

THE ENERGY INDUSTRIES CLUB CONSTITUTION & RULES

1. ORIGIN AND PURPOSE OF THE CLUB

1.1.1 The Club was founded on 20 October, 1981 following a merger between the Fuel Luncheon Club, founded in 1935, and the Electrical Industries Club, founded in 1954.

1.1.2 Its purpose is to provide regular, social encounters for those who have an interest in the supply, distribution or use of any form of energy or in the provision of equipment and services to the energy sector.

2. ACTIVITIES

2.1.1 A private luncheon shall be held, usually in each of the months from October to May each financial year at a venue to be determined from time to time by the Committee and shall be addressed by a prominent speaker on a topic related to energy.

2.1.2 Prior to each meeting, all Members shall be invited by the Secretary to purchase tickets at a price determined by the Committee from time to time and shall be encouraged to invite as many guests as they wish at a ticket price above the member rate.

3. MEMBERSHIP

3.1.1 Membership is open on a private basis to all individuals with an interest in the Energy Industries. Corporate membership is not available.

3.1.2 Applicants for membership should complete an application form and forward it to the Hon. Secretary together with a cheque for the annual subscription. The initial membership year runs from the date of receipt of the subscription to the following 31 May. Subsequent membership years run from 1 June.

3.1.3 All individuals on the Club's membership list at the end of each membership year shall be deemed to continue as members from 1 June unless they resign in writing. The Hon. Secretary shall issue a Subscription Notice to current members no later than 15 September inviting them to pay their subscription for the current year at the rate set by the Committee. Those members who have not paid their subscriptions by the following 31 December shall be deemed to have resigned and their names shall be removed from the membership list together with the names of those who have resigned in writing.

3.1.4 The Committee may award Honorary Membership of the Club to any individual whom it considers to have made an outstanding contribution either to the Club or to the Energy Industries. However, Honorary Membership is normally reserved for those Past Presidents who remained active in the conduct of the Club's affairs beyond the term of their Presidency.

4. MANAGEMENT

4.1.1 The management of the Club shall be vested in a Committee consisting of the President, Past Presidents, Vice Presidents, the Honorary Secretary, an Ex Officio Member and up to but not exceeding 12 ordinary members. A valid quorum shall be four members and the President shall take the chair or, in the absence of the President, a Vice-President. In the absence of both the President and a Vice President, the members present at the meeting shall elect a chairman from their number.

4.1.2 The Committee shall have the power to determine the level of the annual subscription, the cost of luncheon tickets, the venue for the luncheons and all other matters pertaining to the conduct and welfare of the Club.

4.1.3 Meetings of the Committee shall be held in January and July each year and at such other times as required by the President or at a written request signed by at least four Committee members; such a request shall be addressed to all Committee members and must state the reason for calling the meeting.

4.1.4 Minutes of all Committee meetings shall be taken by the Hon. Secretary or by a member appointed for the purpose, shall be signed by the President at the following Committee meeting and shall be kept in a special Minute Book.

5. EX OFFICIO MEMBER

In order to reflect the fact that the Club uses as its Crest that of the Institute of Energy which played a key role in founding the Club, the incumbent Chief Executive of the Institute of Energy, or its successor body, shall be appointed ex officio as a Committee member.

6. APPOINTMENT OF ORDINARY COMMITTEE MEMBERS

6.1.1 Up to twelve ordinary Committee members shall be appointed by the Committee from among the Club's membership as vacancies arise; candidates may be proposed by any Club member by notifying the President or the Secretary.

6.1.2 The Committee, taking account of the number of active Past Presidents on the Committee, will annually determine the number of ordinary members of the Committee, up to a total of twelve, that are required to complete the Committee and will call for nominations, if required, for confirmation at the Club's AGM. Ordinary Committee members may resign at any time but are eligible to serve a term of six years from the time of their appointment. After this time, they may be re-appointed by the Committee; such appointments must then be confirmed at the following AGM.

7. OFFICERS

7.1.1 The Officers of the Club shall be the President, Past Presidents, Vice President(s) and the Honorary Secretary.

8. PRESIDENT

8.1.1 The President shall be nominated by the Committee for a term of two years, such nomination to be ratified by and to take effect from an Annual General Meeting of the Club.

8.1.2 The President shall accept primary responsibility for the preparation of a programme of luncheons and speakers, shall preside over such luncheons and shall work closely with the Hon. Secretary and other Committee members in the management and promotion of the Club.

8.1.3 Candidates may be nominated by any Committee member but it is customary for the President to nominate a successor after taking soundings from among the other Committee members. The appointment of the new President shall be subject to a vote by Committee members, the vote being by simple majority but, in the case of a tie, the President shall have a single, casting vote. Where more than one candidate is put forward for the Presidency, a ballot shall be held among Committee members present at the meeting; candidates, if

members of the Committee and if present, may vote and the President shall have a casting vote in the event of a tie.

8.1.4 Following completion of his or her term of office, the President shall become a Past President.

9. PAST PRESIDENTS

9.1.1 Past Presidents shall be appointed members of the Club's Committee and shall remain so for life or until resignation.

10. VICE PRESIDENTS

10.1.1 Up to two Vice Presidents may be appointed by the Committee and their appointment shall be ratified by the next Annual General Meeting of the Club. The period of office may not continue beyond the AGM which occurs five years after the AGM at which their appointment was ratified.

10.1.2 One of the Vice Presidents should normally be named by the President as a preferred successor.

11. HONORARY SECRETARY

11.1.1 The Honorary Secretary shall be appointed by the Committee from among the Club's members and shall hold office for an initial period of three years or until he or she resigns. The Committee may at their discretion request him or her to serve for subsequent three year terms. The Secretary shall receive an annual honorarium for discharging his or her duties, the amount of which shall be determined from time to time by the Committee, and he or she shall not be required to pay for attendance at the Club's luncheons.

11.1.2 The Secretary's role includes the issue of the agenda and papers prior to meetings of the Club's Committee and its Annual General Meeting or any Extraordinary General Meeting, taking of minutes at such meetings, the issue of annual subscription renewal notices, the issue of invitations to members to attend luncheons, organising the catering at such luncheons, arranging the printing of circulars, tickets and other materials, the maintenance of accounting records, holding and selling the stock of Club ties, the safe keeping of Club property and such other matters as may be required in the efficient running of the Club.

12. ACCOUNTS

12.1.1 The Club's Accounting Year shall run from 1 June to 31 May.

12.1.2 The Hon. Secretary shall draw up an annual budget for approval by the July meeting of the Committee and shall maintain records of actual income and expenditure compared with the budget.

12.1.3 The Hon. Secretary shall hold a cheque book issued by the Club's Bankers and shall maintain records of all income and expenditure. Until determined otherwise by the Committee, cheques for amounts up to and including £300 may be signed by the Hon. Secretary alone. Other cheques must be signed by two of up to six signatories duly authorised by the Committee and notified to the Bank.

12.1.4 An honorary auditor shall be appointed by the President, preferably from among colleagues in his or her employing organisation but, if that is not possible, then from another

suitable source. The honorary auditor should hold a recognised accounting qualification but does not have to be a member of the Club.

12.1.5 The honorary auditor shall examine the accounting records maintained by the Secretary and shall draw up an Income Statement and Balance Sheet for the full Accounting Year, presenting them to the July meeting of the Committee together with any observations he or she may wish to make on the Club's financial state of health. The Annual Accounts shall be presented for approval to the Club's Annual General Meeting.

13. ANNUAL GENERAL MEETING

13.1.1 An ordinary Annual General Meeting (AGM) shall be held in October each year prior to a luncheon. The AGM shall be asked to approve the Club's annual accounts, any proposed changes in the rules or constitution and the appointment of any new President or Vice-President. Notice of such meeting together with appropriate papers shall be given to all Club members at least fourteen days prior to its being held.

13.1.2 An Extraordinary General Meeting may be called at 21 days' written notice at the request of the Committee or similarly by a written notice issued to all Club members, signed by at least ten such members and including a statement of the purpose of the meeting. For the purposes of the latter, "All Club Members" means all those named on a membership list which is to be provided on request by the Hon. Secretary to any member so requiring it.

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