



Constitution of the UCL Student Human Rights Programme

Adopted on [date], by the Constitution Committee of the University College London Student Human Rights Programme, ratified by its members, and affirmed by the UCL Institute for Human Rights.

UNITED by our steadfast commitment to human rights, the equality of all men and all women, freedom, democracy, social justice and the rule of law;

RESPECTFUL of our rich cultural and ethnic diversity and our common values;

COMMITTED to promoting, protecting and defending the rights of the individual, of groups, and of all humanity;

RECOGNISING the strength of our unity, the spirit of our youth and the ambition of our vision;

ADOPT, enact and give to ourselves this Constitution as a guide to the noble task to which we have undertaken.

1. The Name

The Programme's name is the 'UCL Student Human Rights Programme' and may appear in abridged form as 'UCL SHRP' or 'the Programme'. In this document it is referred to as 'the Programme'.

2. Adoption of the Constitution

The Programme and its property will be administered and managed in accordance with the provisions in this Constitution.

3. Relationship with the UCL Institute for Human Rights

The Programme is student-run and operates under the auspices and guidance of the University College London Institute for Human Rights ('the Institute'). The relationship is outlined as follows:

- (1) The Programme is a formal part of the Institute but is entitled to autonomy in the operation of the activities described in this Constitution insofar as this complies with published University College London ('UCL') regulations;
- (2) Sub-clause (1) shall be subject to Clause 23 of this Constitution which details the procedure for resolving disputes between the Programme and the Institute;

- (3) The Programme and the Institute shall cooperate on various initiatives relating to human rights;
- (4) The Programme shall consult with, and report regularly to, the Institute about all its activities;
- (5) The Institute shall support the Programme in academic and administrative matters relating to the Programme's activities;
- (6) The Institute shall provide opportunities for the members of the Programme to engage in the Institute's activities, such as in research programmes for human rights, internships and events;
- (7) The Programme shall submit a budget annually for approval by the Institute and seek prior authorisation for expenses to be made from funds provided by the Institute; and
- (8) The President, or if he or she is unavailable, the Vice President or another Officer appointed by the Executive Committee, shall sit on the Institute's Steering Committee.

4. The Objectives

The Programme's objectives ('the Objectives') are

- (1) To raise awareness of human rights issues within UCL and wider communities;
- (2) To instigate debate, discussion and discourse on such issues;
- (3) To provide a voice for students in the human rights discourse; and
- (4) To provide a platform for research into human rights.

5. The Activities

The activities undertaken by the Programme shall include:

- (1) Editorship of the UCL Human Rights Review
- (2) Organisation of the European Court of Human Rights Moot Competition
- (3) Management of the Programme's website
- (4) Organisation of human rights events, including, but not limited to, lectures panel discussions, workshops and career events
- (5) Conducting research into issues related to human rights
- (6) Delivering human rights related education to school pupils

- (7) Any other activities that the Officers deem to further the Programme's objectives

6. Membership

- (1) Membership is open to individuals who are enrolled as students of UCL.
- (2) Affiliate status may be obtained by any student at an institute of higher education within or outside the United Kingdom.
- (3) Membership and affiliate status arises upon
 - (a) Approval by the Executive; and
 - (b) Registration on the membership register.
- (4) The Executive, with the approval of the Institute, may refuse to approve an application for membership or affiliate status if
 - (a) There is a reasonable belief that the applicant does not conduct himself in a manner compatible with the Programme's purposes and values as expressed in this Constitution; or
 - (b) His or her application is not submitted in good faith.
- (5) The Executive must inform the applicant in writing of the reasons for the refusal within seven (7) days of the decision.
- (6) The Executive shall consider any written representations that the applicant may make about the refusal. The Board's decision following these representations shall be final and must be notified to the applicant in writing within seven (7) days.
- (7) Membership and affiliate status are not transferable.
- (8) Membership shall be valid until the start of each academic year as determined by the UCL academic calendar, at which point it is automatically terminated unless renewed.
- (9) The Executive Committee shall reserve the right to charge a membership fee, which must be subject to an annual review by the Executive Committee in consultation with the Institute.

7. Entitlements of Members and Affiliates

- (1) Members are entitled to
 - (a) Participate in the Programme's initiatives;
 - (b) Attend and vote in the Programme's general meetings;
 - (c) Receive updates from the Board through the e-mailing list;

- (d) Make representations to the Board that shall be considered in Board meetings;
 - (e) Jointly request, with at least nine (9) other members, a special general meeting to be convened on a specific matter, subject to Clause 18(10);
 - (f) Apply to be on the Executive Selection Panel.
- (2) Affiliates are entitled to the same entitlements as stated in sub-clause (1) except
- (a) Voting in the Programme's general meetings;
 - (b) Requesting a special general meeting to be convened.
- (3) Only members and affiliates are entitled to be part of the organisation of the Programme's activities as outlined in Clause 5.

8. Termination of Membership and Affiliate Status

- (1) Membership and affiliate status are automatically terminated at the start of each academic year as determined by the UCL academic calendar, unless it is renewed before this in accordance with the procedure in Clause 6.
- (2) Membership is terminated if
- (a) The member dies;
 - (b) The member resigns by written notice to the Programme, unless the resignation would result in the dissolution of the Programme;
 - (c) Any sum due to the Programme from the member is not paid in full within three (3) months of it falling due; or
 - (d) The member ceases to hold student status at UCL.
- (3) Affiliate status is terminated if
- (a) The affiliate dies;
 - (b) The affiliate resigns by written notice to the Programme;
 - (c) Any sum to the Programme from the member is not paid in full within three (3) months of it falling due; or
 - (d) The affiliate ceases to hold student status.
- (4) Membership and affiliate status may be terminated by a decision of the Executive, with the approval of the Institute, if
- (a) There is a reasonable belief that the member or affiliate does not conduct himself in a manner compatible with the Programme's purposes and values as expressed in this Constitution; or

- (b) He or she does not act in good faith.
- (5) Sub-clause (4) is subject to
- (a) The member or affiliate being given at least seven (7) days notice in writing of the Executive meeting at which the decision will be proposed and the reasons why it is to be proposed; and
 - (b) The Executive considering any representations that the member or affiliate, or his or her representative (who need not be a member or affiliate), may make to the meeting.

9. Officers

- (1) The Programme shall be administered by a Board of Coordinators ('the Board') comprising the Executive Officers and the Coordinating Officers (both referred to as 'the Officers').
- (2) An Executive Committee ('the Executive') comprising the Executive Officers shall broadly coordinate the Programme's activities and administer its property in accordance with Clause 16.
- (3) There shall be no less than the following Executive Officers:
 - (a) President
 - (b) Vice President
 - (c) Secretary
 - (d) Treasurer
 - (e) Relations and Sponsorship Officer
 - (f) Innovations Officer
- (4) An Officer must be a member of the Programme, subject to Clause 6(1), but need not be a member of the Programme when applying for the position. If an Officer ceases to be a member, he or she must inform the Board in writing and vacate his or her position within seven (7) days.
- (5) The Executive Officers shall be selected provisionally by an Executive Selection Panel ('the Panel') and confirmed by an annual general meeting of the Programme ('AGM') before the end of March of each year.
- (6) Sub-clause (5) is subject to Clause 14, regarding the selection of the Innovations Officer.
- (7) The Coordinating Officers shall be selected by the Executive Committee no later than the third week of November each year.

- (8) The Executive shall collectively take office from no earlier than 7 days after their appointment and no later than 1st July, on a date agreed between the incoming and outgoing Executives.
- (9) If there is no agreement, the incoming executive will take office on 1st June.
- (10) Each Executive Officer shall ensure that there are procedures in place for his or her successor before leaving office.
- (11) The Executive by consensus, or the Board by no less than a two-thirds majority of those present and voting, may create new Offices in the interest of the Programme, in consultation with the Institute.

10. The Executive Selection Panel

- (1) The exact number of the Panel shall be determined annually by the Board in consultation with the Institute, considering the number of active members of the Programme.
- (2) The Panel shall include no less than three (3) and no more than eight (8) members and no more than two (2) representatives of the Institute.
- (3) Any person who has been a member for at least twenty-one (21) days shall have the right to apply to the Panel.
- (4) Panellists shall not be eligible to run for an Executive office.
- (5) The Executive shall release a call for applications to the Panel no later than four (4) weeks before the end of the second (2nd) academic term as determined by the UCL academic calendar.
- (6) Applications shall be received by the Secretary up until a deadline as determined by the Executive which shall be at least seven days (7) after the call for applications is released.
- (7) Each applicant shall be considered individually, no later than seven days after the deadline, by the Board, excluding Officers who intend to run for an Executive office and the applicant being considered.
- (8) The Board shall consider:
 - (a) The applicant's involvement with the Programme;
 - (b) Any conflict of interest which might arise;
 - (c) Representation of both undergraduate and graduate students; and
 - (d) Representation of the Programme's initiatives.
- (9) Members who take part in the selection of the Panellists shall not be eligible to run for Executive office in the ensuing appointment procedure.

11. The Provisional Selection of Executive Officers

- (1) The Panel shall, at their first meeting, appoint up to two panellists as administrators, who shall be responsible for the administrative work of the Panel.
- (2) The Panel shall prepare a call for applications to the Executive, which shall be sent by the Secretary to all UCL students, no later than two (2) weeks before the end of the second (2nd) academic term as determined by the UCL academic calendar.
- (3) Any UCL student shall be eligible to run for a position on the Executive, by applying to the Panel with his or her *curriculum vitae* and a cover letter, and expressing a preference for no more than two (2) Executive offices.
- (4) The Panel shall make its provisional selection of the Executive by consensus, or if that is not possible, a majority of no less than four-fifths, based on
 - (a) Interview with each applicant in person or otherwise; and
 - (b) An evaluation of each applicant, taking into account his or her involvement with the Programme;
 - (i) Previous or ongoing experienced gained outside the Programme;
 - (ii) Determination to support the Programme's Objectives
 - (iii) Interest in human rights;
 - (iv) Ability to commit to the office;
 - (v) Organisational and leadership skills; and
 - (vi) Ability to work individually and in teams.
 - (c) A consideration of;
 - (i) Continuity within the programme; and
 - (ii) The effectiveness of the applicants to work collectively.
- (5) The Panel shall have the discretion to select an applicant for an Executive position for which he or she did not express a preference, if the applicant consents.
- (6) The provisional selection of the Panel shall be notified to all members of the Programme no later than three (3) days before the AGM is to be held, together with a summary report of the procedures taken and the reasons for the selection of each applicant.

12. The Ratification of the Provisional Selection of Executive Officers

- (1) An AGM will be convened no later than ten (10) days following the decision of the panel.
- (2) The AGM shall be held in accordance with the procedures in Clauses 18_▲ and 19_▲, but the provisions of this Clause shall override any provision in Clauses 18_▲ and 19_▲ in the event that they conflict.
- (3) A majority of the Panel's members shall be present at the AGM in order to present the provisional selection and the reasons for the selection, and field questions.
- (4) All members who are eligible to vote under Clause 19_▲ and present at the AGM shall be eligible to vote, including the Panellists and applicants.
- (5) The quorum for the AGM shall be _▲a third (33%) of the total membership or ten (10) members who are neither Panellists nor applicants for the executive committee.
- (6) The Panel's provisional selection of Executive Officers must be ratified by no less than a two-thirds majority of those present and voting before the selected Executive Officers take office.
- (7) If the selection is not ratified after a vote, the Chair shall adjourn the meeting for the Panel to reconsider its selection. The Panel may then compose an altered selection for another vote on the same date or at a later date. This process shall be repeated no more than two times.
- (8) If the AGM does not ratify the original or amended proposed Executive Committee on these three occasions, the members of the Executive Committee shall be selected by a Conciliation Committee.
- (9) If the AGM fails to establish a sufficient quorum, outlined in sub-clause (5), on two separate dates, the AGM shall commence without the full quorum, as stipulated under clause 18(8). In this situation, regardless of the result of a discussion, where all present shall be given the opportunity to express opinions to be registered in the minutes, within this same meeting, the Executive Committee shall be automatically ratified.

13. The Conciliation Committee

- (1) The Conciliation Committee shall consist of an equal number of representatives from the final AGM (excluding panellists and applicants) and

student-representatives of the Panel. The total number of members of the Conciliation Committee shall not be less than four (4) and not more than six (6).

- (2) Representatives of the Institute shall be entitled to participate in meetings of the Conciliation Committee, but shall not be entitled to vote on the selection of the Executive.
- (3) At the AGM, the chair shall invite members (excluding panellists and applicants) to select representatives from amongst its present members.
- (4) The Panel shall then decide, from amongst its present members, an equal number of representatives.
- (5) The Conciliation Committee shall decide, in a single meeting, with consensus or no less than a five-sixths majority, the composition of the Executive Committee from amongst the applicants.
- (6) A member of the Conciliation Committee cannot be selected as a member of the Executive Committee.
- (7) The meeting of the Conciliation Committee shall take place at the end of the AGM, or on another date decided by the Conciliation Committee, no later than seven (7) days after the AGM.

14. The Selection of the Innovations Officer

- (1) The selection of the Innovations Officer shall take place in accordance with this Clause and is therefore not governed by Clauses 10-13.
- (2) The Innovations Officer shall be selected by the incoming Executive from the beginning of the academic year, no later than the second week of November, and in consultation with the Institute.
- (3) This position shall initially be made available solely to graduate students. However, if there is no more than one (1) application before the pre-determined deadline, a second call for applications may be extended to both undergraduate and graduate students, at the Executive's discretion.
- (4) The Innovations Officer must take office before the appointment of the Coordinating Officers.
- (5) The appointment shall be made based on the same considerations outlined in Clause 11(4).

15. The Appointment of Coordinating Officers

- (1) The current Executive shall release a call for applications for Coordinating Officers usually no later than 1st November.
- (2) Each applicant may apply for a maximum of two (2) Coordinating offices subject to
 - (a) The deadline as determined by the Executive;
 - (b) The same selection criteria as in Clause 11(4)(b);
 - (c) Other conditions as published by the Executive; and
 - (d) Interviews if deemed necessary by the Executive.
- (3) The appointments of the Coordinating Officers shall be made known to them by the Executive as soon as possible, but no later than seven (7) days after they are made.
- (4) The Executive shall inform the Institute of the appointments before they are confirmed and notified to the appointees.
- (5) The Institute may raise reasonable objections against a selected applicant
 - (a) No later than three (3) days after being informed of the provisional appointment; and
 - (b) Only if the candidate has acted in contravention of published UCL regulations.
- (6) If the action in sub-clause (5) is taken, the Executive must notify the applicant of the objections and remove him or her from consideration, subject to
 - (a) A consideration of representations in writing by the candidate to the Executive submitted no later than three (3) days after notice; and
 - (b) Consultation between the Executive and the Institute.
- (7) In exceptional circumstances where there is a vacant Coordinating office, the Executive shall have the right to appoint a new Coordinating Officer.

16. Roles, Powers and Duties of Officers

- (1) The roles of the Executive shall include
 - (a) The administration of the Programme;
 - (b) The supervision of the Programme's activities;
 - (c) Ensuring that the Programme's Objectives are being targeted;
 - (d) Liaising, and ensuring communication, with the Institute and the Board; and

- (e) Representing the Programme to external bodies.
- (2) The Executive shall have the following powers to
- (a) Appoint the Coordinating Officers, in accordance with Clause 15;
 - (b) Suspend, remove or replace any Coordinating Officer, in accordance with Clause 17;
 - (c) Make decisions regarding the activities of the Programme, which shall be binding on the Programme's members;
 - (d) Request for information and updates from the Coordinating Officer as to the activities they administer;
 - (e) Request for a meeting with representatives of the Institute; and
 - (f) Regulate their proceedings as they see fit, subject to the provisions of this Constitution.
- (3) The Executive Officers shall meet fortnightly, and from time to time when deemed necessary in the interests of the Programme.
- (4) The following additional roles will be filled by the Executive Officers:
- (a) The President shall chair all meetings of the Programme, set an agenda for each meeting and represent the Programme in meetings with the Institute.
 - (b) The Vice President shall substitute the President when the President is unavailable, and is responsible for liaising with the Board on behalf of the Executive.
 - (c) The Secretary shall hold a register that contains the details of all members and affiliates, take minutes at all meetings of the Programme and be responsible for communicating with members and for conveying decisions of the Board to members.
 - (d) The Treasurer shall hold the Programme's property and be responsible for authorising payments on behalf of the Programme, overseeing the Programme's finances and making an annual financial report to the Executive.
 - (e) The Relations and Sponsorship Officer shall be responsible for the welfare of members, applications for sponsorship and communication with external bodies.
 - (f) The Innovations Officer shall be responsible for receiving, improving and screening ideas for new initiatives, as well as developing and overseeing growing initiatives.

- (5) The roles of the Coordinating Officers shall include
 - (a) The administration of their assigned activities;
 - (b) Representing the views of the Programme's members to the Board; and
 - (c) Assisting the Executive in the fulfilment of its roles.
- (6) The Board shall have the following powers to
 - (a) Suspend, remove or replace any Executive Officer, in accordance with Clause 17;
 - (b) Make decisions regarding the activities of the Programme, which shall be binding on the Programme's members; and
 - (c) Overrule the Executive's decisions by a two-thirds majority of the Officers present and voting.
- (7) The Officers shall
 - (a) Meet fortnightly as arranged by the Secretary, or from time to time when deemed necessary in the interests of the Programme;
 - (b) Consider any request by any member to make representations at any meeting of the Officers;
 - (c) Produce an update at every fortnightly meeting, verbal or otherwise, about the activities they administer;
 - (d) Ensure that the Programme's members are informed regularly about the Programme's activities; and
 - (e) Ensure that they keep an open line of communication with other Officers at all reasonable times, through their official e-mail accounts or otherwise.
- (8) Executive Officers and Coordinating Officers shall each have the following powers to
 - (a) Administer the relevant activities as defined by their mandate or by decision of the Executive or the Board;
 - (b) Represent the Programme to external bodies, including UCL and its staff;
 - (c) Obtain and pay for such goods and services as are necessary for the Programme's activities; and
 - (d) Call a meeting of the Officers by request to the Secretary.

17. Removal of Officers

- (1) An Officer shall cease to hold his or her office if he or she
 - (a) Ceases to be a member of the Programme;
 - (b) Becomes incapable of administering the Programme's activities by reason of illness, injury or mental disorder;
 - (c) Resigns by notice to the Board; or
 - (d) Is removed in accordance with this Clause (or sub-clause (2)-(6)).
- (2) The Executive may decide by consensus that a Coordinating Officer vacate his or her office.
- (3) The Board may decide by no less than a two-thirds of those present and voting (excluding the impugned Officer) that an Officer vacate his or her office, subject to consultation with the Institute.
- (4) Sub-clauses (2) and (3) shall be exercised only if the impugned Officer has
 - (a) Engaged in gross misconduct;
 - (b) Severely neglected his or her duties; or
 - (c) Been absent without permission from two (2) consecutive meetings.
- (5) The Institute may request in writing for the removal of an Officer only if the Officer has acted in contravention of published UCL regulations. The Executive is obliged to remove the Officer.
- (6) Sub-clauses (2), (3) and (5) shall be exercised subject to
 - (a) A consideration of any representations in writing by the Officer to the Executive submitted no later than three (3) days after notice to the Officer; and
 - (b) Consultation with the Institute.

18. Meetings

- (1) All meetings of the Programme shall be chaired by the President, or if the President is unable or unwilling to chair, the Vice President. If the Vice President is unable or unwilling, the Officers may appoint an Officer as chair of that meeting.
- (2) The chair shall facilitate the meeting and ensure that the agenda is adhered to.
- (3) The Secretary, or another Officer if the Secretary is unavailable, must keep minutes of
 - (a) All meetings of Officers on behalf of the Programme; and

- (b) All proceedings at all meetings of the Programme, including
 - (i) The names of those present;
 - (ii) The decisions taken; and
 - (iii) Where appropriate, the reasons for the decisions taken.
- (4) The quorum for a meeting of the Executive shall be three (3).
- (5) The quorum for a meeting of the Board shall be five (5) or two-thirds of the Board, whichever is greater.
- (6) The quorum for any general meeting of the Programme shall be a third (33%) of all members of the programme or fifteen (15) members who are eligible to vote or one-tenth of the membership, whichever is greater.
- (7) No decision may be made at any meeting of the Programme unless a quorum is present at any time the decision is made.
- (8) If a quorum is not present within half an hour from the time appointed for that meeting, or if during a meeting a quorum ceases to be present, the meeting shall be adjourned and reconvened after no less than seven (7) days notice. If a quorum is not present at the reconvened meeting within fifteen minutes of the time specified, the members present at that time shall constitute the quorum for that meeting unless there are fewer than ten (10) members.
- (9) The minimum period of notice required to hold any general meeting of the Programme is seven (7) days.
- (10) A special general meeting, requested by 10 members, outlined in Clause 7(1) (e), shall be organised within a reasonable time following the request. There shall be no obligation on the Executive to hold any special general meeting on the same issue request within three months of the first meeting.

19. Votes

- (1) Each person entitled to vote in accordance with sub-clause (3) shall have one vote.
- (2) If there is an equality of votes in any meeting, the chair shall have a casting vote in addition to the one he or she already has.
- (3) Only persons who have been members as defined in Clause 6 for at least twenty-one (21) days are eligible to vote.
- (4) All decisions in Executive, Board and general meetings shall be made by no less than a majority vote of those present and voting, except in exceptional circumstances as stated in this Constitution where the required proportion of votes differs.

- (5) Unless it is explicitly stated otherwise, an abstention shall not be counted as part of the total number of votes for the purposes of deciding whether there is the required proportion of votes for a motion to pass.
- (6) If the number of abstentions is equal to or higher than the number of votes, no decision shall be made on this matter.

20. Delegation

- (1) The Officers may delegate any of their powers or functions to a committee of two or more Officers if the delegation and the acts and proceedings are recorded in the minutes.
- (2) The Officers may impose conditions when delegating, including the conditions that
 - (a) The relevant powers are to be exercised exclusively by the committee to whom they delegate; and
 - (b) No expenditure be incurred on behalf of the Programme except in accordance with a previously agreed budget.
- (3) The Officers may revoke or alter any delegation at any time.
- (4) No Officer may transfer his or her right to vote in any meeting of the Programme.

21. Irregularities in Proceedings

- (1) Any decision taken at any Executive or Board meeting shall be valid notwithstanding the participation in any vote of an Officer who was not eligible to vote if
 - (a) The required proportion of votes would have been satisfied without the vote of the Officer; and
 - (b) The required quorum was present without the Officer being counted.
- (2) No decision or act of the Officers shall be invalidated by reason of failure to give notice to any Officer or member, or by reason of any procedural defect in the meeting unless it is shown that the failure or defect has materially prejudiced a member or the interests of the Programme.

22. Notice

- (1) Any notice required by this Constitution to be given must be in writing, not excluding e-mail.

- (2) A member who does not register a valid address with the Programme shall not be entitled to receive any notice from the Programme.
- (3) A member present in person at any meeting of the Programme shall be deemed to have received notice of that meeting.

23. Issues regarding the relationship with the Institute

- (1) The Executive shall meet fortnightly with a representative of the Institute to provide updates and consult about the Programme's activities.
- (2) The Institute can request a meeting with any Officer of the Programme in addition to the regular meeting outlined in sub-clause (1).
- (3) The Executive shall take all reasonable measures to resolve any dispute between itself and the Institute. In the event that dispute cannot be resolved, the Executive shall raise the issue at the next board meeting.
- (4) The Executive shall arrange a Board meeting within a reasonable time in consultation with the institution.
- (5) No more than two representatives of the Institute may attend and make representations to the Board before a vote is cast on the issue.
- (6) The Board shall exhaust all available compromised solutions, in order to reach consensus.
- (7) In the event that no compromise can be made, a decision on the matter will be made by no less than a two-thirds majority vote of Board members present and voting, and excluding the the Institute.
- (8) This clause is subject to compliance with University College London ('UCL') regulations, as stated in Clause 3(1).
- (9) The Programme withholds the right to seek further administrative and academic support from within UCL, as long as this does not prejudice the Programme's relationship with the institute, as outlined in Clause 3.
- (10) The Programme may sever ties with the Institute, by a decision made by no less than a X majority vote of those present and voting in a general meeting, in the event that the Institute cannot provide the necessary academic, administrative or financial support for the fulfilment of the Programmes objectives and activities outlined in Clauses 4 and 5 respectively.
- (11) The proposal of such a vote in a general meeting must be by the Executive by consensus.

24. Funding

- (1) The Programme shall produce an annual prospective budget for agreement with the Institute no later than two weeks after the beginning of each academic year.
- (2) If in agreement, the Institute shall provide a fund to fulfil this budget.
- (3) This clause in no way prevents the Programme from attaining alternate forms of additional funding from third parties, whose objectives are not contrary to the principles and values of the Programme outlined in this Constitution.

25. Rules

- (1) The Officers may from time to time make rules or bye-laws for the conduct of the Programme's activities, if these are recorded in writing, and subject to consultation with the Institute.
- (2) The bye-laws may regulate the following matters but are not restricted to them:
 - (a) The admission of members and affiliates, their entitlements and the membership fee to be paid by members and affiliates.
 - (b) The conduct of members in the course of the Programme's activities.
 - (c) The procedure to be followed at meetings.
 - (d) The keeping and authenticating of records.
- (3) Rules and bye-laws must be passed by consensus of the Executive or by a majority vote of those present and voting in a Board meeting.
- (4) If the proposed rule or bye-law would be inconsistent with a provision of this Constitution, it must be passed by no less than a two-thirds majority vote of those present and voting in a general meeting.
- (5) The Officers must adopt such means as they think sufficient to bring the rules and bye-laws to the notice of the members.
- (6) The rules and bye-laws shall be binding on all members of the Programme.

26. Amendments

- (1) Any amendment to this Constitution may be made by no less than a two-thirds majority vote of those present and voting in a general meeting.
- (2) No decision may be made to alter the Objectives if the change would not be within the reasonable contemplation of the members or of donors to the Programme.

- (3) No decision to amend this Constitution may be made without giving prior written notice to the Institute.
- (4) A copy of the amendment shall be sent to the Institute and all members of the Programme within seven (7) days of it being passed.

27. Dissolution

- (1) If the members decide to dissolve the Programme the Officers will remain in office and be responsible for winding up the affairs of the Programme in accordance with this clause.
- (2) The Officers must collect all the assets of the Programme and must pay or make provision for all the liabilities of the Programme.
- (3) The Officers must apply any remaining property or money
 - (a) Directly for the Objectives;
 - (b) By transfer to any organisation for purposes similar to the Programme;
 - (c) By transfer to the Institute.
- (4) In no circumstances shall the net assets of the Programme be paid to or distributed among the members of the Programme.
- (5) The Officers must notify the Institute promptly that the Programme has been dissolved. If the Officers are obliged to send the Programme's accounts to the Institute for the final accounting period, they must do so.