

## **United Kingdom, Association for European Law**

### **Constitution**

**(as amended on 3 November 1975, 1980 and 1981)**

### **Formation**

1 The Association was formed on 5 November 1974.

### **Name**

2 The name of the Association is the United Kingdom Association for European Law.

### **Objects**

3 The objects for which the Association is formed are:-

- (a) To promote the study of the law and institutions of the European Union and the dissemination of knowledge concerning that law.
- (b) To promote the study of the relationship of the law of the European Union to national laws and of the inter-relationship of national laws within the European Communities and the dissemination of knowledge concerning the same.
- (c) To promote the study of problems of law arising in or concerning the European Union and the dissemination of knowledge concerning the same.
- (d) To promote the study of the structure and institutions of the European Union and the dissemination of knowledge concerning the same.

### **Powers**

4 In the pursuit of its objects the Association may:

- (a) Join la Fédération Internationale pour le Droit Européen;

- (b) Hold or establish or participate in holding or establishing meetings, conferences and study groups;
- (c) Facilitate the participation by members and others in meetings; conferences and study groups;
- (d) Co-operate and become associated with or a member of other bodies;
- (e) Carry out or arrange for the carrying out of research;
- (f) Publish or issue or concur in publishing or issuing books papers theses bulletins and pamphlets;
- (g) Receive, administer, invest ,and expend donations, subscriptions, Fees, grants, funds and other moneys (as well as by subscriptions or grants to other charitable bodies as otherwise);
- (h) Employ and remunerate staff and agents;
- (i) Borrow money either upon or without security;
- (j) Do all such other things as will further the attainment of its objects.

#### Eligibility for membership

5 The following are eligible f o r membership of the Association:-

- (a) Members of the judiciary in the United Kingdom;
- (b) Barristers advocates and solicitors called or admitted within the United Kingdom (and whether practising or not);
- (c) Teachers of law at universities, institutions of higher education and schools in the United Kingdom;
- (d) The holders of any degree in law (but if conferred outside the United Kingdom only if the holder is already resident in the United Kingdom);
- (e) Such other persons bodies or institutions as the Committee of Management of the Association may consider to be in the interests of the Association to admit to membership of the Association.

#### Membership

6 The members of the Association shall be the founder members of the Association and such other persons (being eligible ) as shall agree to become members of the Association and shall be admitted to membership by the Committee of Management of the Association. The Committee may decline

to admit any person to membership in its discretion and without, ascribing any reason for so doing. A member shall cease to be a member:-

- (a) If he resigns by notice in writing given to one of the Secretaries of the Association;
- (b) Upon death or bankruptcy or if corporate upon going into liquidation save for the purpose of reconstruction or amalgamation;
- (c) If he shall for six months fail or neglect to pay any subscription due from him to the Association and the Committee of Management resolves that for that reason he shall cease to be a member;
- (d) If any general meeting of the Association shall so resolve.

#### The President and the Vice-Presidents

7 The Association shall have a President and one or more Vice-presidents who shall be elected by the Association in general meeting.

The first President and Vice-Presidents shall hold office until the close of the annual general meeting of the Association in the year 1977 and subsequently these offices shall be vacated at the close of the annual general meeting of the Association following the election in every third year thereafter but the holders shall be eligible for re-election.

#### The Secretary and the Treasurer

8 The Association shall elect a Secretary, and may elect more than one Secretary. The Secretary or Secretaries shall be members of the Association. The Association shall also elect one or more Treasurers, who need not be members of the Association. The first Secretary or Secretaries and the Treasurer or Treasurers shall be elected (and be capable of being removed or replaced) by the Association in general meeting; the Committee of Management may however fill any casual vacancy. The first Secretary or Secretaries and the Treasurer shall hold office until the close of the annual general meeting of the Association in the year 1977 and subsequently these offices shall be vacated at the close of the annual general meeting of the Association following the appointment in every third year thereafter but the holders shall be eligible for re-appointment.

## The Committee of Management

- 9(a) The Association shall have a Committee of Management. The President, the Vice-Presidents, the Secretary or Secretaries and the Treasurer shall be ex-officio members of the Committee of Management and in addition it shall consist of not less than three nor more than twelve other members of the Association, the first of whom shall be elected at the inaugural meeting of the Association. Subsequent elections shall be made at the annual general meeting of the Association held in and in every third year after the year 1977. Outgoing members shall be eligible for re-election. A member of the Committee of Management being or failing to be treated as an elected member shall cease to be a member of the Committee of Management if he shall cease to be a member of the Association.
- (b) The Committee of Management shall (subject to the provisions of the Constitution) conduct all of the affairs and exercise all of the powers of the Association. The Committee of Management may delegate to any of its members such of its functions as it may from time to time think fit. The Committee may also appoint sub-committees of such persons (whether or not members of the Committee of Management or of the Association) for such purposes and functions as it thinks fit and may confer on any sub-committee power to co-opt. The Committee may make vary and revoke rules relating to itself or to any sub-committees or to the Association as it may think fit. A sub-committee shall duly report its decisions and actions to the Committee of Management.
- (c) The President or in his absence a Vice-President shall preside at meetings of the Committee of Management but if no such shall be present then the members of the Committee present shall choose a chairman of the meeting. The quorum for meetings of the Committee shall (subject to any contrary resolution of the Association in general meeting) be three of its members personally present and resolutions shall be deemed passed if approved by a simple majority of those present and voting. A chairman shall have a casting vote. Meetings of the Committee of Management may be convened by any of the President, a Vice-President, one of the Secretaries of the Association, the Treasurer or any two members of the Committee. The Committee shall regulate its own procedure. A resolution signed by all of the members for the time being of

the Committee or by a simple majority thereof if that majority includes any of the President and the Vice-Presidents shall be as effective as if duly passed at a meeting of the Committee.

- (d) Either the Committee of Management or the Association in general meeting may from among the members of the Association fill any vacancy in or appoint any additional member or members of the Committee of Management (save that the limit of twelve other members specified in sub-Rule (a) of this Rule shall not be exceeded) and the person or persons so appointed or elected shall be treated for the purposes of retirement under sub-Rule (a) as if he or they had been elected at the inaugural meeting of the Association or the last preceding triennial meeting of the Association (as the case may be).

### Resignations

10 Officers and members of the Committee of Management may resign their respective positions by notice in writing given to one of the Secretaries of the Association.

### General Meetings

11'(a) An annual general meeting of the Association shall be held in and in every calendar year thereafter.

(b) An extraordinary general meeting of the Association shall be

convened on the requisition of, the Committee of Management, any four members of the Committee of Management or twenty-five members of the Association.

(c) Fourteen clear days notice shall be given of all such meetings and the notice of meeting shall specify the general nature of the business intended to be transacted thereat. Accounts shall be laid before each annual general meeting of the Association.

(d) Any member of the Association wishing to propose a resolution at any general meeting shall give seven clear days notice in writing of his intention so to do to one of the Secretaries of the Association. The chairman of a general meeting may in his discretion permit additional business to be transacted at that

meeting and may in particular put to the meeting a resolution notwithstanding that it does not fall within the business of which notice has been given (not being a resolution for winding-up) or that notice of intention to move that resolution was not duly given to one of the Secretaries of the Association.

- (e) Every member of the Association personally present or being a body or institution present by a representative at a general meeting shall have one vote. No person may have more than one vote even though present in more than one capacity. The chairman or any seven members of the Association may demand a poll in which case every member of the Association shall have one vote on the poll.
- (f) Resolutions shall be decided by a simple majority of those present and voting save for resolutions to amend or add to the Constitution or for a winding-up. In the event of a tie the chairman of the meeting shall have a casting vote.
- (g) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business; a quorum shall be seven members of the Association personally present. If a quorum is not present the meeting shall be adjourned as the chairman shall determine; at the adjourned meeting the members present shall constitute a quorum provided that at least seven clear days have elapsed since the adjournment.
- (h) The President or in his absence a Vice-President of the Association shall be chairman of a general meeting but if no such shall be present the members present shall choose a chairman.
- (i) A general meeting may be adjourned at the chairman's discretion.
- (j) The Treasurer may attend any general meeting notwithstanding that he may not be a member of the Association.
- (k) The accidental omission to give notice of a general meeting to or the non-receipt of notice of a general meeting by any member shall not invalidate the proceedings at that meeting.

### Minute books

12 Minute books shall be kept of proceedings at general meetings of the Association and at meetings of the Advisory Council the Committee of Management and of sub-committees.

### Donations and Subscriptions

13 The Association may accept donations. The amount of any subscriptions shall be fixed at the inaugural meeting of the Association and may be varied at any general meeting. Different subscriptions may be fixed as between individual members as one class and any other member or members. The subscription shall be payable on admission to membership for the period down to the next following 31 December and thereafter shall become due on 1 January for the calendar year then commencing. The Committee of Management may in any particular case waive the payment of a subscription by any member.

### Amendment of the Constitution

14. The Constitution as subsisting from time to time may be amended or added to by a resolution passed at a general meeting of the Association by a majority of two-thirds of those who vote thereon at the meeting or (if a poll be held thereon) by two-thirds of the members who vote on that poll, providing always that no alteration shall be made which would cause the Association Winding-up (to cease to be a charity at law).

15. The Association may resolve to wind-up by a resolution passed at a general meeting of the Association by a majority of two-thirds of those who vote thereon at the meeting or (if a poll be held thereon) by two-thirds of the members who vote on that poll. On a winding-up the surplus assets of the Association shall be transferred to such charitable body (being a body having objects similar to or which comprehend the objects of the Association or any of them) as may be specified in the resolution to wind-up,