



WOMEN IN PROFESSIONS

CONSTITUTION

Women in Professions – Constitution

Article 1: Name and Objects

- 1.1 The name of the organisation shall be *Women in Professions (WIP)*.
- 1.2 The aims of WIP shall include the provision of:
- (a) regular forums, social and speaker events in which its members can meet and exchange information;
 - (b) a forum for furthering the professional development and advancement of its members;
 - (c) opportunities for members of WIP to be involved with local community projects including, but not limited to, education links with schools and forums for discussion on issues relevant to Women in Professions;
 - (d) an increase in the visibility of female professionals in the Bailiwick of Guernsey;
- thereby providing support for the business community generally in the Bailiwick of Guernsey.
- 1.3 WIP is a not-for-profit and non-political organisation

Article 2: Membership

- 2.1 Membership of WIP shall be open to all female residents of the Bailiwick of Guernsey and, on invitation, Jersey who have reached the position of director or partner or equivalent status in business, commerce or any professions ancillary to business and commerce, or such other position ancillary to these designated positions as agreed from time to time.
- 2.2 All applicants are required to meet the eligibility criteria as agreed by the Committee and must complete an application form certifying such eligibility.
- 2.3 Membership status shall officially begin with the registration in the WIP records by the Membership Secretary of the successful applicant.
- 2.4 A membership fee may be set by the President with the approval of the Treasurer and the committee at the beginning of each calendar year.
- 2.5 The President may terminate any individual's membership for conduct unbecoming to WIP on the vote of three-quarters of those present at any committee meeting provided that such a person has been given the prior opportunity to explain her conduct at the meeting. At least seven days' notice of such a

meeting must be given to all members of the committee and the member whose membership is under consideration. There shall be no right of appeal from the decision of the committee.

- 2.6 A member in good order shall have the right to attend and when, in attendance, to vote at Members Meetings of WIP.
- 2.7 Any member of WIP may terminate their membership at any time by written confirmation of such intention to the Secretary.
- 2.8 No member may hold more than one of the offices listed in Article 3

Article 3: Officers and Committee Members

- 3.1 The committee shall normally consist of a President, Vice President, Treasurer, Secretary, Membership Secretary, Legal Advisor and all committee members without portfolio. When relevant it shall also include those duly elected for the above positions who are yet to take possession of the role.
- 3.2 The Officers of the committee shall be the President, Vice President and Treasurer.
- 3.3 The committee shall meet regularly and carry out the policy of WIP; shall coordinate the activities of WIP; and shall report to the membership of WIP on the transactions, activities, and accomplishments of WIP, as appropriate.
- 3.4 The role of the President shall be to run WIP during her term. She shall be responsible for organising all speaker events and social events and shall oversee the day-to-day running of WIP including its finances. The President shall be responsible for representing WIP to sponsors, speakers, and members where necessary in person or by appointing a proxy.
- 3.5 The role of the Vice-President shall be to assist the President in her duties. Her duties shall vary depending on the direction of the President, but shall typically involve helping to organise speaker and social events, overseeing certain committee functions and liaising with members in the absence of the President. She shall be responsible for raising and maintaining the profile of WIP in the Bailiwick. In the event the President is absent or disabled, the Vice President shall automatically assume the duties of the presidency until such time as the committee meets and appoints an Acting President.
- 3.6 The role of the Treasurer shall be to manage the accounts of WIP and be accountable therefore, and to provide a copy of these to her successor at the end of her term of office. The Treasurer shall be in charge of WIP's cheque book, and all cheques shall be signed by any two authorised signatories. The Treasurer will be responsible for ensuring that invoices are sent out and paid as soon as possible, and for dealing with other expenses efficiently. The Treasurer shall prepare an annual financial statement for publication and distribution to members and adoption by Members at the Annual Members Meeting. The Treasurer shall keep the President and committee informed of the financial condition of WIP on a continuing basis. The Treasurer shall dispense organisation funds in accordance with an annual budget approved by the committee.

- 3.7 The role of the Secretary shall be to keep accurate minutes of all committee meetings, and any Members Meeting. She shall prepare an agenda in advance of each meeting and circulate the minutes of the previous meeting to all WIP members. The Secretary will act as an adviser to the President and Committee members in the governance of the proceedings of the Committee and of the organisation generally.
- 3.8 The role of the Membership Secretary shall be to work to promote membership growth, and to present to the committee recommendations with respect to membership development. She shall keep complete records of the members of WIP, including their names, email address, postal address, place of work and position held. She shall collect membership money. She shall also keep the membership list updated and transmit this to the Treasurer.
- 3.9 The role of the Legal Advisor shall be to advise the committee of all legal matters pertaining to the business of WIP.

Article 4: Committee Meetings

- 4.1 All members of the committee shall be notified of the time and place of each committee meeting at least one week in advance.
- 4.2 The quorum at a committee meeting shall be five committee members, including two Officers.
- 4.3 Any matter requiring a vote at a committee meeting shall be decided by a majority of those present at any committee meeting unless otherwise specified by the Articles.
- 4.4 In the event of an Officer resigning or being removed from office, the President may appoint a substitute at her discretion from the members of the committee. In the event of the President resigning or being removed from office, the Vice President shall be appointed as a substitute for the remainder of the year in question.

Article 6: Annual Members Meetings

- 6.1 An Annual Members Meeting (AMM) will normally be held in December of each year.
- 6.2 The Secretary shall give a minimum 7 days' written notice of Members' Meetings
- 6.3 The business to be transacted at an AMM shall be limited to the consideration of the previous minutes, the financial statements, the reports of the Committee, and the election of Committee Members
- 6.4 The Officer posts to be elected every second year are those of President-Elect, Vice-President Elect and Treasurer-Elect.

- 6.5 A committee member, either Officer or non-Officer who is elected by AMM will assume that role immediately.
- 6.6 In the case of an AMM, the Secretary shall circulate the organisation's financial statements signed by the Treasurer and President
- 6.7 The quorum at a Members' Meeting shall be 20 members
- 6.8 Every member present in person entitled to vote has one vote
- 6.9 At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands .
- 6.10 A declaration by the Chairman of a General Meeting that a resolution has been carried unanimously or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.
- 6.11 Members' Meetings shall be chaired by the President or her deputy

Article 7: Extraordinary Members Meetings

- 4.1 The President or two Officers or three committee members or twenty members of WIP may call an Extraordinary Members Meeting (EMM).
- 4.2 At least seven day's notice of an EMM shall be given to all members of WIP.
- 4.3 An EMM shall have the power to:
 - 4.3.1 Require any Officer or non-Officer committee member to give an account of her actions;
 - 4.3.2 Remove any Officer or non-Officer committee member from office;
 - 4.3.3 Elect new Officers or non-Officer committee members in the event of a vacancy; or
 - 4.3.4 Alter WIP's Constitution.
- 7.4 Any proposed action at an EMM shall be approved by a two-thirds majority of those members present at the meeting.
- 7.5 The Chairman of the EMM shall be the President unless any business to be raised at the meeting concerns her directly, in which case the Vice President shall be the Chairman. Should neither the President nor the Vice President be able, for whatever reason, be able to act as Chairman then the

committee shall elect a Chairman before the meeting is convened, such an election shall require a two-thirds majority vote of those present at the committee meeting.

- 7.6 Every member present in person entitled to vote has one vote
- 7.7 At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands .
- 7.8 A declaration by the Chairman of a General Meeting that a resolution has been carried unanimously or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

Article 8: Financial

- 8.1 The finances of WIP shall be administered by the Treasurer on behalf of the committee.
- 8.2 The Treasurer in conjunction with the committee shall be responsible for the setting of WIP's annual budget.
- 8.3 The President shall be ultimately responsible for the financial dealings of WIP. The President shall oversee the work of the Treasurer and keep abreast of the income and expenditure of WIP throughout the year and ensure that by the end of the year the account is still in credit.
- 8.4 The Treasurer shall be responsible for ensuring that all monies owing to WIP are received and that all debts and invoices owed to WIP are paid promptly and by the end of her term.
- 8.5 The Treasurer shall keep complete/accurate financial statements throughout the term and ensure that a copy is given to the President to present to the membership at the AMM.
- 8.6 The Treasurer shall also ensure that valid receipts are kept for every transaction that is made on WIP's behalf.
- 8.7 In considering whether a proposed expense is reasonable, the committee should have regard to the scale of the expenditure in proportion to the potential benefits including the recruitment of new members and other relevant factors.

Article 9: Elections

- 9.1 Committee members shall normally be elected for terms of three years.

- 9.2 Elections will be held by a show of hands for all positions at an AMM.
- 9.3 To stand for election, candidates must be members of WIP and have received nomination from two other members. Nomination forms are available from the Secretary
- 9.4 Committee members may be co-opted during the year, having been proposed and seconded by members of WIP. The continuing appointment of such committee Members shall be ratified at the next AMM in accordance with article 9.3 above
- 9.5 Should there be no candidates willing to stand for one of the Officer or non-Officer roles on the committee (with the exception of President) then the outgoing member of the committee may stand in order to hold the same position for more than three consecutive years.
- 9.6 The expiry of an Officer's term of office does not preclude her standing for re-election to the committee.
- 9.7 The elected Officer will be the member that receives a majority of the votes. If no member receives a majority of the votes, the member receiving the fewest number of votes will be removed from consideration and the voting will be repeated.

Article 10: Dissolution of Organisation

- 10.1 In the event that WIP must disband due to dwindling membership, financial hardships or other reasons, WIP will use its remaining funds to settle its outstanding debts. Funds remaining after settling all debts will be bequeathed to a charity nominated by the committee.

Article 11: Miscellaneous

- 11.1 In the event of a member ceasing to be a member of WIP, no reimbursement of the annual fee (in whole or in part) shall be due to that member.

2nd May 2008