

# UNITED KINGDOM EXPLOSION LIAISON GROUP

## CONSTITUTION

Adopted by the Committee on 18<sup>th</sup> April 2013

### A. NAME

The name of the Association is The United Kingdom Explosion Liaison Group, which may be abbreviated to UKELG.

### B. ADMINISTRATION

Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee constituted by clause G of this constitution.

### C. OBJECTS

The Charity's objects ("the Objects") are:

To promote the safety of the public in general by providing a forum within the U.K. for presenting, debating and disseminating the recent developments in science and technology concerning explosions and their effects, and thereby improving the safety of the public and workers in industry and any others who might be exposed to the effects of an accidental explosion.

### D. POWERS

In furtherance of the Objects but not otherwise the Executive Committee may exercise the following powers:

- (1) Power to organise discussion meetings to provide a forum for the achievement of the Objects.
- (2) Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects or of similar charitable purposes and to exchange information and advice with them.
- (3) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the Objects.

- (4) Power to appoint and constitute such advisory committees as the Executive Committee may think fit.
- (5) Power to do all such other lawful things as are necessary for the achievement of the Objects.

#### **E. MEMBERSHIP**

The members of the Executive Committee are the only members of the Charity. UKELG is not a membership charity. Attendees at meetings are not members of the charity, unless they are also members of the Executive Committee. There is no membership fee. Any interested person may attend discussion meetings of the UKELG on payment of the appropriate fee for the meeting.

#### **F. HONORARY OFFICERS**

At the annual general meeting of the Charity the members of the Executive Committee shall elect from amongst themselves a Chair, a Secretary and a Treasurer, who shall hold office from the conclusion of that meeting.

#### **G. EXECUTIVE COMMITTEE AND TRUSTEES**

The Charity shall be managed and administered by an Executive Committee. The current honorary officers and other members of the Executive Committee shall be the trustees of the Charity. The Executive Committee shall consist of not less than six members, being:

- (1) The honorary officers specified in the preceding clause.
- (2) Not less than three other members.
- (3) In the event of a vacancy or vacancies on the Executive Committee the members of the Executive Committee shall appoint or co-opt a new member or new members from volunteers who are able and willing to give their time to the meetings and to the organisation of meetings.
- (4) The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment of a member.
- (5) Nobody shall be appointed as a member of the Executive Committee who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause.

#### **H. DETERMINATION OF MEMBERSHIP OF THE EXECUTIVE COMMITTEE.**

A member of the Executive Committee shall cease to hold office if he or she:

- (1) Is disqualified from acting as a member of the Executive Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision); or
- (2) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs; or
- (3) Is absent without the agreement of the Executive Committee from all of their meetings held within a period of two years and the Executive Committee resolve that his or her office be vacant, or
- (4) Notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

#### **I. EXECUTIVE COMMITTEE MEMBERS NOT TO BE PERSONALLY INTERESTED**

- (1) No member of the Executive Committee shall be employed by, or receive any remuneration or other financial benefit from the charity unless the payment is permitted by sub-clause (2) of this clause or authorised by the Charity Commission.
- (2) A member of the Executive Committee, or connected person, may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the charity where that is permitted in accordance with, and subject to, the conditions in section 185 of the Charities Act 2011.

#### **J. MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE**

- (1) The Executive Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the Chair or by any two members of the Executive Committee upon not less than 21 days' notice being given to the other members of the Executive Committee of the matters to be discussed.
- (2) The Chair shall act as Chair at meetings of the Executive Committee. If the Chair is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be Chair of the meeting before any other business is transacted.

- (3) There shall be a quorum when at least four members of the Executive Committee are present, including at least two of the officers.
- (4) If any member of the Executive Committee has a conflict of interest or potential conflict of interest, they shall declare it and leave the meeting while this is being discussed and/or decided.
- (5) Every matter shall be determined by consensus, or if consensus cannot be achieved then by a majority of votes of the members of the Executive Committee. Every member shall have one vote. In the case of equality of votes the Chair of the meeting shall have a second and casting vote.
- (6) The Executive Committee shall keep minutes of the proceedings of meetings of the Executive Committee and any subcommittee(s).
- (7) The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with the constitution or with the law.
- (8) The Executive Committee may appoint one or more subcommittees consisting of two or more members of the Executive Committee for the purpose of making any enquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a subcommittee, providing that all acts and proceedings of any such subcommittee shall be fully and promptly reported to the Executive Committee.

#### **K. FUNDS, RECEIPTS AND EXPENDITURE**

- (1) The funds of the Charity, including all donations, contributions and bequests, shall be paid into an account or accounts held by the Executive Committee in the name of the Charity at such bank as the Executive Committee shall from time to time decide.
- (2) All cheques drawn on the account must be signed by at least two members of the Executive Committee. At least three members of the Executive Committee, including Secretary and Treasurer shall be reported to the bank as having authority to sign cheques.
- (3) The funds belonging to the Charity shall be applied only in furthering the Objects.

## **L. ACCOUNTS**

The Executive Committee shall comply with their obligations under the Charities Act 1993 (and any statutory re-enactment or modification of that Act) with regard to:

- (1) The keeping of full and accurate accounting records for the Charity.
- (2) The preparation of annual statements of account for the Charity.  
The annual accounting period shall be from 1st April to 31st March of the following year.
- (3) The auditing or independent examination of the statements of account of the Charity, if appropriate or required by the Commission.
- (4) The transmission of the required information regarding the accounts of the Charity to the Commission.

## **M. ANNUAL REPORT AND ANNUAL RETURN**

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any re-enactment or modification of that Act) with regard to

- (1) The preparation of an annual return and its transmission to the Commission.
- (2) The preparation of an annual report and its transmission to the Commission if necessary.

## **N. ANNUAL GENERAL MEETING**

- (1) There shall be an annual general meeting of the Charity which shall be held in the month of April in each year or as soon as practicable thereafter. The annual general meeting shall be included within an ordinary meeting of the Executive Committee.
- (2) The annual general meeting shall be called by the Chair of the Executive Committee. On his/her behalf the secretary shall give at least 21 days' notice to all members of the Executive Committee.
- (3) The honorary officers shall present to each annual general meeting the accounts of the Charity for the preceding year.

## **O. ALTERATIONS TO THE CONSTITUTION**

- (1) Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at any meeting of the Executive

Committee, or five members, whichever is the greater. The notice of the meeting must include notice of the resolution, setting out the terms of the alteration proposed.

- (2) No amendment may be made to clauses C, I, P or this clause without the prior consent in writing of the Charity Commission.
- (3) No amendment may be made which would have the effect of making the Charity cease to be a charity at law.
- (4) The Executive Committee should promptly send to the Charity Commission a copy of any amendment made under this clause.

## **P. DISSOLUTION**

If the Executive Committee decides that it is necessary or advisable to dissolve the Charity it shall call a meeting of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two thirds majority of those present and voting the Executive Committee shall have power to realise any assets held on or behalf of the Charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to other such Charitable institution or institutions having objects similar to the objects of the Charity as members of the Charity shall determine, with first choice being given to the Combustion Institute (British Section). Failing that it shall be applied to some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Charity shall be sent to the Charity Commission.