



## Annual General Meeting 2013

### Welcome

to this, the 25<sup>th</sup> Annual General Meeting of the ACCU. Here follows the agenda, the minutes for last year's AGM, the officers' reports and the accounts.

Welcome .....	1
Agenda .....	2
2012 AGM Minutes.....	3
Officers' Reports.....	6
Current Committee as of April 2013 .....	11
Known Candidates .....	12
The ACCU Constitution (current) .....	13
The ACCU Constitution (with changes for remote voting).....	17
Constitutional Changes Proposal Rationale.....	22
Proposed change of section 5.2.....	28

## Agenda

Agenda of the 25<sup>th</sup> Annual General Meeting of ACCU held on Saturday 13<sup>th</sup> April at the Marriott City Centre Hotel, Bristol

***Apologies for absence***

Robert Pauer, Mick Brooks, Chris O'Dell, Tom Hughes, Mark Radford, Tom Sedge, Matthew Jones

***Minutes of the 24<sup>th</sup> Annual General Meeting (to be circulated)***

***Annual reports of the officers***

***Draft accounts for the year ending 31<sup>st</sup> December 2012***

***Appointment of Auditor***

***Election of Officers and Committee***

***Constitutional Changes to Allow Remote Voting***

Proposed by Giovanni Asproni, seconded by Mick Brooks

***Constitutional Changes for Elected Officers***

Proposed by Roger Orr, seconded by Ewan Milne

***Other motions for which notice has been given***

(No other motions.)

***Any other Annual General Meeting Business***

(To be notified to the Chair prior to the commencement of the Meeting.)

## 2012 AGM Minutes

**Minutes of the 24th Annual General Meeting of ACCU held on Saturday 28th April at the Barceló Oxford Hotel, Oxford.**

The meeting commenced at 13:05 with Hubert Matthews in the chair and Roger Orr taking minutes. Approximately 70 members were present.

**1) Apologies for absence**

None recorded

**2) Minutes of the 23<sup>rd</sup> Annual General Meeting**

The minutes, which were handed out at the meeting, were accepted without amendment.

Proposed: Alan Griffiths

Seconded: Dietmar Kühl

Approved with 2 abstentions.

**3) Matters Arising**

There were no matters arising.

**4) Annual reports of the officers (As printed in the AGM pack)**

Hubert highlighted that the organisation is now in the black. He raised spreading out the workload as one of our main challenges going forward since everyone seems to be busy.

(There was a request for clarification over paragraph 3 in the Chair's report, para 3, and Roger Orr confirmed that the location of ISO standards meeting in 2013 was not yet fixed as Bristol)

**5) Draft accounts for the year ending 31<sup>st</sup> December 2011**

Hubert introduced the draft accounts on the last two pages of the AGM pack, noting that we have not had a full year of the new membership rate. He also drew our attention to the separating out of the sales. The cost of sales has gone down because ACCU has changed providers. He has also negotiated a profit share with AYA from the conference. The accounts are still draft as they do not currently separate out the ISDF and hardship funding –this will change before finalisation.

Bank interest is so low because it is very hard to find high interest accounts for clubs and societies. Francis Glassborow commented that we live in changing times, so for instance the drop in advertising may well continue. We should be investigating alternatives as print media no longer attracts much advertising. Seb Rose (Advertising) reported advertisers are less inclined to take the high cost full page adverts in the magazines. Hubert reported that we have been looking at the costs and the printing (but not postage) costs do not significantly reduce until we get down below a print run of 500. ACCU might consider giving it away electronically, but it is unclear what the benefit of membership would then be. If we were to print via Amazon we would need to analyse the costs of, for instance, the extra editing required. Francis pointed out that nearly half our organisation is not based in England and asked if we could consider electronic committee meetings. Hubert replied that we were looking at some of these items, and for example are looking at how to enable electronic nomination for candidates. Jason and others raised questions about the technical issues of electronic attendance.

**6) Appointment of Auditor**

Frances Buontempo had completed her two-year term, and was standing down; Brian Scattergood had completed his first year. Chris Oldwood was nominated as the replacement auditor.

Proposed: Jason McGuinness

Seconded: Steve Love

Approved *nem con*.

**7) Election of Officers and Committee**

There were the same number of people standing as there were places to fill, so all the renewing officers and non-executive committee members were approved on block.

Proposed: Alan Bellingham

Seconded: Francis Glassborow

Approved with 1 abstention.

The new Secretary was approved with 2 abstentions and the new Chairman was approved with 10 abstentions

Officers as constitutionally listed	Proposed	Seconded
<b>Alan Griffiths</b> <i>Chair</i>	Allan Kelly	Paul Grenyer
<b>Giovanni Asproni</b> <i>Secretary</i>	Ewan Milne	Seb Rose
<b>Robert Pauer</b> <i>Treasurer</i>	Roger Orr	Hubert Matthews
<b>Mick Brooks</b> <i>Membership Secretary</i>	Tom Hughes	Nigel Lester
<b>Roger Orr</b> <i>Publications Officer</i>	Ric Parkin	Steve Love
Other Named Posts		
<b>Asti Byro</b> <i>Publicity</i>	Jim Hague	Richard Harris
<b>Seb Rose</b> <i>Advertising</i>	Guy Bolton King	Ewan Milne
Non-Executive Members		
<b>Tom Sedge</b>	Mick Brooks	Andrew Marlow
<b>Paul Grenyer</b>	Tom Sedge	Andrew Marlow
<b>Tom Hughes</b>	Matthew Jones	Tom Sedge
<b>Matthew Jones</b>	Giovanni Asproni	Roger Orr
<b>Stewart Brodie</b>	Alan Bellingham	Robert Pauer
<b>Dirk Haun</b>	Roger Orr	Jim Hague

- 8) **Extending concessions on membership**  
 (This followed from a request raised during item 10 at the 2011 AGM)  
 Proposed by Roger Orr, Seconded by Hubert Matthews

a) Section 4.1

Adding “unemployment or retirement” to the current wording as shown:

“Individuals providing proof of full-time education, unemployment or retirement are eligible for a discount on membership fees.”

Approved with 1 abstention.

- 9) **A proposal for Proxy Voting**  
 Proposed by Burkhard Kloss, seconded by Roger Orr

Add to the constitution:

**10.2** Amendments and additions to the ACCU constitution will be notified to the secretary no later than 42 days before the General Meeting for which they are proposed.

**10.3** Amendments and additions will be notified to members by the secretary no later than 28 days before the General Meeting for which they are proposed.

**10.4** No changes to constitutional amendments and additions will be allowed after the notice to members has been issued

**10.5** Votes may be cast by members present, plus

**10.5.1** Members who have pre-registered a vote with the secretary before hand

**10.5.2** Proxy voters nominated by members and registered with the Secretary before the start of the meeting

Francis Glassborow was concerned by 10.4 – this would prevent people from questioning the proposal. Ewan Milne said it would be good practice to make the proposed wording public before the official notice to members. Alan Kelly suggested an informal cut-off of 100 days in advance during which draft wording could be circulated. There was some discussion about how this new mechanism fits in with the calling notice. Alan Griffiths said he would not like large scale changes to go to next year's AGM without a change such as this being made this year. Mark Easterbrook proposed we move to a vote.

The motion was carried with all in favour except for 4 voting against and 12 abstentions.

**10) (Deferred) The position of the conference chair as an elected officer of the society**

At last year's AGM we deferred a proposal about the position of the conference chair relative to the executive officers of the society. After discussion between Hubert Matthews (as Chair) and Russel Winder, Richard Harris and Alan Lenton it was felt best to defer this for a further year to give time for discussion in CVU and in the newly-formed members-only mail group.

**11) ACCU conference 2013**

There were two matters of interest to members for next year's conference:

- Firstly, we are actively investigating moving the location to Bristol as we have outgrown this venue. The decision must be taken by the end of May and we will inform the membership once it is taken. The first committee meeting will be at the proposed venue and a decision would be taken shortly after that meeting.
- Secondly, the UK is hosting the Spring 2013 meeting of the ISO C++ committee in the week following the conference and we hope several of the experts will be attending and/or presenting at next year's conference. ACCU is helping to underwrite the cost (using International Standards Development Fund money collected at membership renewal time).

**12) Other motions for which notice has been given**

A vote of thanks to our departing chairman.

Proposed: Roger Orr  
Seconded: Ewan Milne  
Approved by spontaneous acclaim.

**13) Any other Annual General Meeting Business**

(No other business.)

The meeting closed at 13:55

## Officers' Reports

### Chair's Report

I began my term as Chair repeating an old message: "If there is something that you think the ACCU should be doing, then do something about it."

One of the problems facing ACCU over the past year has been to clarify how the organisation operates. I've always thought it simple: the membership gives the committee authority to run the organisation and the committee has corresponding responsibilities to the membership. If anyone wants something to happen they can contact the committee who will usually give delegate to them the necessary authority in return for them taking the responsibility for taking the necessary action.

Over the year the committee has taken steps to make the operation of the organisation more transparent. As part of this minutes of the committee meetings are now published on the accu-members mailing list once they are approved. Also, while committee meetings have always been open to members (subject to prior arrangement with the secretary) they can now be attended remotely.

This past year has seen the departure of a few long serving committee members: Lois Goldthwate has served as "standards officer" since the 1990's, and in view of this the committee considers her worthy of an honorary life membership. Also, Paul Grenyer has passed on the mantel of "Mentored Developers" and Tony Barrett-Powell has stepped down as "website editor".

As of this meeting there are members of the current committee that are stepping down to allow someone fresh to take over. These are: Mick Books (Membership Secretary), Tom Sedge and Stewart Brodie.

There are empty seats on the committee: if there is something you thing the ACCU should be doing, then do something about it.

**Alan Griffiths**

### Treasurer's Report

Our financial position has strengthened during 2012. The expenses of operation have remained broadly similar to the previous year while our income has increased due to two factors: first we have had a full year of subscriptions at the new rates despite the slight drop in membership and second we received a contribution from Archer Yates in respect of our assistance in organising the annual conference.

It is hoped that a similar position will be achieved during 2013.

**Robert Pauer**

### Membership Secretary's Report

This year's membership statistics are shown below. We have around 50 members fewer than this time last year. For some context, here's a graph of Full Individual members over the past 6 years (vertical scale is from 600 to 800 members):



Unfortunately the axes aren't well reproduced here: the vertical scale is from 600 to 800 members. More data are available at <http://sinking.in/accu-member-stats.html>.

It's been a very routine year, and after reflecting on that I've decided to step back and make way for some fresh eyes in the membership secretary role. I'll stay involved with ACCU, not least to support the next membership secretary. Apologies for not being able to be at the AGM this year, but if you email me at [mick.brooks@sinking.in](mailto:mick.brooks@sinking.in) I'll do my best to answer any questions.

(Data correct on 2013-03-29)

**1) Members by Category**

Category	Members	(diff from 2012-04-11)
Individual (Full 639, Basic 48)	687	-46
Concession (Full 18, Basic 4)	22	+1
Corporate Members	25	+3
Honorary	23	0
Gratis	20	-1
<b>Total</b>	<b>777</b>	<b>-44</b>
Complimentary Journals	55	-2

**Activity by Month**

	2013-2012		2011-12		2010-11	
	Renewal	New	Renewal	New	Renewal	New
<b>Apr</b>	23	13	13	5	6	11
<b>May</b>	24	10	22	9	17	7
<b>Jun</b>	17	4	7	7	11	10
<b>Jul</b>	44	6	46	10	63	11
<b>Aug</b>	167	9	189	12	174	9
<b>Sep</b>	45	8	47	7	58	20
<b>Oct</b>	28	24	32	23	30	12
<b>Nov</b>	21	13	24	13	18	18
<b>Dec</b>	23	9	23	18	16	9
<b>Jan</b>	41	42	40	34	39	25

	2013-2012		2011-12		2010-11	
	Renewal	New	Renewal	New	Renewal	New
<b>Feb</b>	52	16	53	24	54	46
<b>Mar</b>	38*	19*	45	25	23	35

**Members by Joining Year**

Year	Mar '13	Apr '12	Diff	Loss (13-12)	Loss (12-11)
1987	10	10	0	0%	0%
1988	2	3	1	33%	0%
1989	6	6	0	0%	25%
1990	12	14	2	14%	13%
1991	12	13	1	8%	0%
1992	14	14	0	0%	0%
1993	13	14	1	7%	0%
1994	19	23	4	17%	0%
1995	19	20	1	5%	9%
1996	8	8	0	0%	0%
1997	13	15	2	13%	6%
1998	16	19	3	16%	10%
1999	31	38	7	18%	12%
2000	38	42	4	10%	5%
2001	30	34	4	12%	0%
2002	22	23	1	4%	8%
2003	22	24	2	8%	11%
2004	4	5	1	20%	44%
2005	13	14	1	7%	13%
2006	23	24	1	4%	20%
2007	28	38	10	26%	10%
2008	39	48	9	19%	14%
2009	31	36	5	14%	41%
2010	52	81	29	36%	48%
2011	88	168	80	48%	-
2012	137	87*	-	-	-
2013	76*	-	-	-	-

**UK Members By Postcode (519 total (-39))**

OX 48 PO 10 LE 6 W1 5 AL 2 LU 2 W9 2 E2 1 M4 1 S6 1  
 CB 35 TN 10 NG 6 BN 4 B4 2 M1 2 WR 2 G4 1 ME 1 TQ 1  
 RG 26 MK 9 PE 6 SA 4 BB 2 N6 2 WV 2 G5 1 N2 1 UB 1  
 GU 18 BA 8 TW 6 SG 4 CV 2 PR 2 B2 1 GY 1 N3 1 W2 1  
 SO 18 GL 8 B1 5 SN 4 DA 2 RM 2 B6 1 HR 1 N7 1 W5 1

**BS 15 KT 8 BR 5 WA 4 DN 2 SM 2 BT 1 HU 1 NE 1 W7 1**  
**SW 15 BH 7 CM 5 CR 3 E8 2 SP 2 CA 1 IG 1 NN 1**  
**SE 13 SL 7 EC 4 IP 3 EN 2 ST 2 CO 1 KA 1 NP 1**  
**RH 11 WC 7 HA 5 IV 3 EX 2 TA 2 CW 1 L2 1 OL 1**  
**E1 10 CF 6 NR 5 LS 3 HD 2 TR 2 DE 1 LA 1 PA 1**  
**HP 10 DT 5 NW 5 TS 3 KY 2 W3 2 DH 1 LN 1 PL 1**  
**N1 10 EH 6 SK 5 YO 3 L3 2 W4 2 DY 1 M2 1 S3 1**

**Overseas Members By Countries (313 total (-6), 41 countries)**

USA	73	Spain	5	Portugal	1
Germany	44	New Zealand	4	Czech Republic	1
Sweden	28	Hungary	4	Malaysia	1
Switzerland	22	Romania	4	Philippines	1
Norway	17	Finland	4	San Marino	1
The Netherlands	13	Brazil	3	South Africa	1
Australia	11	Ireland	3	Slovenia	1
Denmark	10	Hong Kong	3	Saudi Arabia	1
Canada	8	Russian Federation	2	Lithuania	1
France	8	Turkey	2	China	1
Poland	7	Bulgaria	2	Cuba	1
Belgium	7	Singapore	2	Greece	1
Austria	6	Italy	2	Estonia	1
India	5	Japan	1		

**Country of New Members (for 2012)**

United Kingdom	75	Norway	3	Finland	1
USA	19	Bulgaria	2	France	1
Germany	8	Canada	2	Greece	1
Poland	5	Australia	1	India	1
Sweden	5	Austria	1	Malaysia	1
Denmark	4	Belgium	1	Spain	1
Switzerland	4	Brazil	1	Turkey	1

**Mick Brooks**

## Advertising Report

Advertising is a small but useful source of income for us. Our magazine distribution provides an outlet for specialist software suppliers and those who might wish to recruit expert programmers. However selling this service remains difficult. If anyone has ideas on how we might expand this area please contact me at [ads@accu.org](mailto:ads@accu.org)

**Seb Rose**

## Publicity Report

Fundraising for Bletchley Park Trust and The National Museum of Computing has continued with quite a bit of press - most notably in Slashdot and Computer Weekly. Whether this has resulted in an upsurge in membership or traffic to the ACCU website is unknown.

This year I plan to continue with the fundraising for charity and as part of this have embarked on a speaking spree at conferences. I have also taken on the job of coordinating the ACCU Book Reviews as I believe that fundamentally the website is our showcase and we need to generate content in order to generate traffic and awareness of ACCU.

***Astrid Byro***

## Publications Officer's report

This year has seen one big change in the ACCU magazines: our distributors. We have for some years been well served by Able Types who were a social enterprise that aimed to provide opportunities for Oxfordshire residents who, although keen to work, experienced barriers in the job market. Sadly the changing role of print media means that this organisation is no longer viable and they cease trading in May. We have been in discussion with our printers, Parchment, who have given us a competitive quote for taking over the distribution of the magazines. We have accepted this in time for the April print run of Overload. Apart from this I've been leaving the magazines in the capable editorial hands of Steve Love and Frances Buontempo and the careful production editing of Alison Peck. All we need is for you, the members, to put metaphorical pen to paper and produce articles for us to publish. We have welcomed a few new names this year as well as articles from our regulars.

***Roger Orr***

## Current Committee as of April 2013

The committee prior to the AGM is as follows:

### Officers as constitutionally listed

**Alan Griffiths** *Chair*

**Giovanni Asproni** *Secretary*

**Robert Pauer** *Treasurer*

**Mick Brooks** *Membership Secretary*

**Roger Orr** *Publications Officer*

### Other Named Posts

**Asti Byro** *Publicity*

**Seb Rose** *Advertising*

### Non-Executive Members

**Tom Sedge**

**Paul Grenyer**

**Tom Hughes**

**Matthew Jones**

**Stewart Brodie**

**Dirk Haun**

### Coopted Members

**Mark Radford** (International Standards Officer)

**Ali Cehreli** (USA Agent)

**Silas Brown** (Disabilities)

**Chris O'Dell** (Mentored Developers)

**Andrew Marlow**

## Known Candidates

The following are the candidates who have been nominated before the meeting, or who have expressed a willingness to stand. In addition, candidates may be proposed at the meeting itself. Where a proposer or a seconder has already come forward, their name is also listed.

Officers as constitutionally listed	Proposed	Seconded
-------------------------------------	----------	----------

<b>Alan Griffiths</b> <i>Chair</i>	Jonathan Wakely	Alan Stokes
------------------------------------	-----------------	-------------

<b>Giovanni Asproni</b> <i>Secretary</i>	Jonathan Wakely	Balog Pal
--	-----------------	-----------

<b>Craig Henderson</b> <i>Membership Secretary</i>	Alistair McDonald	Ian Guest
--	-------------------	-----------

<b>Robert Pauer</b> <i>Treasurer</i>	Roger Orr	Allan Kelly
--------------------------------------	-----------	-------------

<b>Roger Orr</b> <i>Publications Officer</i>	Sam Saariste	Martin Moene
--	--------------	--------------

Other Named Posts		
-------------------	--	--

<b>Asti Byro</b> <i>Publicity</i>	Jonathan Wakely	Jez Higgins
-----------------------------------	-----------------	-------------

<b>Seb Rose</b> <i>Advertising</i>	Jonathan Wakely	Ian Wakeling
------------------------------------	-----------------	--------------

Non-Executive Members		
-----------------------	--	--

<b>Tom Hughes</b>	Alan Bellingham	Paul Johnson
-------------------	-----------------	--------------

<b>Matthew Jones</b>	Robert Pauer	Arjan van Leeuwen
----------------------	--------------	-------------------

<b>Dirk Haun</b>	Ewan Milne	Matthew Jones
------------------	------------	---------------

## **The ACCU Constitution (current)**

### **1 Title**

#### **1.1**

The name of the Association shall be the ACCU.

### **2 Aims and objects**

#### **2.1**

The aims of the Association shall be to promote interest in software development by means of a regular newsletter, the maintenance of such electronic resources (e.g. Internet Point of Presence and WorldWideWeb pages) as are deemed appropriate by the Committee, and such other activities as the Committee may, from time to time, deem suitable.

### **3 Affiliation**

#### **3.1**

The Association may be affiliated to other clubs or associations of similar aims, and may accept affiliation from such bodies.

### **4 Membership**

#### **4.1**

There shall be two classes of membership of the Association. These shall be Individual and Corporate. Individuals may hold Individual membership. Companies and Institutes may hold Corporate membership. Individuals providing proof of full-time education, unemployment or retirement are eligible for a discount on membership fees.

#### **4.2**

The Committee may withhold membership from any individual or body without giving reasons, but the individual or body may put their case to the next General Meeting of the Association, which may over-rule the Committee's decision. Similarly, the Committee may terminate in writing the membership of any member or body whose conduct they consider to be detrimental to the interests of the Association, subject to appeal to a General Meeting of the Association.

#### **4.3**

Members or Bodies may terminate their membership at any time by written notification to the Membership Secretary.

#### **4.4**

Individuals may be granted Honorary Individual Membership for outstanding service to the Association or the software development community at large. Nominations for Honorary Membership should be made in writing to the Secretary; and should state the case for eligibility. The Committee shall decide the suitability of the nominee. Honorary Members shall not be required to pay a subscription, but may be subject to fees for the use of Association facilities where appropriate. All other rights and privileges are as those for Individual Members.

### **5 Committee and Officers**

#### **5.1**

The day to day business of the Association shall be managed by a Committee, subject to the final authority of a General Meeting of the Association. The Committee shall be empowered to act without reference to a General Meeting, providing that such action is within these Rules and that there is no motion on that action pending for discussion at a General Meeting.

#### **5.2**

The Committee shall consist of the following: Officers: Chair, Secretary, Treasurer, Membership Secretary, Electronic Communications Officer, Publications Officer, and Public Relations Officer. Non-executive Committee Members: A maximum of five members, plus one member for every five hundred Individual Members registered with the Association on the date of the Annual General Meeting.

#### **5.3**

The committee shall be elected according to the following rules:

##### **5.3.1**

Elections to appoint all committee members will be held once per year at the Annual General Meeting.

##### **5.3.2**

Members of the Committee shall hold office from the date of appointment until the next Annual General Meeting, and shall be eligible for re-election.

**5.3.3**

Any member of the association can stand as a candidate for election to any role on the committee. Any such member shall notify the Secretary in writing (letter or email), including names of a nominating member and a seconder, at least 60 days prior to the election date. The same person cannot stand for more than one role in the same election.

**5.3.4**

Members of the committee will be chosen by simple majority of votes, cast as described in "Section 8 - Voting Procedure".

**5.3.5**

All members will be notified about lists of candidates by the secretary no later than 28 days before the General Meeting for which they are proposed.

**5.4.1**

Should any member of the Committee resign or cease to act during the life of the Committee, or a vacancy otherwise arise, the Committee shall have the power to co-opt a member of the Association to fill the vacancy.

**5.4.2**

The Committee shall have the power to co-opt any member of the Association for a particular service. Co-optees shall have voting rights on matters pertaining to the service for which they were co-opted.

**5.5**

The Committee shall have the power to fix the rules under which it transacts its business, save the following:

**5.5.1**

A quorum shall consist of one-third of the currently serving members of the Committee, at least one of whom must be an Officer.

**5.5.2**

Committee meetings are held at the Chair's discretion, except that a meeting must be held if requested by two or more members of the Committee.

**5.5.3**

Any resolution passed by a majority of the members present and voting at a meeting of the Committee shall be the decision of the Committee. In the event of the voting being tied, the presiding member shall have an additional or casting vote.

**5.6**

The functions of the Officers are as follows:

**5.6.1**

The Chair shall preside over meetings of the Association and its Committee, and shall be responsible to the Members for the conduct of the Association.

**5.6.2**

The Secretary shall cause adequate records to be kept of the proceedings of the Committee and General Meetings of the Association. This Officer shall also be responsible for the notification of Meetings and circulation of relevant documents. In the absence of the Chair, the Secretary may deputise.

**5.6.3**

The Treasurer shall take charge of the funds and all receipts of the Association and shall pay all demands under the authority of the Committee. He shall render full and complete accounts at each audit, and whenever required to do so by resolution of the Committee or General Meeting. He shall also be responsible for the maintenance of records of plant and equipment belonging to the Association.

**5.6.4**

The Membership Secretary shall be responsible for maintaining a current list of the membership of the Association.

**6 Subscriptions**

**6.1**

The Association's year of accounts shall end on 31st December. The Association shall have a rolling membership year.

**6.2**

All Individual and Corporate Members, with the exception of those granted Honorary status under clause 4.4, shall pay an annual subscription at a rate to be fixed by the Committee of the Association. A person applying for membership shall become a member from the date their application is received by the membership secretary. Their renewal date shall be based on their application date, adjusted by the membership secretary to a suitable end of month date, within one month of their application date.

**6.3**

Existing members shall be allowed a period of grace of four weeks following the end of their membership year, during which they may retain their membership pending renewal. Members may renew after this time

but will not be entitled to any missed journals that may have been produced by the association. If a member fails to renew with two months of the end of their membership year, their membership is deemed to have been cancelled.

#### **6.4**

The Committee shall have the power to set charges on the provision of special facilities and events for those participating and/or benefiting.

### **7 General Meetings**

#### **7.1**

The Annual General Meeting of the Association shall be held each year within eight months of the start of the year of accounts.

#### **7.2**

Special General Meetings of the Association shall be held at the discretion of the Committee or whenever 25 or more members individually demand so in writing.

#### **7.3**

Notice of the Annual General Meeting shall be communicated to the Membership at least 42 days before the Meeting, but accidental failure to give all or some of the members due notice shall not automatically invalidate the proceedings.

#### **7.4**

Notice of a Special General Meeting, stating the business for which it is called, shall be communicated to the Membership at least 14 days before the Meeting, but accidental failure to give all or some of the members due notice shall not automatically invalidate the proceedings.

#### **7.5**

Notices of Motion, duly proposed and seconded, must be lodged with the Secretary at least 60 days prior to the General Meeting.

#### **7.6**

All members will be notified about the list of motions no later than 28 days before the General Meeting for which they are proposed.

#### **7.7**

No changes to motions will be allowed after the notice to members has been issued.

#### **7.8**

Voting on the Motions will proceed as described in "Section 8 – Voting Procedure". Those motions to which "Section 11 (nee 10) – Amendment of the Constitution" do not apply will be approved by a simple majority of votes.

#### **7.9**

The Honorary Auditor shall be appointed by the Annual General Meeting.

### **8 Voting Procedures**

#### **8.1**

Each individual member shall have the right to one vote. Voting by Corporate bodies is limited to a maximum of four individuals from that body. The identities of Corporate voting (and non-voting?) individuals must be made known to the Chair (14 days?) before the vote. All individuals present under a Corporate Membership have speaking rights.

#### **8.2**

Votes may be cast either in person, or by any of the following proxy means:

##### **8.2.1**

By pre-registering a vote in writing with the Secretary.

##### **8.2.2**

By pre-registering a proxy voter in writing with the Secretary. The proxy voter will cast the vote in person on their behalf.

##### **8.2.3**

By any other means, electronic (e.g. via a website) or non-electronic (e.g. by post) that the committee make available for this purpose.

#### **8.3**

The presiding member shall have a casting vote for use in the event of a tied decision.

#### **8.4**

At General Meetings, a quorum shall consist of 10 voting members.

### **9 Special Interest Groups**

#### **9.1**

The Association Committee shall be empowered to form Special Interest Groups for the purpose of enhancing the aims of the Association. Membership of a Special Interest Group shall be open to any

Member of the Association on payment of any fees which may be set by the Association Committee under Rule 6.6.

**9.2**

The Special Interest Group shall be operated by one or more organisers co-opted by the Association Committee for the purpose under Rule 5.4.2. The names of all Special Interest Group organisers shall be presented to the Annual General Meeting for approval before co-option for the following year.

**9.3**

The organiser(s) shall be responsible to the Association Committee for the day to day operations of the Special Interest Group. The organiser(s) may obtain assistance from SIG participants, but these assistants shall not have co-opted status on the Association Committee and the SIG organiser(s) will be responsible for their activities. The collection of fees and the maintenance of membership records remain the province of the Treasurer and Membership Secretary of the Association.

**9.4**

The Association Committee shall have the right to terminate the activities of a Special Interest Group, subject to an appeal to a General Meeting of the Association as detailed under section 7.

**10 Interpretation**

**10.1**

In these rules (unless such extensions are inconsistent with the context) the word 'Association' shall mean the organisation identified in Rule 1.1. 'Member' and 'Individual Member' shall mean an ordinary member of the Association. 'Body' shall refer to Companies or Institutions holding Corporate membership of the Association. 'Committee' shall mean the Committee of the Association. No presumption of gender is intended.

**10.2**

In any case of doubt as to the meaning of a rule or its applicability to a particular matter, the Committee shall have the power to decide the issue, subject to the approval of the next Annual General Meeting.

**11 Amendment of the Constitution**

**11.1**

This Constitution can only be amended or added to by a resolution of a General Meeting, where two thirds of votes are in favour. Votes are cast as described in "Section 8 – Voting Procedures".

**11.2**

Amendments and additions to the ACCU constitution will be notified to the Secretary no later than 60 days before the General Meeting for which they are proposed.

**11.3**

Amendments and additions will be notified to members by the secretary no later than 28 days before the General Meeting for which they are proposed.

**11.4**

No changes to constitutional amendments and additions will be allowed after the notice to members has been issued.

**12 Surrender of books and papers**

**12.1**

Any member or ex-member who has the custody of any software, books, documents, records, property or monies belonging to the Association shall on request from the Committee or General Meeting surrender them to the Association.

**13 Dissolution of the Association**

**13.1**

28 days notice of any proposal to dissolve the Association shall be given in writing to all the members of the Association and the proposal shall be considered at a General Meeting (which may be called specially under 7.2 above). To be effective, a formal resolution to dissolve the Association must be carried by a vote of at least two thirds of those members present and eligible to vote.

**13.2**

Upon the dissolution of the Association, the property of the Association shall be disposed of at open auction and the proceeds, together with any pecuniary assets of the Association, shall be used to pay off all debts owed by the Association, and the balance shall be donated to a charity nominated at the closing General Meeting.

Revised: 21-03-1991, 21-03-1992, 27-02-1993, 19-03-1994, 01-03-1997, 25-03-2000, 05-04-2003, 17-04-2004, 23-04-2005, 22-04-2006, 16-04-2011, 28-04-2012

## **The ACCU Constitution (with changes for remote voting)**

### **1 Title**

#### **1.1**

The name of the Association shall be the ACCU.

### **2 Aims and objects**

#### **2.1**

The aims of the Association shall be to promote interest in software development by means of a regular newsletter, the maintenance of such electronic resources (e.g. Internet Point of Presence and WorldWideWeb pages) as are deemed appropriate by the Committee, and such other activities as the Committee may, from time to time, deem suitable.

### **3 Affiliation**

#### **3.1**

The Association may be affiliated to other clubs or associations of similar aims, and may accept affiliation from such bodies.

### **4 Membership**

#### **4.1**

There shall be two classes of membership of the Association. These shall be Individual and Corporate. Individuals may hold Individual membership. Companies and Institutes may hold Corporate membership. Individuals providing proof of full-time education, unemployment or retirement are eligible for a discount on membership fees.

#### **4.2**

The Committee may withhold membership from any individual or body without giving reasons, but the individual or body may put their case to the next General Meeting of the Association, which may over-rule the Committee's decision. Similarly, the Committee may terminate in writing the membership of any member or body whose conduct they consider to be detrimental to the interests of the Association, subject to appeal to a General Meeting of the Association.

#### **4.3**

Members or Bodies may terminate their membership at any time by written notification to the Membership Secretary.

#### **4.4**

Individuals may be granted Honorary Individual Membership for outstanding service to the Association or the software development community at large. Nominations for Honorary Membership should be made in writing to the Secretary; and should state the case for eligibility. The Committee shall decide the suitability of the nominee. Honorary Members shall not be required to pay a subscription, but may be subject to fees for the use of Association facilities where appropriate. All other rights and privileges are as those for Individual Members.

### **5 Committee and Officers**

#### **5.1**

The day to day business of the Association shall be managed by a Committee, subject to the final authority of a General Meeting of the Association. The Committee shall be empowered to act without reference to a General Meeting, providing that such action is within these Rules and that there is no motion on that action pending for discussion at a General Meeting.

#### **5.2**

The Committee shall consist of the following: Officers: Chair, Secretary, Treasurer, Membership Secretary, Electronic Communications Officer, Publications Officer, and Public Relations Officer. Non-executive Committee Members: A maximum of five members, plus one member for every five hundred Individual Members registered with the Association on the date of the Annual General Meeting.

### **5.3**

The committee shall be elected according to the following rules:

#### **5.3.1**

Members of the Committee shall hold office from the date of appointment until the next Annual General Meeting, and shall be eligible for re-election.

#### **5.3.2**

Elections for vacant committee positions will be held at each General Meeting.

#### **5.3.3**

Any member of the Association can stand as a candidate for election to any role on the committee. Any such member shall notify the Secretary in writing (letter or email), including names of a nominating member and a seconder, on or before the **Proposal Deadline** (described in "Section 7 - General Meetings"). The same person cannot stand for more than one role in the same election.

#### **5.3.4**

If no candidate for an officer position is nominated according to the procedure in 5.3.3, nominations for a caretaker to fill the vacancy can be taken from the floor. The duty of a committee with at least one caretaker officer will be to organise a new election for that role. In the meantime, that committee will be limited to ordinary administration of the organisation.

#### **5.3.5**

Members of the committee will be chosen by simple majority of votes, cast as described in "Section 8 - Voting Procedures".

#### **5.3.6**

All members will be notified about lists of candidates by the secretary on or before the **Draft Agenda Deadline** for the General Meeting for which they are proposed.

#### **5.4.1**

Should any member of the Committee resign or cease to act during the life of the Committee, or a vacancy otherwise arise, the Committee shall have the power to co-opt a member of the Association to fill the vacancy.

#### **5.4.2**

The Committee shall have the power to co-opt any member of the Association for a particular service. Co-optees shall have voting rights on matters pertaining to the service for which they were co-opted.

### **5.5**

The Committee shall have the power to fix the rules under which it transacts its business, save the following:

#### **5.5.1**

A quorum shall consist of one-third of the currently serving members of the Committee, at least one of whom must be an Officer.

#### **5.5.2**

Committee meetings are held at the Chair's discretion, except that a meeting must be held if requested by two or more members of the Committee.

#### **5.5.3**

Any resolution passed by a majority of the members present and voting at a meeting of the Committee shall be the decision of the Committee. In the event of the voting being tied, the presiding member shall have an additional or casting vote.

### **5.6**

The functions of the Officers are as follows:

**5.6.1**

The Chair shall preside over meetings of the Association and its Committee, and shall be responsible to the Members for the conduct of the Association.

**5.6.2**

The Secretary shall cause adequate records to be kept of the proceedings of the Committee and General Meetings of the Association. This Officer shall also be responsible for the notification of Meetings and circulation of relevant documents. In the absence of the Chair, the Secretary may deputise.

**5.6.3**

The Treasurer shall take charge of the funds and all receipts of the Association and shall pay all demands under the authority of the Committee. He shall render full and complete accounts at each audit, and whenever required to do so by resolution of the Committee or General Meeting. He shall also be responsible for the maintenance of records of plant and equipment belonging to the Association.

**5.6.4**

The Membership Secretary shall be responsible for maintaining a current list of the membership of the Association.

## **6 Subscriptions**

**6.1**

The Association's year of accounts shall end on 31st December. The Association shall have a rolling membership year.

**6.2**

All Individual and Corporate Members, with the exception of those granted Honorary status under clause 4.4, shall pay an annual subscription at a rate to be fixed by the Committee of the Association. A person applying for membership shall become a member from the date their application is received by the membership secretary. Their renewal date shall be based on their application date, adjusted by the membership secretary to a suitable end of month date, within one month of their application date.

**6.3**

Existing members shall be allowed a period of grace of four weeks following the end of their membership year, during which they may retain their membership pending renewal. Members may renew after this time but will not be entitled to any missed journals that may have been produced by the Association. If a member fails to renew with two months of the end of their membership year, their membership is deemed to have been cancelled.

**6.4**

The Committee shall have the power to set charges on the provision of special facilities and events for those participating and/or benefiting.

## **7 General Meetings**

**7.1**

The Annual General Meeting of the Association shall be held each year within eight months of the start of the year of accounts.

**7.2**

Special General Meetings of the Association shall be held at the discretion of the Committee or whenever 25 or more members individually demand so in writing.

### 7.3

There are several deadline dates associated with a General Meeting. They are defined here, and referred to by name elsewhere in the constitution:

- **Announce Deadline:** 90 days before the GM
- **Proposal Deadline:** 60 days before the GM
- **Draft Agenda Deadline:** 42 days before the GM
- **Agenda Freeze:** 28 days before the GM
- **Voting Opens:** 21 days before the GM

### 7.4

Notice of the Annual General Meeting shall be communicated to the Membership on or before the **Announce Deadline**, but accidental failure to give all or some of the members due notice shall not automatically invalidate the proceedings.

### 7.5

Notice of a Special General Meeting, stating the business for which it is called, shall be communicated to the Membership on or before the **Announce Deadline**, but accidental failure to give all or some of the members due notice shall not automatically invalidate the proceedings.

### 7.6

Notices of Motion, duly proposed and seconded, must be lodged with the Secretary on or before the **Proposal Deadline**. All members will be notified about the draft list of motions on or before the **Draft Agenda Deadline**. Following discussion by the membership the motions can then be altered (or withdrawn) until the **Agenda Freeze** date, after which no further changes will be allowed. The final version of the motions will be notified to members on or before the **Voting Opens** date, at which point the voting period begins.

#### 7.6.1

The committee can, at its sole discretion, accept new motions or modification/withdrawal of those already proposed ones until the voting period begins. No motions can be added or altered after that time with the exception stated at 7.6.2.

#### 7.6.2

Motions that don't affect the running of the organisation can be accepted from the floor at the presiding member's discretion.

### 7.7

Voting on the Motions will proceed as described in "Section 8 – Voting Procedures". Any motion which amends or adds to this constitution will be passed if two thirds of votes are in favour. All other motions will be approved by a simple majority.

### 7.8

At General Meetings, a quorum shall consist of 10 voting members.

### 7.9

The Honorary Auditor shall be appointed by the Annual General Meeting.

## 8 Voting Procedures

### 8.1

Each individual member shall have the right to one vote. Voting by Corporate bodies is limited to a maximum of four individuals from that body. The identities of Corporate voting (and non-voting) individuals must be made known to the Chair before the vote. All individuals present under a Corporate Membership have speaking rights.

### 8.2

Votes may be cast either in person, or by any of the following proxy means:

#### 8.2.1

By pre-registering a vote in writing with the Secretary.

#### 8.2.2

By pre-registering a proxy voter in writing with the Secretary. The proxy voter will cast the vote in person on their behalf.

### **8.2.3**

By any other means that the committee make available for this purpose.

### **8.3**

Some of the voting mechanisms in section 8.2 may need to close before the meeting, to allow sufficient time for the votes to be collated. Deadlines will be chosen by the Committee, and notified to members in the announcement that opens the voting period.

### **8.4**

The presiding member shall have a casting vote for use in the event of a tied decision.

## **9 Special Interest Groups**

### **9.1**

The Association Committee shall be empowered to form Special Interest Groups for the purpose of enhancing the aims of the Association. Membership of a Special Interest Group shall be open to any Member of the Association on payment of any fees which may be set by the Association Committee under Rule 6.6.

### **9.2**

The Special Interest Group shall be operated by one or more organisers co-opted by the Association Committee for the purpose under Rule 5.4.2. The names of all Special Interest Group organisers shall be presented to the Annual General Meeting for approval before co-option for the following year.

### **9.3**

The organiser(s) shall be responsible to the Association Committee for the day to day operations of the Special Interest Group. The organiser(s) may obtain assistance from SIG participants, but these assistants shall not have co-opted status on the Association Committee and the SIG organiser(s) will be responsible for their activities. The collection of fees and the maintenance of membership records remain the province of the Treasurer and Membership Secretary of the Association.

### **9.4**

The Association Committee shall have the right to terminate the activities of a Special Interest Group, subject to an appeal to a General Meeting of the Association as detailed under section 7.

## **10 Interpretation**

### **10.1**

In these rules (unless such extensions are inconsistent with the context) the word 'Association' shall mean the organisation identified in Rule 1.1. 'Member' and 'Individual Member' shall mean an ordinary member of the Association. 'Body' shall refer to Companies or Institutions holding Corporate membership of the Association. 'Committee' shall mean the Committee of the Association. No presumption of gender is intended.

### **10.2**

In any case of doubt as to the meaning of a rule or its applicability to a particular matter, the Committee shall have the power to decide the issue, subject to the approval of the next Annual General Meeting.

## **11 Amendment of the Constitution**

### **11.1**

This Constitution can only be amended or added to by a resolution of a General Meeting, where two thirds of votes are in favour. Votes are cast as described in "Section 8 – Voting Procedures".

## **12 Surrender of books and papers**

### **12.1**

Any member or ex-member who has the custody of any software, books, documents, records, property or monies belonging to the Association shall on request from the Committee or General Meeting surrender them to the Association.

## **13 Dissolution of the Association**

### **13.1**

28 days notice of any proposal to dissolve the Association shall be given in writing to all the members of the Association and the proposal shall be considered at a General Meeting (which may be called specially under 7.2 above). To be effective, a formal resolution to dissolve the Association must be carried by a vote of at least two thirds of those members present and eligible to vote.

### **13.2**

Upon the dissolution of the Association, the property of the Association shall be disposed of at open auction and the proceeds, together with any pecuniary assets of the Association, shall be used to pay off all debts owed by the Association, and the balance shall be donated to a charity nominated at the closing General Meeting.

Revised: 21-03-1991, 21-03-1992, 27-02-1993, 19-03-1994, 01-03-1997, 25-03-2000, 05-04-2003, 17-04-2004, 23-04-2005, 22-04-2006, 16-04-2011, 28-04-2012  
14-04-2013

## **Constitutional Changes Proposal Rationale**

The ACCU is becoming more and more an international organisation, and its constitution needs to change along with the changing needs of the organisation. One of the most important things in any democratic organisation is the ability for its members to express their vote to elect the officers that will take care of the day to day activities on their behalf. The current ACCU constitution negates this ability to a large chunk of the membership. In fact, the only way members currently have to cast their votes for candidates or for motions that may have a big impact on the association, is to attend the Annual General Meeting (AGM) in person. Unfortunately not all members can attend the AGM in person, either because they live too far away from where it is held, or because they simply have other business to attend to on that day, therefore leaving the running of the association to a minority of the membership. The constitutional changes we are proposing aim at fixing that by introducing various means of remote voting. Note that other international associations, e.g., the Association for Computing Machinery and the IEEE Computer Society have allowed remote voting to their members for many years.

### **The proposed changes**

The proposed changes deal only with the following issues

- 14) Nominations for committee posts and election procedure
- 15) Proposals of motions and voting procedures

### **Nominations for committee posts and election procedure**

In order to allow all members to be able to express their vote, the constitutional changes provide some new ways to nominate candidates and to vote for them. The procedure to nominate the candidates is described under the section 5.3, while the voting procedure is described in section 8. The most important changes are:

Nominations from the floor during the AGM will not be possible anymore. They will have to be done in advance in accordance to the timelines described in the new constitution

The voting procedure will allow for remote (electronic) and proxy voting, so that members will be able to express their preferences even if they won't be able to be present at the AGM. The results of the voting will be announced during the AGM.

### **Proposals of motions and voting procedures**

Similarly to the nominations for committee members, motions will have to be proposed in advance according to the rules in sections 7.6 and 7.7, and their voting will happen according to the rules in section 8 (like for the committee members elections).

### **Some consequences**

Of course, the changes described above have some consequences on the running of the AGM

- No more nominations from the floor
- No more motions proposed from the floor
- There are some new deadlines for the various notices to the membership

These consequences are quite big, but the gains are even bigger. Giving every member a chance to have their say on who should run the day to day business of the association and on how they should do that will more than compensate for the consequences above as the membership will have a chance to be more engaged and active.

The next section contains more details about the changes.

### **Details of Proxy Voting Proposal**

The changes to permit proxy voting are described below, and are grouped under 5 headings:

- 1 First we introduce new voting mechanisms.
- 2 Then we introduce a new timeline. It includes a consultation period where all members can discuss proposed motions, whether they attend the AGM or not.
- 3 Then we describe how nominations and elections for committee posts work in the new timeline,
- 4 followed by how proposals and votes for motions work.
- 5 Finally, we remove the special provision for proxy voting on constitutional change motions, as it is now redundant.

As sections of the constitution are added and others are moved the section numbers must change to keep the sequences contiguous. Where changes are described below, the old section numbers are given along with the new section numbers. The places where there's no wording change and only the section numbers are altered are not included here.

### **The new voting procedure**

To allow proxy and remote votes, we add an entirely new section:

#### **{new} 8 Voting Procedures**

##### **{new} 8.1**

Each individual member shall have the right to one vote. Voting by Corporate bodies is limited to a maximum of four individuals from that body. The identities of Corporate voting (and non-voting) individuals must be made known to the Chair before the vote. All individuals present under a Corporate Membership have speaking rights.

##### **{new} 8.2**

Votes may be cast either in person, or by any of the following proxy means:

##### **{new} 8.2.1**

By pre-registering a vote in writing with the Secretary.

##### **{new} 8.2.2**

By pre-registering a proxy voter in writing with the Secretary. The proxy voter will cast the vote in person on their behalf.

**{new} 8.2.3**

By any other means that the committee make available for this purpose.

**{new} 8.3**

Some of the voting mechanisms in section 8.2 may need to close before the meeting, to allow sufficient time for the votes to be collated. Deadlines will be chosen by the Committee, and notified to members in the announcement that opens the voting period.

**{new} 8.4**

The presiding member shall have a casting vote for use in the event of a tied decision. Sections 8.2 and 8.3 are entirely new, but the other sections are pulled together from other sections since they now seem to fit better here. Section 8.1 has been taken largely unchanged from the old Section 7.8 (which will be removed):

**{old} 7.8**

At a General Meeting, each Individual Member present shall have one vote. Voting by Corporate bodies is limited to a maximum of four individuals from that body. The identities of Corporate voting and non-voting individuals must be made known to the Chair before commencing the business of the Meeting. All individuals present under a Corporate Membership have speaking rights.

Section 8.4 is taken from the old Section 7.9 (which will be removed):

**{old} 7.9**

At all General Meetings, the presiding member shall have a casting vote for use in the event of a tied decision.

The old constitution mentioned the same idea in another place, but specifically concerning voting for committee membership in section 7.7:

**{old} 7.7**

In addition to written nominations for a position, nominations may be taken from the floor at the General Meeting. In the event of there being more nominations than there are positions to fill, candidates shall be elected by simple majority of those Members present and voting. The presiding Member shall have a casting vote.

We will see later what happens to the rest of this section, but consider the final sentence absorbed into the new section 8.4.

**A new timeline for consultation**

To support the new voting mechanism and to ensure all members are fairly notified and consulted about motions and election candidates, we introduce a new timeline as a subsection of **General Meetings**:

**{new} 7.3**

There are several deadline dates associated with a General Meeting. They are defined here, and referred to by name elsewhere in the constitution:

- **Announce Deadline:** 90 days before the GM
- **Proposal Deadline:** 60 days before the GM
- **Draft Agenda Deadline:** 42 days before the GM
- **Agenda Freeze:** 28 days before the GM
- **Voting Opens:** 21 days before the GM

Now we must update the rest of the constitution to refer to these dates. There are two sections affected: **Section 5 - Committee and Officers** and **Section 7 - General Meetings**.

**Committee and Officers Section**

This section describes how members are eligible for re-election or are co-opted onto committee. It doesn't say how the election works, and instead leaves that to the **General Meetings** section. While working on these changes we thought it useful to pull the description of the election into this section so that it's all in one place.

As such, section 5.3 changes from:

**{old} 5.3**

Members of the Committee shall hold office from the date of appointment until the next Annual General Meeting, and shall be eligible for re-election.

to

**{new} 5.3**

The committee shall be elected according to the following rules:

**{new} 5.3.1**

Members of the Committee shall hold office from the date of appointment until the next Annual General Meeting, and shall be eligible for re-election.

**{new} 5.3.2**

Elections for vacant committee positions will be held at each General Meeting.

**{new} 5.3.3**

Any member of the Association can stand as a candidate for election to any role on the committee. Any such member shall notify the Secretary in writing (letter or email), including names of a nominating member and a seconder, on or before the **Proposal Deadline** (described in "Section 7 - General Meetings"). The same person cannot stand for more than one role in the same election.

**{new} 5.3.4**

If no candidate for an officer position is nominated according to the procedure in 5.3.3, nominations for a caretaker to fill the vacancy can be taken from the floor. The duty of a committee with at least one caretaker officer will be to organise a new election for that role. In the meantime, that committee will be limited to ordinary administration of the organisation.

**{new} 5.3.5**

Members of the committee will be chosen by simple majority of votes, cast as described in "Section 8 - Voting Procedures".

**{new} 5.3.6**

All members will be notified about lists of candidates by the secretary on or before the **Draft Agenda Deadline** for the General Meeting for which they are proposed.

The old wording has become Section 5.3.1. Section 5.3.2 simply makes explicit what was previously implied. Section 5.3.3 replaces the old Section 7.6, which read:

**{old} 7.6**

Nominations for Officers and Committee members, duly proposed, seconded and accepted, shall be lodged with the Secretary at least 14 days prior to the General Meeting. Sections 5.3.4 and 5.3.5 replace the remainder of old Section 7.7, which we saw earlier:

**{old} 7.7**

In addition to written nominations for a position, nominations may be taken from the floor at the General Meeting. In the event of there being more nominations than there are positions to fill, candidates shall be elected by simple majority of those Members present and voting. The presiding Member shall have a casting vote.

The provision for accepting nominations from the floor has been weakened to allow only caretakers to so stand. Otherwise, this section has now been fully accounted for.

Section 5.3.6 ensures that members are notified of the candidate list before the vote begins.

**General Meetings Section**

We now modify the **General Meetings** section to refer to the timeline and voting procedure. Having introduced the timeline and moved some sections elsewhere, several sections are renumbered.

We now have

**{new} 7.4**

Notice of the Annual General Meeting shall be communicated to the Membership on or before the **Announce Deadline**, but accidental failure to give all or some of the members due notice shall not automatically invalidate the proceedings.

**{new} 7.5**

Notice of a Special General Meeting, stating the business for which it is called, shall be communicated to the Membership on or before the **Announce Deadline**, but accidental failure to give all or some of the members due notice shall not automatically invalidate the proceedings.

instead of

**{old} 7.3**

Notice of the Annual General Meeting shall be communicated to the Membership at least 42 days before the Meeting, but accidental failure to give all or some of the members due notice shall not automatically invalidate the proceedings.

**{old} 7.4**

Notice of a Special General Meeting, stating the business for which it is called, shall be communicated to the Membership at least 14 days before the Meeting, but accidental failure to give all or some of the members due notice shall not automatically invalidate the proceedings.

The timeline is explained by the new section

**{new} 7.6**

Notices of Motion, duly proposed and seconded, must be lodged with the Secretary on or before the **Proposal Deadline**. All members will be notified about the draft list of motions on or before the **Draft Agenda Deadline**. Following discussion by the membership the motions can then be altered (or withdrawn) until the **Agenda Freeze** date, after which no further changes will be allowed. The final version of the motions will be notified to members on or before the **Voting Opens** date, at which point the voting period begins.

**{new} 7.6.1**

The committee can, at its sole discretion, accept new motions or modification/withdrawal of those already proposed ones until the voting period begins. No motions can be added or altered after that time with the exception stated at 7.6.2.

**{new} 7.6.2**

Motions that don't affect the running of the organisation can be accepted from the floor at the presiding member's discretion.

which replaces

**{old} 7.5**

Notices of Motion, duly proposed and seconded, must be lodged with the Secretary at least 14 days prior to the General Meeting.

A new section refers to the voting procedure.

**{new} 7.7**

Voting on the Motions will proceed as described in "Section 8 – Voting Procedures". Any motion which amends or adds to this constitution will be passed if two thirds of votes are in favour. All other motions will be approved by a simple majority.

It absorbs the rule about a two thirds majority being required for a constitutional change (taken from section 10.1), while indicating that a simple majority will decide all ordinary motions, making explicit that which was previously implied.

**{old} 10.1**

This Constitution can only be amended or added to by a resolution of a General Meeting, approved by two thirds of those voting.

### **Removing special treatment for constitutional changes**

Last year we added special treatment of constitutional changes, to ensure that everyone was well informed about such motions in advance and to permit proxy voting on them. Now that all motions will get such a treatment much of the wording of the **Amendment of**

**the Constitution** section is redundant, and so we can tidy up.

The entire section was removed, since the proposed changes give the same or longer notice periods and provide voting methods which are a superset of those described here.

#### ***{old}* 10.1**

This Constitution can only be amended or added to by a resolution of a General Meeting, approved by two thirds of those voting.

#### ***{old}* 10.2**

Amendments and additions to the ACCU constitution will be notified to the secretary no later than 42 days before the General Meeting for which they are proposed.

#### ***{old}* 10.3**

Amendments and additions will be notified to members by the secretary no later than 28 days before the General Meeting for which they are proposed.

#### ***{old}* 10.4**

No changes to constitutional amendments and additions will be allowed after the notice to members has been issued

#### ***{old}* 10.5**

Votes may be cast by members present, plus

##### ***{old}* 10.5.1**

Members who have pre-registered a vote with the secretary before hand

##### ***{old}* 10.5.2**

Proxy voters nominated by members and registered with the Secretary before the start of the meeting

## Proposed change of section 5.2

This motion has been proposed by Roger Orr and seconded by Ewan Milne

### Current wording

The Committee shall consist of the following: Officers: Chair, Secretary, Treasurer, Membership Secretary, Electronic Communications Officer, Publications Officer, and Public Relations Officer. Non-executive Committee Members: A maximum of five members, plus one member for every five hundred Individual Members registered with the Association on the date of the Annual General Meeting.

### Proposed new wording (with deletions and insertions highlighted)

The Committee shall consist of the following: Officers: Chair, Secretary, Treasurer, and Membership Secretary, ~~Electronic Communications Officer, Publications Officer, and Public Relations Officer~~. Non-executive Committee Members: A maximum of ~~five~~eight members, plus one member for every five hundred Individual Members registered with the Association on the date of the Annual General Meeting.

CLUB REGISTRATION NUMBER 1101651455

**ACCU**  
**INCOME AND EXPENDITURE**  
**ACCOUNTS**  
**31 DECEMBER 2012**

**Draft Accounts**

**LOWSON WARD**  
Chartered Accountants  
292 Wake Green Road  
Moseley  
Birmingham B13 9QP

**ACCU**  
**INCOME AND EXPENDITURE ACCOUNTS**  
**YEAR ENDED 31 DECEMBER 2012**

---

<b>CONTENTS</b>	<b>PAGE</b>
The report of the management committee	1
Accountants' report to the management committee on the income and expenditure accounts	2
Income and expenditure account	3
Balance sheet	4
Notes to the income and expenditure accounts	5
<b>The following pages do not form part of the Income and expenditure accounts</b>	
Detailed income and expenditure account	8

**ACCU**

**THE REPORT OF THE MANAGEMENT COMMITTEE**

**YEAR ENDED 31 DECEMBER 2012**

---

The Management Committee has pleasure in presenting its report and the Income and expenditure accounts of the club for the year ended 31 December 2012.

**PRINCIPAL ACTIVITIES**

The principal activity of the club during the year was the promotion of professionalism in programming.

Signed by

Mr A Griffiths  
Chairman

Approved by the Management Committee on .....

**ACCU****CHARTERED ACCOUNTANTS' REPORT TO THE MANAGEMENT  
COMMITTEE ON THE UNAUDITED INCOME AND EXPENDITURE  
ACCOUNTS OF ACCU****YEAR ENDED 31 DECEMBER 2012**

---

In accordance with our terms of engagement, and in order to assist you to fulfil your duties under the Industrial and Provident Societies Act 1965 and the Friendly and Industrial and Provident Societies Act 1968, we have compiled the Income and expenditure accounts of the club which comprise the Income and Expenditure Account, Balance Sheet and the related notes from the accounting records and information and explanations you have given to us.

This report is made to the Club's Management Committee, as a body, in accordance with the terms of our engagement. Our work has been undertaken so that we might compile the Income and expenditure accounts that we have been engaged to compile, report to the Club's Management Committee that we have done so, and state those matters that we have agreed to state to him in this report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Club and the Club's Management Committee, as a body, for our work or for this report.

We have carried out this engagement in accordance with technical guidance issued by the Institute of Chartered Accountants in England and Wales and have complied with the ethical guidance laid down by the Institute relating to members undertaking the compilation of Income and expenditure accounts.

You have acknowledged on the balance sheet as at 31 December 2012 your duty to ensure that the club has kept proper accounting records and to prepare Income and expenditure accounts that give a true and fair view under the Industrial and Provident Societies Act 1965 and the Friendly and Industrial and Provident Societies Act 1968. You consider that the club is exempt from the statutory requirement for an audit for the year.

We have not been instructed to carry out an audit of the Income and expenditure accounts. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the Income and expenditure accounts.

292 Wake Green Road  
Moseley  
Birmingham  
B13 9QP

LOWSON WARD  
Chartered Accountants

.....

**ACCU**  
**INCOME AND EXPENDITURE ACCOUNT**  
**YEAR ENDED 31 DECEMBER 2012**

---

	Note	2012 £	2011 £
<b>REVENUE</b>		<b>43,460</b>	37,167
Cost of sales		<b>35,724</b>	34,625
<b>GROSS SURPLUS</b>		<b>7,736</b>	2,542
Administrative expenses		<b>1,462</b>	1,481
<b>OPERATING SURPLUS</b>	<b>2</b>	<b>6,274</b>	1,061
Interest receivable		<b>6</b>	6
<b>SURPLUS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>6,280</b>	1,067
<b>SURPLUS FOR THE FINANCIAL YEAR</b>		<b>6,280</b>	1,067

**ACCU**  
**BALANCE SHEET**  
**31 DECEMBER 2012**

	Note	2012 £	£	2011 £
<b>FIXED ASSETS</b>				
Tangible assets	3		<u>1,247</u>	<u>1,663</u>
<b>CURRENT ASSETS</b>				
Debtors	4	–		470
Cash at bank		<u>33,246</u>		<u>29,205</u>
		<b>33,246</b>		<b>29,675</b>
<b>CREDITORS: Amounts falling due within one year</b>				
	5	<u>2,529</u>		<u>5,654</u>
<b>NET CURRENT ASSETS</b>			<u><b>30,717</b></u>	<u>24,021</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u><b>31,964</b></u>	<u>25,684</u>
<b>CAPITAL AND RESERVES</b>				
Share capital			–	–
Other reserves	6		<b>3,134</b>	1,567
Income and expenditure account	6		<b>28,830</b>	<u>24,117</u>
<b>MEMBERS' FUNDS</b>	<b>6</b>		<u><b>31,964</b></u>	<u>25,684</u>

The member of the Management Committee acknowledges his responsibilities for:

- (i) ensuring that the club keeps proper accounting records which comply with sections 1 and 2 of the Friendly and Industrial and Provident Societies Act 1968 (the Act),
- (ii) establishing and maintaining a satisfactory system of its books of accounts, its cash holdings and all its receipts and remittances in order to comply with sections 1 and 2 of the Act, and
- (iii) preparing Income and expenditure accounts which give a true and fair view of the state of affairs of the club as at the end of the financial year and of its surplus for the financial year in accordance with the requirements of section 3, and which otherwise comply with the requirements of the Act relating to Income and expenditure accounts, so far as applicable to the club.

These Income and expenditure accounts have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

These Income and expenditure accounts were approved by the Management Committee and authorised for issue on the .

Mr A Griffiths  
Chairman

Club Registration Number: 1101651455

**ACCU****NOTES TO THE INCOME AND EXPENDITURE ACCOUNTS****YEAR ENDED 31 DECEMBER 2012****1. ACCOUNTING POLICIES****Basis of accounting**

The Income and expenditure accounts have been prepared under the historical cost convention, modified to include the revaluation of financial instruments, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

**Cash flow statement**

The Management Committee has taken advantage of the exemption in Financial Reporting Standard for Smaller Entities (effective April 2008) from including a Cash flow statement in the Income and expenditure accounts on the grounds that the club is small.

**Turnover**

The revenue shown in the income and expenditure accounts represents income derived primarily from membership subscriptions and advertising income invoiced during the year.

**Fixed assets**

All fixed assets are initially recorded at cost.

**Depreciation**

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Website - 40% p.a. reducing balance method

**Financial instruments**

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

**2. OPERATING SURPLUS**

Operating surplus is stated after charging:

	<b>2012</b>	2011
	£	£
Member's remuneration	—	—
Depreciation of owned fixed assets	<b><u>416</u></b>	<b><u>555</u></b>

## ACCU

### NOTES TO THE INCOME AND EXPENDITURE ACCOUNTS

#### YEAR ENDED 31 DECEMBER 2012

#### 3. TANGIBLE FIXED ASSETS

	Website £
<b>COST</b>	
At 1 January 2012 and 31 December 2012	<u>9,871</u>
<b>DEPRECIATION</b>	
At 1 January 2012	8,208
Charge for the year	<u>416</u>
At 31 December 2012	<u>8,624</u>
<b>NET BOOK VALUE</b>	
At 31 December 2012	<u>1,247</u>
At 31 December 2011	<u>1,663</u>

#### 4. DEBTORS

	2012 £	2011 £
Trade debtors	<u>–</u>	<u>470</u>

#### 5. CREDITORS: Amounts falling due within one year

	2012 £	2011 £
Accruals and deferred income	<u>2,529</u>	<u>5,654</u>

#### 7. RECONCILIATION OF MEMBERS' FUNDS AND MOVEMENT ON RESERVES

	ISDF fund £	Discretionary membership fund £	Income and expenditure account £	Total members' funds £
Balance brought forward	819	748	24,117	25,684
Surplus for the year	–	–	6,280	6,280
Other movements				
Transfers	882	685	–	1,567
Other movements	–	–	(1,567)	(1,567)
Balance carried forward	<u>1,701</u>	<u>1,433</u>	<u>28,830</u>	<u>31,964</u>

**ACCU**  
**MANAGEMENT INFORMATION**  
**YEAR ENDED 31 DECEMBER 2012**

---

**The following pages do not form part of the statutory Income and expenditure accounts which are the subject of the accountants' report on page 2.**

**ACCU****DETAILED INCOME AND EXPENDITURE ACCOUNT****YEAR ENDED 31 DECEMBER 2012**

	Note	2012		2011
		£	£	£
<b>REVENUE</b>				
Membership subscriptions			<b>32,536</b>	31,507
Advertising income			<b>5,893</b>	2,685
Sales			<b>5,031</b>	2,975
			<u><b>43,460</b></u>	<u>37,167</u>
<b>COST OF SALES</b>				
Opening stock and work-in-progress		—		329
Purchases		<b>173</b>		110
Printing		<b>14,443</b>		14,058
Production		<b>8,400</b>		8,400
Postage		<b>12,708</b>		11,728
			<u><b>35,724</b></u>	<u>34,625</u>
<b>GROSS SURPLUS</b>			<u><b>7,736</b></u>	<u>2,542</u>
<b>OVERHEADS</b>				
Office administrative expenses		<b>315</b>		351
Sundry expenses		<b>35</b>		35
Accountancy fees		<b>696</b>		540
Depreciation		<b>416</b>		555
			<u><b>1,462</b></u>	<u>1,481</u>
<b>OPERATING SURPLUS</b>			<u><b>6,274</b></u>	<u>1,061</u>
Bank interest receivable			<b>6</b>	6
<b>SURPLUS ON ORDINARY ACTIVITIES</b>			<u><u><b>6,280</b></u></u>	<u><u>1,067</u></u>