAL**

**1. Name**

The Society shall be known as the Hinckley Amateur Radio & Electronics Society. (**HARES** For abbreviation where applicable)

**2. Aims**

The aims of the Society shall be to further the interests of its members in all aspects of amateur radio and directly associated activities.

**3. Membership**

Membership shall be open to all persons of good standing interested in the aims of the Society and the hobby of Amateur Radio and directly associated activities

1. **Full members**. Full members are eligible to vote at a general meeting providing they have held membership for at least 3 months prior to the date of that meeting. Full members can stand for election on the committee, providing they have been a full member for at least 12 months prior to their election to the committee.
2. **Student members**. Student members must be under **25** years of age and in full-time formal education. Student members are identical to full members, excepting their annual membership fee is reduced to 50% of that of a full member and in order to stand on the committee they must have only been a member for 6 months previously.
3. **Honorary members**. Honorary Life Membership may be granted to any person, who, in the opinion of the majority of those present at a General Meeting, has rendered outstanding service to the Society, either directly or indirectly. Such membership shall carry the rights of full membership but shall be free from subscriptions.
4. **Guests**. Members may invite guests to meetings No visitor may attend more than three meetings in each year without becoming a member of the appropriate type. Guests shall have (a) no nomination or voting rights at any meeting, (b) cannot be elected as a committee member and (c) have no power of jurisdiction regarding club matters.
5. **Conduct**.
	1. All members shall abide by the constitution of the Society and a reasonable standard of behavior.
	2. Where a member is not considered of good standing in the community, such as having serious criminal convictions, criminal convictions in relation to unlicensed broadcasting or offences under the Wireless Telegraphy Act or is known to have concerns in relation to Safeguarding, such as a VISOR record (Violent and Sexual Offenders Register), the committee shall have the power to refuse their membership.
	3. Any prospective member is expected to make known to the committee in advance of membership any matters which may affect their eligibility to be a member, which the committee must make a decision on at the time. The committee shall take a favorable view of any such disclosure made in advance. Conversely if any material fact is not disclosed to the committee at the relevant time, the committee is entitled to take an unfavourable view of this matter and may consider this behavior as deceptive, in addition to the matter in question.
	4. Where the committee is considering refusing an application for membership (or retrospectively considering this matter where a material fact was not disclosed at the appropriate time) the decision to refuse/retrospectively refuse membership shall be made by a simple majority of the committee.
	5. The Committee shall have power to expel any member whose conduct, in the opinion of at least three-quarters of the full Committee, renders that person unfit to be a member of the Society or brings the society into disrepute. No Member shall be expelled without first having been given an opportunity to appear before the Committee along with an advocate (who does not necessarily have to be a member of the society).
	6. Where the behavior of a committee member is considered to be so disruptive that the committee can no longer function effectively, the committee may elect to remove that particular committee member if the entirety of the remainder of the committee agree, or 75% of the committee and the president so agree.

**4. Subscriptions**

1. The annual subscriptions shall be decided at every Annual General Meeting. It is expected that the subscription fee shall approximately track with RPI annually.
2. All subscriptions shall be due and payable in full prior to any AGM.
	1. Any member who has not paid their subscription in full at the commencement of the AGM shall be considered at that point to no longer be a member and therefore cannot take part in the AGM or be elected to stand on the committee.
	2. Membership fees can be paid in advance up to two months before an AGM and shall run until the following AGM, effectively giving approximately up to 14 months membership
	3. Any member who joins more than 6 months after an AGM shall be eligible for a 50% discount on membership fees.
3. The Committee shall have the power to waive or reduce subscriptions in special circumstances for a period not exceeding 1 year at a time. This shall either be on an individual basis, such as individual hardship, or may be for all members such as the club not being able to meet for an extended period.

**5. Finance**

All money received by the Society shall be accounted for. Excess over a cash float shall be deposited in the Society's bank account. Withdrawals require the signature of two nominated officers of the Society.

The committee is authorised in the 13 month period after any AGM to spend in total up to 125% of the membership subscriptions received from paid up members at that AGM.

The committee can apply to the membership to raise or remove the above spending cap by writing to all members and carrying out a postal ballot (as defined in Roberts rules of order, with a deadline of 14 days after the notice has been delivered to be given for replies). Agreement of 50% or more of the membership with voting rights at the time of the ballot is required in order to vary the spending cap.

"Small payments" may be authorised by agreement of any two of the following:- Chairman, Secretary, Treasurer, President. All payments in excess of this shall be authorised by a majority of the committee.

"Small payments" are defined as no more than 2 times the current membership fee to the same recipient in any 3 month period.

**6. Membership of the Society's Committee**

The Society's affairs shall be administered by a Committee elected at the Annual General Meeting. The Committee, in whom the Society's property shall be vested, shall consist of:-

**1: A Chairman** who will preside at all meetings at which he is present

**An Acting Chairman** will be elected from those presentin the absence of the Chairman

**2: A Secretary** who will be responsible for.

1. Keeping the minutes of all meetings of the Society
2. Ensuring that all correspondence is correctly handled.
3. Maintaining a master roll of members (and honorary members as and where applicable)
4. Maintaining a register of Society equipment and an approximate value (including date of that valuation and the method by which it was derived).

**3: A Treasurer,** who will be responsible for

1. Keeping the Society's accounts
2. Advising the Committee on all financial matters
3. Preparing the accounts for audit and presenting them at the AGM.

**The roles above of Chairman, Secretary and Treasurer form the mandatory minimum requirements needed for the society to function.**

No member may hold the position of Chairman, Secretary or Treasurer for more than two consecutive years unless presidential prerogative is invoked.

In the event one of the above roles cannot be filled an extra ordinary general meeting must be called with no less than 14 days notice to all members as set out in item 9 subsection c of this constitutional arrangement

**4: Ordinary Committee Members**

In addition to the above three roles, the committee shall consist of ordinary committee members who do not have a particular designated role. The number of ordinary committee members shall be determined by the formula of one ordinary member per every 10 complete members of the society at the time of the commencement of the AGM.

Where a committee position becomes vacant due to either resignation or expulsion of that committee member:-

A: If a committee position becomes vacant less than six months after an AGM, then the other person(s) nominated for that role at the AGM shall be offered the position, in descending order of the number of votes they received at that AGM.

B: If a committee position becomes vacant more than six months after an AGM, or where none of the other person(s) nominated agrees to undertake that role then initially that role should be filled from within the committee. Where this creates another vacancy, this would then be filled as per above.

C: If a committee position becomes vacant and cannot be filled by the above methods, the committee can co-opt ordinary committee members.

D: If the committee position cannot be filled by the above methods then the President may determine the best course of action, which would ideally be one of the following:- (i) Leave that position vacant, (ii) Co-opt any member to that position, (iii) Call an AGM early, (iv) Call an EGM specifically to vote for a new candidate for that role, (v) Any other course of action which seems most appropriate

**7. Committee standing orders**

The quorum for the Committee shall be 51% of the total committee members**.** In the absence of a quorum, business may be dealt with but any decisions taken only become valid after ratification at the next meeting at which a quorum exists.

All committee business shall follow Roberts Rules of Order.

Committee meetings should be held between 3 and 6 weeks after the previous committee meeting unless 75% of the elected committee agrees to postpone that meeting, in which case the following committee meeting must be held no more than 6 to 12 weeks after the last meeting held. There must not be an interval of any more than 12 weeks between committee meetings.

**8. Annual General Meeting**

The Annual General Meeting shall normally be held in November.

At least **21** days notice shall be given to each member.

The quorum for the meeting shall be six, or 10% of the membership, whichever is greater.

The president shall chair the entire meeting unless he is absent, in which case firstly attempts should be made to find a suitable independent chair and if that is unsuccessful then the outgoing chairman shall preside the meeting until the election of the new chair, who then shall take over the meeting.

The agenda for the meeting shall be.

1. Acceptance of minutes of the previous AGM/EGM
2. Chairman's report
3. Secretary's report
4. Treasurer’s report
5. Election of the new Committee
6. Appointment of auditors
7. Matters arising
8. Any other business

Should any of the mandatory roles of Chairman, secretary or treasurer fail to be filled the meeting will be suspended by the acting chairman and instructions taken from the president, which may either be to suspend activities of the society and call a second general meeting or call an Extraordinary General Meeting and an order made for winding up of the society.

When electing members the following procedure shall be followed:-

1: A closed box or similar shall be passed around with paper and a pen. Attendees can then write the name or names of persons nominated to stand on the committee.

2: The persons named in the box shall be read aloud and those persons shall be asked if they are prepared to stand for election to that post and to confirm if they are elected they would intend to serve in that post for the full 12-month duration

3: An election shall take place through a closed ballot, whereby the box will again be passed around, each person attending will write one name on one piece of paper as to who is elected. If a person does not wish to cast a vote then they shall write an X on the paper, to ensure that the numbers are correct

4: The number of votes cast shall be counted and checked against the number present. The person with the greatest majority shall be elected

5: In the case of a tie, the chair of the meeting shall determine the method by which to resolve the tie. The options available may be chosen completely at the discretion of the chair from one of the following choices:-

A: Carry out the ballot again, this time only accepting votes for the nominees who were tied

B: Invite the nominees to make a 2 minute statement as to why they feel they are the most suitable candidate and repeat the voting process

C: If the above two methods is deemed not suitable, the chair may make the casting vote. In order to assist with their decision, they may confer with the candidates or any other member present.

All outcomes of votes shall be recorded in case of needing to fill a committee position at a later date.

Items raised by members under “Other Business” and notified to the Secretary not less than 21 days before the AGM will always be discussed, as per Roberts Rules of Order.

Members may raise issues for discussion under “Other Business” at the AGM, but this is subject to the Chair permitting matter to be discussed and the chair also has the power to stop the discussion if they so wish.

In the event of extraordinary circumstances beyond the control of the membership the requirement for an AGM shall be waived until the earliest convenient time where a meeting can be held

An AGM can be held either in person or virtually, as per Roberts Rules of Order, but very strong preference must be given to in-person meetings.

**9. Extraordinary General Meeting**

1. EGMs may be called by a consensus of 75% of the Committee
2. EGMs may also be called by no less than six members, or 10% of the membership, whichever is greater.
3. EGMs may be called by the President and six members
4. The date of the meeting being the earliest convenient as decided by the Committee or not less than 75% of the number of people required to make such a meeting quorate
5. At least 14 days notice in writing must be given to the Secretary, who in turn shall give members at least 21 days notice in writing of the agenda. The secretary may call the EGM sooner than 14 days after receiving the notice, but shall always give 21 days notice to the members.
6. No other business may be transacted at the EGM.
7. The quorum for the meeting shall be six, or 10% of the membership, whichever is greater

**10. Amendments to the constitution**

The constitution may be amended at the AGM or at an EGM called for that purpose

**11. Winding up of the Society**

1. The decision to wind up the Society may only be taken by a decision of the majority of paid up members at an EGM.
2. If the majority of paid up members do not consent to the society being wound up and the society cannot continue due to lack of a suitable committee being nominated then the society shall be placed in suspension for a period of three months and a further EGM called to attempt to elect a committee. Upon a second failure to elect a suitable committee, the society shall then be wound up.
3. The funds of the Society shall, after the sale of all assets and the payment of all outstanding debts, be disposed of as directed by members at the final EGM

**12. President and Presidential role**

1. The society may choose to elect a President at an AGM under “Other Business” or at an EGM called specifically for that purpose. 75% of the membership present at that meeting must consent to the proposed president.
2. If the society does not have a president due to the role being unfilled, attempts should be made at every AGM to try to fill the role, if a suitable candidate is presented.
3. The president is expected to be a person of good standing in the community, of sound mind and who has demonstrated long-term loyalty to the interests of the society. They should not have stood on the committee for a period of at least 5 year prior to their election and should have been a member for at least 10 years prior to their election.
4. The president is exempt from paying any membership fees and shall be considered as a full member with no fees due for the period during which they are president.
5. All decisions made by the President shall be made entirely as they see fit, with regard primarily to the long-term stability and security of the Society
6. The president may resign at any time and shall return to their previous membership status
7. The president shall lose all voting rights at AGM/EGM/committee meetings (excepting “presidential prerogative” and casting votes).
8. Whilst serving as president and for a period of two years after having served as president the member is ineligible to stand on the committee.
9. Where matters of conflict or queries regarding the constitution arise, the president shall have the decision on the correct course of action
10. “Presidential prerogative” refers to the right of the president to over-ride certain requirements within the constitution. This shall be done sparingly and the president is expected to undertake a test to ensure that the intervention is to the minimal amount required and is clearly justified in the long-term interests of the society. They shall be expected to provide an explanation as to why they have invoked this rule, which shall be recorded.
11. When the president so wishes, they may attend any committee meeting to observe proceedings
12. If the president feels that the conduct of any meeting deviates significantly from the expectations laid out in Roberts Rules of Order, the president may interrupt the meeting to clearly indicate where they feel there are shortcomings. If these shortcomings are not rectified and the president believes that due to the lack of observance of correct procedure that to continue the meeting will be against the interests of the society the president may call a halt to that meeting and must make a full report within 48 hours of calling such a meeting to a halt, to be distributed to all members within 7 days.
13. When the president so wishes, they may ask to see any official communication or correspondence of the Society.
14. If the president wishes to make a communication to all the members, such as to bring a matter to their attention, they shall give the communication to the secretary who shall then distribute it to all members within 7 days of receipt of the request.
15. Where any member has a wish to contact the president, they may contact the secretary and ask that their contact details (which should include email and telephone number) are passed onto the president along with a brief message, such that the president may contact the member, entirely at the discretion of the president.