

# **The UK Metric Association**

## **CONSTITUTION**

### **NAME**

1. The name of the Association shall be the UK Metric Association, hereinafter referred to as "The Association".

### **OBJECTS AND POWERS**

2. The objects of the Association are,

for the public benefit:

to advance education in, and understanding of, the International System of Units (SI), commonly known as "the metric system".

to advance understanding of the science and practice of measurement by sponsoring, commissioning or publishing relevant research.

to advance consumer protection by promoting consistent and transparent pricing, labelling, product description and advertising of goods and services

to improve road safety by promoting the use of signage that complies with the best international practice and standards through the use of internationally understood units and symbols.

to advance public health by promoting the exclusive use of SI units of measurement throughout all branches of public and private sector healthcare, sports and health and fitness clubs.

to remove unnecessary barriers to communication, especially between scientists and the general public, and hence advance public understanding of science, by promoting the use of the International System of Units as the default system of weights and measures for all purposes in the UK.

3. In furtherance of its objects, the Association shall have powers to

engage in any lawful activities including but not limited to supporting and co-ordinating research, publishing, education, advertising, campaigning and fund-raising to promote the said objects.

### **MEMBERSHIP**

4. There shall be three classes of membership:

a) Individual

b) Corporate

c) Honorary

5. Individual membership shall be open to any person who supports the objects of the Association and pays the annual fee. They shall enjoy the full privileges of membership of the Association, as defined in Clause 11.

6. Corporate membership shall be open to any company or organisation (including, but not limited to, schools or other educational institutions) that supports the objects of The Association. Corporate members may nominate one person (or one post-holder) who would be entitled to vote in any Association elections or ballots.
7. Honorary membership shall be conferred, at the discretion of the Committee, for a term agreed by the Committee. Honorary members shall enjoy the full privileges of membership as defined in Clause 11, but will not be required to pay a subscription. An honorary member shall meet the following criteria:
  - Supports the objects of the Association
  - Has given distinguished service to the Association or has made a substantial contribution to furthering the objects
8. All applications for membership shall be made to the Secretary of the Association.
9. The Committee shall have the power to determine other categories of membership, with the Members of any such categories having full voting rights at all General Meetings.
10. The Committee shall have the power to decline any application for membership or to terminate the membership of any member, provided that this shall be a unanimous decision of the Committee and that the reason thereof shall be communicated to the person or body concerned. An aggrieved applicant or member shall have the right of appeal to a General Meeting of the Association. Members that have their membership terminated shall not be entitled to a refund of subscription fees, unless agreed by the Committee.
11. Individual members, and representatives of corporate members, are entitled to vote at General Meetings of the Association. They may additionally be entitled to other benefits as determined by the Committee.
12. The Committee shall have the power to grant, on a limited basis, some of the privileges of membership to individuals who are not Association members. This should only be done if it furthers the object of the Association.

#### **COMMITTEE - MEMBERSHIP**

13. The Committee shall consist of the three Officers (namely, Chairperson, Secretary and Treasurer) together with a number of other members calculated on the basis of paid-up membership as follows:
  - up to 49 members, 3 Committee members
  - between 50 and 99 members, 4 Committee members
  - 100 or more members, 5 Committee members.
14. The Officers and other Committee members shall be elected by secret postal or electronic ballot to be completed not less than 28 days before the Annual General Meeting (AGM) under procedures to be determined by the retiring Committee. The result of this ballot shall be reported to the AGM. The term of office of Officers and Committee members shall run from one AGM to the next. Retiring Officers and Committee members shall be eligible for re-election. In the event of a vacancy occurring between AGMs, the Committee shall have discretion to take appropriate steps to fill the vacancy.
15. Every member of the Committee must be a member of the Association and at least eighteen years of age.
16. All members of the Committee shall have one vote. In the event of a tie, the Chairperson shall have a second or casting vote.

## **COMMITTEE - POWERS AND DUTIES**

17. The Committee shall have the general management and direction of the funds and affairs of the Association.
18. The Committee shall at its absolute discretion have the power
  - (a) to co-opt up to two additional members to the Committee with full voting rights, and
  - (b) to appoint additional Officers for specific duties from among the members of the Association. Any individual may hold more than one such office at the same time.
19. The Committee shall have the power to nominate any member of the Association as their representative on another body.
20. The Committee may authorise the use of Association funds to pay the whole or part of reasonable and proper expenses of any member of the Committee in or about the execution of any function or duty on behalf of the Association. The Committee may also authorise the use of Association funds to pay the whole or part of reasonable and proper expenses incurred by any member of the Association in the pursuit of any activity requested by the Committee.
21. The Committee may make, and from time to time vary, rules for the Association provided that any such rules are not inconsistent with this Constitution.
22. The Committee shall have the power to suspend any Officer or Ordinary member of the Committee who fails to attend four consecutive meetings of the Committee.
23. Meetings of the Committee shall be convened by the Secretary as necessary and at least once in every three months. These meetings may be in any form appropriate to the circumstances, e.g. conference call or other electronic means.
24. At least 7 days notice shall be given of meetings of the Committee, specifying the business to be transacted, save that in case of urgency, after consultation with the Chairperson, the Secretary may give a lesser period of notice. Notice may be given by e-mail, FAX or by post to the address last notified to the Secretary.
25. The Secretary shall make and keep a record of all decisions made at Committee and General Meetings, together with any necessary explanatory material. Copies of this record shall be circulated by e-mail or by post as soon as practicable to all those members entitled to attend the meetings, and shall be approved as correct or amended at the next following meeting.
26. The quorum for meetings of the Committee shall be 4 or 50%, whichever is the less.
27. In the absence of the Chairperson, the Committee members shall elect a chairperson from among their number.

## **SUBSCRIPTIONS**

28. The rates of annual subscriptions for the different categories of membership of the Association shall be such sums as proposed by the Committee and approved or amended by vote at the Annual General Meeting.
29. Annual subscriptions shall become due at the start of July of each year. Members whose subscriptions are overdue by more than one month at the date of the Annual General Meeting shall forfeit their right to vote. Members whose subscriptions are three months in arrears shall be automatically excluded from membership. The Committee has discretion to define a reduced part-year subscription for new members joining between March and June.

30. Life membership shall to be open to Individual Members only, and the subscription shall be a lump sum as determined by the Committee, but of not less than ten times the Individual annual subscription prevailing at the time of application.

## **FINANCE**

31. All funds and assets in the possession of the Association shall be held, paid out and applied as the Committee may direct in furtherance of the objects of the Association. Pending such direction all funds shall be held in a separate bank account (or accounts) in the name of the Association with such bankers as the Committee may from time to time direct.
32. All cheques drawn on such bankers shall be signed by any two out of three signatories to be determined by the Committee.
33. The Committee shall have the power to invest such funds as are not required to be immediately available for meeting the Association's liabilities. Such investment may be on deposit with a bank or building society or in other securities as determined by the Committee.
34. An auditor, who shall not be a member of the Committee, and who need not be a member of the Association, shall be appointed annually at the Annual General Meeting.

## **GENERAL MEETINGS**

35. Annual General Meeting (AGM). The AGM of the Association, of which not less than 28 days notice shall be given to all members by the Secretary, shall be held at a venue and on a date determined by the Committee. Annual General Meetings shall not be more than fifteen months apart.
36. The business of the AGM shall be:
- a) to receive reports from the Chairperson and Officers;
  - b) to receive and approve the annual accounts and to appoint an auditor;
  - c) to receive the results of the election of the Officers and other Committee members;
  - d) to consider any matter or proposal of which due notice has been given not less than ten days before the date of the meeting to the Secretary provided that details of such matter or proposal shall be circulated by the Secretary to all members in a supplementary agenda not less than 7 days before the AGM.
37. Other General Meetings. The Committee may, at any time, and shall within twenty-eight days of receiving a request in writing from ten or more Members, convene a special General Meeting. Not less than fourteen days' notice shall be given by the Secretary to each member, specifying the business to be transacted.
38. Quorum: at a General Meeting a quorum shall consist of ten or 10% of the Members, whichever is the greater.
39. In the event that the General Meeting is inquorate the following procedure applies:
- a. The inquorate General Meeting shall consider all the business items defined in clause 36 other than alterations to the Constitution.
  - b. The decisions of the inquorate General Meeting shall within 28 days be submitted to a postal or electronic ballot of all members, and, if approved by a majority of

members voting, shall take effect.

40. In the absence of the Chairperson at a General Meeting, those attending the meeting shall elect a Chairperson from among their number.

#### **WINDING UP**

41. On the winding up of the UK Metric Association, the Committee shall pay out the surplus funds of the Association to some other Society or Association having objects similar to the objects of the Association, as decided by the Committee. If no suitable Association can be found then any monies shall be given to any registered charity as decided by the membership. The Association may be dissolved by a resolution passed by a two-thirds majority of those present and voting at a Special General Meeting held in accordance with the above provisions of this Constitution.

#### **AMENDMENTS**

42. No alteration may be made to this Constitution except in accordance with the following procedure:

- a. Any proposal for an amendment must be made in writing to the Secretary at least 42 days in advance of the General Meeting at which the proposal is to be considered.
- b. If the proposed amendment is approved by a majority of members present and voting at a quorate General Meeting, the proposed amendment shall take effect.
- c. In the event that the General Meeting at which the proposed amendment is to be considered is inquorate, no vote shall be taken at that meeting, but the proposed amendment shall within 28 days be submitted to a postal or electronic ballot of all members, and, if approved by a majority of members voting, shall take effect

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Amended at 2003 AGM, 12<sup>th</sup> July 2003

Amended at 2007 AGM, 14<sup>th</sup> July 2007

Amended at 2011 AGM, 2nd July 2011