

BRITISH COUNCIL for CHINESE MARTIAL ARTS



CONSTITUTION AND RULES

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1 TITLE

The title of the organisation shall be THE 'BRITISH COUNCIL FOR CHINESE MARTIAL ARTS', working title 'the Council'.

2. OBJECTIVES

The objectives of the Council shall be to: -

- a. Promote equally the study and practise of all the Chinese Martial Arts in Great Britain and Northern Ireland.
- b. Organise, regulate, and control the study and practice of the Chinese Martial Arts in Great Britain and Northern Ireland.
- c. Affiliate to, assist, co-operate with, and support national and international organisations having objectives approved by the Council.
- d. Act as an advisory body on all matters appertaining to the practice of the Chinese Martial Arts, through liaison with statutory and voluntary bodies, news media and other relevant parties.
- e. Provide members with such services and support as may be available through their membership.
- f. Do all such other things as are incidental or conducive to the furtherance of the objects of the Council.

3. MEMBERSHIP

Membership to the Council shall be defined in the following categories: -

- a. FULL MEMBERS Amended 27/11/2004, amended 01/02/2017: shall be any group with 15 or more licensed members which the executive, in its discretion and has elected to full membership of the Council by a simple majority of its complement present and voting at a meeting convened as hereinafter provided. A full member need not have previously been a provisional member. Full members will have the right to speak, propose or second items and vote at an AGM. If at any time a Full Member's student numbers falls below 15 then they are liable to be demoted to Associate Member if Executive Committee so decides.
- b. ASSOCIATE MEMBERS Adopted 20/7/99 amended 19/01/2005 amended 28/5/11 amended 01/07/2017: shall be any group, which has less than 15 licensed members. The Executive Committee reserves the right to deal with Associate Members in its absolute discretion.
- c. PROVISIONAL MEMBERS Amended 27/11/2004 amended 28/5/11 shall be groups, which the executive, in its discretion, elects by a simple majority. Provisional membership shall be granted under such terms and conditions as the executive committee shall, at the time of the election of the provisional member, deem appropriate. It is normal for members whether applying for full or associate status to be admitted as provisional members in the first instance.
- d. HONORARY MEMBERS Amended 27/11/2004 shall be persons that the executive committee elects by a simple majority of its complement present and voting at an executive committee convened as hereinafter provided, as honorary members.
- e. Subcategories Adopted 20/08/2006 EXECUTIVE MEMBERS please see Standing orders

- f. INDIVIDUAL LICENCE HOLDERS shall be persons in current membership of a full, associate, or provisional member group of the Council and has paid their annual registration fee to the Council via their Head of Association or appointed person.

4 ORGANISATION

The Council shall consist of three bodies: -

The Members Council (AGM or EGM)
The Executive Committee
The Management Committee

5 THE MEMBERS COUNCIL (AGM & EGM)

Constituents, voting and quorum.

- a. The Members Council of the British Council for Chinese Martial Arts will convene annually for the purpose of an Annual General Meeting or exceptionally when an Emergency General Meeting is convened as hereinafter provided
- | | | | |
|---|-------------------|----------------|------------|
| Φ | The President | adopted 1/8/96 |] Officers |
| | The Chairman | | |
| | The Vice Chairman | | |
| * | The Secretary | | |
| | The Treasurer | | |

Φ The post of President of the Council shall be that of an honorary member it will receive no payment and will act as an honorary adviser to the Council. The President may offer assistance and advice but may not make proposals, second proposals, vote on or veto any proposal. The term of office of the President shall be open ended. If the Members Council wishes to change the person in the post of President, it may do so by voting such a proposal. Voting shall be at a Members Meeting, where postal votes will be accepted; the proposition shall require a simple majority vote for it to be carried.

** This officer may be honorary secretary or general secretary. A general secretary is one who receives a salary, either directly or indirectly from the Council.*

- b. Amended 1/8/96: A quorum for a meeting of the members shall be 10% of the full members entitled to vote.
- c. Amended 20/7/99 Voting on the Member's Council will be by simple majority of Full Members present and entitled to vote, plus the postal votes received from Full Members entitled to vote, by the Secretary not later than the due date stated. The Chairman, Vice Chairman, Secretary and Treasurer will be entitled to exercise their Association's vote at the meetings of the Member's Council. In the event of a tie, the Chairman shall have a second or casting vote. No proxy votes will be allowed.
- d. Amended 10/6/01 Term of office for Executive Members increased from the current two-year period to a four-year period.

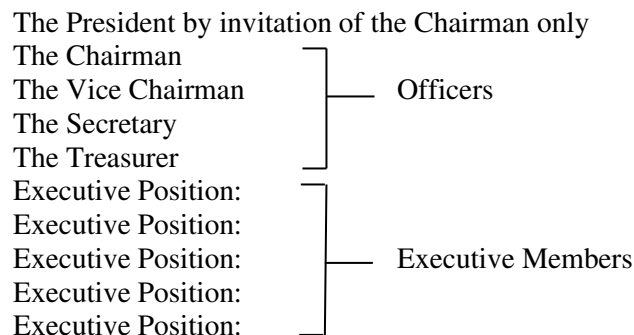
6. POWERS AND DUTIES OF THE MEMBERS COUNCIL

- a) Electing and dismissing members and officers of the Executive Committee. Amended 28/05/2020 *Caveat* In the event of an 'Executive Officer' or 'Executive Member' failing to adequately fulfil their allotted role or fails to attend at least two executive meetings per year without just cause, the Executive Committee under the guidance of the chairman reserve the right to establish a special disciplinary hearing, to which the individual will be invited, the outcome of which could result in the 'Executive Officer' or 'Executive Member' being dismissed from post. Voting at the specially convened disciplinary hearing will require a 75% majority of the 'Executive Committee' members present, to carry a decision of dismissal from post. Members will have an opportunity to replace the dismissed individual at the next scheduled Members Council Meeting.
- b) Deciding the Councils general policies to be followed and debating other issues of concern to the membership.
- c) Interpreting and amending the Councils constitution and objects in its discretion.
- d) Terminating membership of the Council of any category of member or individual licence holder.
- e) Dissolving the Council.
- f) Ratifying the actions, decisions, and recommendations of the Executive Committee.

7. THE EXECUTIVE COMMITTEE

Hereinafter referred to as the E/C - Constituents, voting and Quorum.

- a. The E/C of the Council will consist of: -
 - i. The officers and members of the E/C shall be those elected by the Members Council none of whom shall be from the same group unless specially agreed by the AGM in which case not more than two may come from the same group and they will jointly carry only one vote at meetings.



- Adopted 28/5/2020 the roles of Executive Members will be allocated by the Chairman
- Amended 28/05/2020 The Executive Committee will be formed as above, four 'Executive Officers' and five 'Executive Members'.

- ii. The President is not entitled to vote, propose, second or veto.

- b. A quorum for a meeting of the E/C shall be one half of its members who shall include half of the officers whether voting or not.
- c. Voting on the E/C shall be by simple majority. No proxy voting will be allowed.
- d. All officers and members shall be entitled to one vote each or as stipulated above. In the event of a tie the Chairman shall have a second casting vote.

8. POWERS AND DUTIES OF THE E/C

The E/C shall have the power to: -

- a. Act in the name of the Council.
- b. Carry out the objects of the Council.
- c. Make such levies upon members for financial contribution, to obtain funds and to make such charges as the Committee may determine.
- d. To arrange the affiliation and registration of such groups, persons or organisations as the committee may deem it desirable to affiliate or register.
- e. To impose disciplinary measures and sanctions against members and licence holders in accordance with the regular procedures.
- f. Adopted 28/05/2020 To impose disciplinary measures on Executive Officers or Executive Members as aforementioned.
- g. To appoint, determine the terms of reference and revoke such sub-committees as are required and to delegate to these sub-committees such matters as the E/C may decide.
- h. To delegate to duly appointed sub-committees such authority as the E/C may consider appropriate to act on the E/C's behalf.
- i. To co-opt and dismiss such persons as may be required by the E/C.
- k. Set budgets to enable budget holders to complete their allotted programme of work.

9. EXECUTIVE MEMBERS (Budget Holders)

- a. Executive member budget holders will be financed after written submission to the E/C, who are responsible for setting budgets annually.
- b. To work within agreed budgets and comply with accounting procedures set by the E/C.
- c. Shall be responsible for arranging their own team and support structure and will be directly responsible to the E/C. Their prime role will be developing their activity in accordance with the agreed objectives of the Members Council and the E/C.

10. THE MANAGEMENT COMMITTEE

Hereinafter referred to as the M/C - Constituents, voting and Quorum.

- a. The M/C of the Council will consist of: -

The Chairman	}	Officers
The Vice Chairman		
The Secretary		

The Treasurer —

Invited Guests (at the discretion of the Chairman only)

- b. A quorum for a meeting of the M/C shall be three quarters of its members.
- c. Voting on the M/C shall be by simple majority.
- d. All officers shall be entitled to vote. In the event of a tie the Chairman shall have a second or casting vote.
- e. Guests will not be able to vote and may be asked to leave the meeting when their specialist input has been given.

11. POWERS AND DUTIES OF THE M/C

The M/C shall have the power to: -

- a. Implement the decisions of the E/C between meetings of the E/C and shall perform all such other tasks as may be delegated to them by the E/C and shall report their actions to the next meeting of the E/C for ratification.
- b. To arrange for the management and administration of the Council and its property, including real property (both freehold and lease hold), purchase of materials and services, the taking of lease(s), provision of security or securities for loans and generally using and investing the assets and funds of the Council for the benefit of the members and in the furtherance of the objects of the Council.
- c. To indemnify all or any of its officers or agents, for the cost of authorised expenses or actions taken in the name of the Council.
- d. To charge persons for the sale, hire, provision, supply or disposal of equipment, clothing, furniture, premises, fixtures, and fittings of whatsoever nature. In addition, the M/C shall be responsible for acquiring such items by such means as it may determine.
- e. To make disbursements of funds, assets and equipment as may be decided by the M/C.
- f. To receive, co-ordinate and administer grant applications on behalf of the Council and its members.
- g. To arbitrate, mediate and conciliate in such matters as are requested by the members of the Council.
- h. To make, amend and rescind such regulations and byelaws as the M/C may require.
- i. To make recommendations to the Members Council and to the E/C on all matters concerning the Council and its members.
- j. To co-opt and dismiss such persons as may be required by the M/C.
- k. To monitor budget spending and report concerns and issues to the next meeting of the E/C for action.

12. REPRESENTATION, RESIGNATION AND TERMINATION OF MEMBERSHIP

12.1 Representation

- a. FULL MEMBERS may appoint two representatives to sit on the members Council, one of whom will be entitled to vote on behalf of the full member. Full members shall provide such credentials to their representatives, as the Members Council considers necessary.

- b. ASSOCIATE MEMBERS may appoint a representative to sit on the Members Council. The representative shall not be entitled to vote. Associate members shall provide such credentials to their representative, as the Members Council considers necessary.
- c. PROVISIONAL MEMBERS may appoint a representative to sit on the Members Council. The representative shall not be entitled to vote. Provisional members shall provide such credentials to their representative, as the Members Council considers necessary.
- d. HONORARY MEMBERS may sit on the Members Council and the E/C but shall not be entitled to vote, propose or second motions on either body.

12.2 Resignation and Termination of Membership

- a. Any member of the Council may terminate their membership of the Council upon giving three months prior notice in writing to the Secretary of the Council. Upon expiration of the period of such notice, the membership to the Council of such party shall cease without prejudice to any outstanding claims at the said date by the Council against such member or by such member against the Council.
- b. The Members Council may, by a resolution passed by a simple majority of its full members, present and the postal votes received from Full Members entitled to vote, by the Secretary not later than the due date stated and voting at a Members Council meeting convened as hereinafter provided, terminate the membership to the Council of any full, provisional, Associate or honorary member or licence holder with effect from the date decided in such resolution. Upon such date the membership to the Council of such party shall terminate without prejudice to any claims at the said date of termination by the Council against such party, or by such party against the Council.

13. ADMINISTRATION

- a. The Members Council, the E/C, and the M/C will meet for the dispatch of business, adjourn and otherwise regulate their meetings in accordance with the standing orders for meetings and rules for debate as appended to this constitution.
- b. Minutes of meetings of the Members Council, E/C, and M/C will be taken, and the minutes kept and properly preserved by the nominated person. A copy of all Committees minutes will be sent to the Secretary of the Council for central filing. The said minutes will be circulated and available at all reasonable times for inspection by the member's representatives and officers of the Council.
- c. The Members Council for the purpose of an AGM or EGM, shall meet on notice from the Secretary as hereinafter provided, at the request of the Chairman, or any three or more full members of the Executive Committee.
- d. The E/C shall convene on notice from the Secretary as hereinafter provided, at the request of the Chairman, or collectively, any four or more officers and members of the E/C.
- e. amended 01/07/2017. The Secretary or a nominated person, shall send by e-mail, a written notice 60 days prior to the scheduled date of and for every meeting of the Members Council and 14 days prior to the scheduled date of and for every meeting of the E/C to the last e-mail address nominated to the Secretary for the sending of such notices by the officers and members. An agenda which shall state the general particulars of the business to be transacted

at any meeting shall be sent at least 14 clear days beforehand. Non-receipt of any such notice by a member or its representatives shall not invalidate a meeting.

- f. The Chairman of a meeting may, subject to the approval of that meeting invite any persons, whether or not they are representatives of members or offices, to be present at, or to address a meeting of the Council.
- g. The Chairman for any meeting of the Members Council or E/C shall be the Chairman of the Council. In his absence, the Vice-Chairman shall chair the meeting. In his absence the meeting shall elect a 'Meeting Chairman' from those present. During the election of officer at the Members Council the Chairman and all officers will step down during the election and the elections will be chaired and conducted by the President. After the elections, the President will hand over to the elected Chairman.

14. ANNUAL GENERAL MEETING

- a. An Annual General Meeting shall be held not less than ten months nor more than fourteen months from the date of the previous Annual General Meeting.
- b. The precise date and venue of the Annual General Meeting shall be at the discretion of the E/C.
- c. Amended 1/9/96: At least sixty days clear notice of the Annual General Meeting shall be given to all officers and members.
- d. The Business of the Annual General Meeting shall include:
 - d.1 amended 27/11/2004: The submission and adoption of verified not audited accounts for the last financial year.
 - d.2 The submission and adoption of an annual report
 - d.3 Election of officers. Candidates for election shall provide a written manifesto of between fifty and two hundred words, which shall be circulated to all members with the agenda for the Annual General Meeting. Candidates receiving a seconder shall present their manifesto to the Annual General Meeting.
 - d.4 Election of members to the E/C. Candidates for election shall provide a written manifesto of between fifty and two hundred words, which shall be circulated to all members with the agenda for the Annual General Meeting. Candidates receiving a seconder shall present their manifesto to the Annual General Meeting.
 - d.5 amended 27/11/04: Appointment of verifier.
- e. Amended 1/9/96: Nominations for election of officers and members of the E/C must be made in writing to the secretary, or a nominated person. Such nominations to be received at least thirty days prior to the date of the meeting so as to be included in the agenda for the Annual General Meeting.
- f. Amended 1/8/96: Secretary to circulate to All Members, an Agenda which will include any nominations for election for Officers or Executive Members, all suggestions for changes to the constitution or a resolution for the dissolution of the Council, at least 14 clear days prior to the scheduled date of the meeting.

15. VETO

- a. A representative of a full member may veto discussion on a topic considered at a meeting of the Members Council. if they feel inadequately briefed to decide upon the topic. The vetoed

topic shall be reinstated at a meeting following the meeting at which the topic was vetoed. In this subsequent meeting, no further veto on the previously vetoed discussion may be exercised.

- b. A veto may not be used on a motion, the terms of which have been properly notified in the agenda for that meeting.

16. GENERAL

- a. Verifiers used by the Council shall be incorporated or chartered accountants.
- b. The financial year of the Council shall run from the first of April to the thirty first of March inclusive.
- c. Amended 1/9/96: Any alterations or amendments to this constitution and rules, or a resolution for the dissolution of the Council must be notified in writing to the Secretary at least thirty clear days before the scheduled date of the meeting at which such will be tabled. Such alterations or amendments to the constitution and rules, or resolution for dissolution of the Council shall require a simple majority of the full members present (Amended 20/7/99) plus the postal votes received from Full Members entitled to vote, by the Secretary not later than the due date stated and voting at the Annual General Meeting, or a members Council meeting convened for that purpose.
- d. If upon the dissolution of the Council there remains, after satisfaction of all its debts and liabilities, any funds or other assets, they shall be applied, as far as is possible, to the furtherance of such objects, similar to those of the Council. Insofar as the remaining assets cannot be so applied, then they shall be applied for any purpose and in any way that the Members Council may decide.
- e. The Council believes in equal opportunity therefore in all texts produced by the Council the masculine shall include the feminine.
- f. The interpretation act of 1978 shall apply to this constitution and rules as amended modified or re-enacted from time to time.