

# CONSTITUTION OF: **TASC**

Adopted 20 July 2013

## 1. **NAME**

The name of the group shall be **TASC** (an acronym for *Together Against Sizewell C*)

## 2. **OBJECTS**

The objects of TASC are to campaign against the development of a further nuclear power plant at Sizewell in Suffolk and to do all lawful things which seem incidental or conducive to preventing such development

## 3. **MEMBERSHIP AND SUBSCRIPTIONS**

- a. Subject to these Rules, membership of TASC shall be granted to anyone who supports it in pursuing its objects, is willing to be bound by this constitution, gives a joining donation of at least one pound and pays any annual subscription that may be agreed.
- b. Groups may be granted membership on terms decided by and at the discretion of the Committee.
- c. The Committee shall have the power to refuse membership to an applicant, where it considers such membership would be detrimental to the aims, objectives, purposes or activities of TASC
- d. TASC's membership year shall run from 1 September to 31 August
- e. A register shall be kept containing the names and addresses of all persons who become members
- f. Any member of TASC may resign his/her membership by giving to the Secretary written notice to that effect.
- g. The Committee may, by resolution passed by a majority of two-thirds at a meeting thereof, terminate or suspend the membership of any member, if in its opinion their conduct is prejudicial to the interests and objects of TASC or inconsistent with the membership of TASC
- h. A member shall cease to be a member if they fail to pay any sum due from them within six months of the due date of payment or if there has been no mutual communication between TASC and the member for a period of three years

- i. The Annual General Meeting of TASC shall have the power to set or vary a subscription for the following calendar year by ordinary resolution
- j. Any annual subscription shall be due on the first day of September following the Annual General Meeting at which it is set but may be paid in advance

#### **4. OFFICERS AND COMMITTEE**

a. TASC shall be administered and managed by a Committee consisting of the Officers, and other members totalling not fewer than six nor more than twenty elected at TASC's Annual General Meeting.

b. The honorary officers of TASC shall be members and shall be:

The Chairperson  
The Treasurer  
The Secretary  
Deputy Chair  
Minute Secretary

and such other officers TASC at a General Meeting (or the Committee at other times) shall deem necessary.

c. The Committee shall meet when it considers necessary but at intervals of not less than four months.

d. At least six (6) Committee members must be present for a Committee meeting to take place.

e. Except as otherwise provided by these rules, voting at Committee meetings shall be by a show of hands on a majority basis. The Chair shall have only one single vote and shall not have a casting vote if the voting is tied. In the event of a tied vote the motion may be amended and re-amended until a satisfactory decision is agreed upon by a majority. If this cannot be achieved then the motion fails.

f. The Committee shall have power to set up sub-committees and working parties as it deems necessary and such sub-committees and working parties shall be accountable to the Committee and shall act only within the powers and terms of reference delegated to them. Any of the officers shall be entitled to attend meetings of such sub-committees and working parties.

g. Officers and other Committee members may retire by giving two weeks prior notice to the Secretary and all shall retire at the end of each Annual General Meeting but shall be eligible for re-election at that meeting

h. Any casual vacancy on the Committee or of any office arising between Annual General Meetings may be filled by the Committee. The Committee shall also have power to co-opt additional members or others to join it for specific purposes but persons so co-opted shall not, by virtue of their having been co-opted, be entitled to a vote on any matter debated by the Committee or be counted for the purposes of a quorum.

i. Any member of the Committee who fails to attend three consecutive meetings of the Committee without giving a reason acceptable to it shall cease automatically to be a member of it.

j. The Committee shall manage the affairs of TASC and shall have power to do everything necessary for that purpose but shall be accountable to the members at all times and shall act in accordance with any direction given to it by a resolution passed at a General Meeting or Campaign Meeting.

k. All meetings of the Committee shall be correctly minuted and the minutes shall be made available for perusal by the members on request.

l. All Committee members shall be given at least seven (7) days' notice, written or oral, of a meeting unless it is deemed by the Chairperson or the Secretary to be an emergency meeting in which case as much notice as is reasonably possible shall be given.

## **5 FINANCE AND PROPERTY**

a. The financial year of TASC shall end on 31 August in every year to which date the accounts shall be balanced and drawn.

b. As soon as practicable after the end of the financial year there shall be prepared a statement of the assets and liabilities of TASC at the end of the financial year and a statement of income and expenditure during that year which statement shall be examined by the Independent Examiner before 15 October.

c. Copies of the examined statement of accounts shall be sent to every member with the notice convening the Annual General Meeting

d. The Independent Examiner need not be a qualified accountant but shall be a responsible person who is not a committee member of TASC. They shall be appointed by each Annual General Meeting (or in default of that by the Committee at one of its meetings) and shall hold office until the end of the next following Annual General Meeting.

e. Apart from a small sum which may be held by the Treasurer for petty cash disbursements, all moneys held by TASC shall be kept in an account in the name of TASC with bankers appointed by the Committee and cheques and other instruments drawn on and

directions to the bankers shall be signed by not fewer than two (2) of the members of the Committee nominated by it for that purpose.

- f. Apart from expenditure of a routine nature, previously determined as such by the Committee, no action involving expenditure in the name of or on behalf of TASC shall be taken and no undertakings which would commit TASC to expenditure or other liability shall be made without the prior authority of a resolution of the Committee. No expenditure so authorised shall be applied otherwise than in furtherance of the objects of TASC.
- g. The Treasurer shall present to every meeting of the Committee for ratification a summary of all income and expenditure that has arisen since the last meeting.
- h. There shall be vested in the Chairperson, the Secretary and the Treasurer as trustees all the property held on behalf of TASC other than cash and bank and similar accounts which will be under the control of the Committee

## **6 ANNUAL GENERAL MEETINGS**

- a. TASC shall hold an Annual General Meeting (AGM) in or about November of every year
- b. The business of the AGM shall include:
  - Receiving a report from the Chairperson about TASC's activities over the previous year.
  - Receiving a report from the Treasurer including a presentation of the last financial year's examined statement of accounts and a statement of TASC's assets and liabilities in accordance with Rule 5 b
  - Electing (or re-electing) the officers and other members to form a new Committee whose appointment shall take effect at the end of the meeting
  - Considering and debating any other matter(s) as may, at the discretion of the person chairing the meeting, be appropriate—or be the subject of a resolution written notice of which signed by a proposer and a seconder shall have been given to the Secretary at least seven (7) days prior to the date of the meeting. Such matters may include directions to the Committee as to how it will conduct the activities of TASC in the ensuing year and alterations to this constitution in accordance with Rule 11.

- Replacing or re-appointing the Independent Examiner.
- Setting the amount of any subscription for the next membership year

## **7. EXTRAORDINARY GENERAL MEETINGS**

- a. An Extraordinary General Meeting may be convened at any time upon either a resolution of the Committee or a requisition setting out the resolution or resolutions to be proposed at it. The requisition must be signed by whichever is the lesser of fifteen (15) members or one-tenth of the members (provided that the number of signatories shall not be less than five) and served on the Secretary by personal delivery or by recorded delivery post. If the Secretary does not give notice of the meeting pursuant to the requisition on or before the expiry of fourteen (14) days from the service of the requisition the requisitionists or any one or more of them on behalf of the others may give notice of the meeting.
- b. The business which may be conducted at an Extraordinary General Meeting may be any one or more of:
  - removing all or any of the officers, other members of the Committee, and Independent Examiner of TASC and filling the vacancies caused by such removal
  - considering and if thought fit, making a decision on any matter which the Committee by resolution refers to a General Meeting
  - authorising the trustees to deal with the property vested in them in accordance with Rule 5 h
  - altering this constitution in accordance with Rule 11
  - dissolving TASC in accordance with Rule 12

## **8. CAMPAIGN MEETINGS**

The Committee may call campaign meetings of TASC as and when it considers appropriate to discuss issues relating to TASC's objects and to decide on campaigning strategies and action. The general public may be invited to such meetings if thought appropriate by the Committee.

## **9. CONVENING OF AND PROCEEDINGS AT ANNUAL GENERAL MEETINGS, EXTRAORDINARY GENERAL MEETINGS AND CAMPAIGN MEETINGS**

The following provisions shall apply in respect of Annual General Meetings , Extraordinary General Meetings and Campaign Meetings

- a. Not less than fourteen (14) days' prior notice in writing of the meeting shall be given to each member and in the case of General Meetings, of any resolutions to be proposed at it. Service shall be effective if sent either by post or by electronic mail to a member's last known postal or electronic mail address.
- b. At least seven (7) members must be present for any decision taken at the meeting to be effective
- c. Except where otherwise stipulated in these rules, resolutions shall be passed by a simple majority of the votes entitled to be cast by the members present at the meeting.
- d. Every member shall have one vote and voting shall be by a show of hands unless a ballot be demanded by a majority of members present. The Chair shall have only one single vote and shall not have a casting vote if the voting is tied. In the event of a tied vote the motion may be amended and re-amended until a satisfactory decision is agreed upon by a majority. If this cannot be achieved then the motion fails.
- e. All meetings shall be correctly minuted (except in the case of Campaigning Meetings where only a record of those present and details of any resolutions made need be taken) and the minutes or record shall be made available for perusal by the members on request.

## **10. INDEMNITY**

Except such loss as arises from their wilful default, the Committee shall not be liable (otherwise than as members) for any loss suffered by TASC as a result of the discharge of their duties on its behalf and they shall be entitled to an indemnity out of the assets of TASC for all expenses and other liabilities incurred by them in the discharge of their duties.

## **11. ALTERATION OF THE CONSTITUTION**

- a. This constitution may be altered by a resolution at a General Meeting in accordance with Rule 6 or Rule 7.
- b. Any changes to this constitution must be agreed by a majority of at least two thirds of those members present and voting at the General Meeting where the resolution is debated.

## **12. DISSOLUTION**

- a. TASC may be wound up at any time if a resolution therefor be agreed by a majority of at least two thirds of those members present and

voting at an Extraordinary General Meeting convened for that purpose in accordance with Rule 7

- b. The dissolution shall take effect from the day when the resolution is passed and the Committee shall be responsible for the winding up of the assets and liabilities of TASC.
- c. If any property remains after the discharge of all debts and liabilities of TASC it shall be transferred to any new organisation set up to take over and attain the aims and objects of TASC or if there is none to some other organisation or organisations whose aims and objectives are considered by the members at the General Meeting to be most closely similar to those of TASC
- d. As soon as practicable after date of dissolution there shall be prepared a final statement of the assets and liabilities of TASC with a final statement of income and expenditure since the beginning of the financial year following that for which an examined statement has previously been approved. The final statement shall be examined by the Independent Examiner and be made available for perusal by all persons who were members at the date of dissolution

[Signed] (all founding members present at the inaugural meeting)

20 July 2013