



Constitution

Constitution adopted at an Annual General Meeting of
Cambridge Association for Women in Science and Engineering, 21st November 2006.

1. Name

The name of the Association shall be **Cambridge Association for Women in Science and Engineering (Cambridge AWiSE)**.

2. Object

The object of the Cambridge AWiSE shall be to help retain and enhance the participation of Women in science, engineering and technology (SET) fields in both industry and academia by organising networking meetings, access to a mentoring scheme as well as gathering and disseminating information.

3. Powers

The furtherance of the said object but not further or otherwise Cambridge AWiSE shall have the following powers:

- a) to raise funds and apply for, invite, obtain, collect and receive contributions from any other person or persons whatsoever by way of subscription, donation, grant, legacy and otherwise; provided that Cambridge AWiSE shall not undertake any permanent trading activities in raising funds for the said objective;
- b) to employ on such terms and conditions of employment the Cambridge AWiSE shall determine any paid or voluntary worker or workers to assist in the attainment of the said objective
- c) to do all such other lawful things as shall further the attainment of the said objective or any of them.

4. Membership

- a) Membership shall be open to all who are interested in furthering the work of Cambridge AWiSE;
- b) The Steering Group hereinafter constituted shall have the right:
 - i) to approve or reject applications for membership.
 - ii) for good and sufficient reason to terminate the membership of any member provided that the member concerned shall have the right to be heard by the Steering Group before final decision is made.
- c) Every member shall subscribe to Cambridge AWiSE such annual sum (if any) for the next financial year as shall be determined at the Annual General Meeting hereinafter mentioned and the words 'financial year' shall mean the period September 1st to August 31st inclusive.

5. Honorary Officers

- a) At the Annual General Meeting hereinafter mentioned, Cambridge AWiSE members shall elect a Chair (person), a Secretary and a Treasurer (hereinafter called 'the Honorary Officers') being persons who are members of Cambridge AWiSE.

- b) The Honorary Officers shall hold office until the conclusion of the next Annual General Meeting after their election but shall be eligible for re-election provided that no Honorary Officer shall hold office for more than three consecutive years. On the expiration of such period, two further years must elapse before any further Honorary Officer shall be eligible for re-election.
- c) The Honorary Officers shall be ex-officio members of the Steering Group hereinafter constituted.

6. Steering Group

- a) Save as otherwise herein provided, the policy and general management of the affairs of Cambridge AWiSE shall be directed by the Steering Group hereinafter constituted.
- b) The committee shall consist of the Honorary Officers and not less than two nor more than eight other members of Cambridge AWiSE, elected by the Annual General Meeting hereinafter mentioned.
- c) The Steering Group members may co-opt to serve on the Steering Group in an advisory capacity other interested individuals or representatives of statutory or voluntary agencies active in the locality or of such other organisations as the Steering Group may determine, provided that no such co-opted member shall be entitled to vote.
- d) The Steering Group shall hold office until the conclusion of the Annual General Meeting next after their election or co-option, as the case may be, but shall be eligible for the re-election or re co-option.
- e) The Steering Group shall meet not less than six times per year.
- f) Four Steering Group members (or one third of the Steering Group for the time being - whichever is the greater) shall constitute a quorum.
- g) The person elected as Chair shall chair the meeting. If the Chair is not present the Steering Group members may appoint one of their number to chair the meeting.
- h) Questions arising at a meeting must be decided by a majority of votes.
- i) Every Steering Group member shall have one vote but if there is an equality of votes the person chairing the meeting shall have casting vote in addition to any other vote they may have.
- j) Minute books shall be kept by the Committee and the Secretary shall enter therein and record all proceedings and resolutions for the Steering Group.

7. General Meetings

- a) The first General Meeting of Cambridge AWiSE shall be held within twelve months of the date of the adoption of this constitution and once in each year thereafter (not more than 15 months after the holding of the preceding Annual General Meeting) at a place the Steering Group shall determine. The Annual General Meeting shall include:
 - i) the receipt of the Annual Report and the Accounts for the preceding year from the Steering Group.
 - ii) the appointment of an auditor or auditors.
 - iii) the election of the Honorary Officers and the members (other than co-opted members) to serve on the Steering Group.
 - iv) the determination of the annual membership subscription payable under 4c hereof.
 - v) the transaction of such other matters as may from time to time be necessary.

b)

- i) the Steering Group members may at any time, and the Secretary shall within 21 days of receiving a written request to do so signed by not less than one quarter of the members for the time being of Cambridge AWiSE (or such other number of Cambridge AWiSE, the General Meeting may from time to time determine), and giving reasons for the request, call a Special General Meeting of Cambridge AWiSE.
 - ii) notification of a General Meeting shall be given by the Secretary to all members not less than 14 days prior to the meeting and should specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an Annual General Meeting the notice must say so.
- c)
 - i) the quorum for a General Meeting shall be one fifth of the total membership for the time being of Cambridge AWiSE, or 10 members, which ever is the smaller.
 - ii) save as otherwise herein provided, all questions arising at a General Meeting shall be decided by a simple majority of those present and voting thereat. A member of Cambridge AWiSE shall be entitled to appoint a proxy who shall be a member of Cambridge AWiSE to attend any General Meeting that he or she is unable to attend and to exercise the vote of the member in whose stead he or she is attending in addition to his or her own vote. Provided that no such entitlement shall apply in respect of clauses 9 and 10 hereof. Save as foresaid, no person shall exercise more than one vote but in the case of all equality of votes the Chair, or in their absence the member elected to chair the meeting, shall have second or casting vote.

8. Finance

- a) Accounts

The Steering Group shall comply with their obligations with regard to:

 - i) the keeping of accountancy records for Cambridge AWiSE.
 - ii) the preparation of annual statements of account for Cambridge AWiSE.
 - iii) the auditing or independent examination of the statements of account for Cambridge AWiSE.
- b) Annual Report

Cambridge AWiSE will prepare an Annual Report and distribute this to its members.
- c) Funds

The funds of Cambridge AWiSE shall be applied in furtherance of its object and no payment shall be made to any member except for the services actually rendered as the Steering Group deem reasonable and proper out of pocket expenses.

A Steering Group member may sell goods or services to Cambridge AWiSE or be employed by or receive any remuneration from Cambridge AWiSE provided payment is authorised by the Steering Group in advance. The Steering Group member should:

 - i) be absent from that part of any meeting at which the proposal is discussed.
 - ii) take no part in any discussion of it.
 - iii) not vote on the proposal.

- iv) not be counted in determining whether the meeting is quorate.
- d) Bank account
A bank account shall be opened in the name of Cambridge AWiSE. The Steering Group shall authorise in writing to the Secretary, the Treasurer and the Chair to sign cheques on behalf of Cambridge AWiSE. All cheques must be signed by not less than two of the three authorised signatories.

9. Alteration to the Constitution

No alteration or addition to this constitution shall be made except at a General Meeting of Cambridge AWiSE called for such purpose. Alterations or additions to the constitution shall receive the assent of not less than two thirds of all members present and voting at a General Meeting.

10. Dissolution

Cambridge AWiSE may be dissolved by a resolution passed by a two thirds majority of those present and voting at a special General Meeting convened for the purpose, of which 21 days notice shall be given to the members. Such a resolution may give instructions for the disposal of any assets held by or in the name of Cambridge AWiSE but provided that if any property remains after the satisfaction of all debts and liabilities, such property shall not be paid or distributed among other members of Cambridge AWiSE, but shall be given or transferred to such other institution or institutions having objects similar to some or all of the objects of Cambridge AWiSE as Cambridge AWiSE may determine and if and in so far as effect cannot be given to this provision, then to some other charitable purpose.