



Constitution

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1. OBJECTIVES

- 1.1. Brits Abroad is primarily established for the benefit of its members and to this end will:
 - 1.1.1.1. Provide a forum where members can participate in a wide variety of social activities, including some events of a traditionally British character, on a non-profit basis.
 - 1.1.1.2. Help members get to know, and offer support to each other.
- 1.2. Brits Abroad may also raise money for charitable causes within China.

2. MEMBERSHIP

- 2.1. The total number of members shall be unlimited.
- 2.2. Full membership ('F' members) is open to all British expatriates who live in or near Shanghai where at least one family member holds a British passport.
- 2.3. Associate membership ('A' members) is open to expatriates of any nationality, provided the number of 'A' members does not exceed 40% of the total membership base. In the event of this happening, a waiting list will be introduced until the imbalance is redressed.
- 2.4. Due to the requirements of the local authorities, Chinese nationals shall not be eligible for membership.
- 2.5. One membership, Full or Associate, includes the whole family where that applies. Family will include any children of a member or member's partner living in Shanghai or elsewhere, including adult children.
- 2.6. The Committee may, at its sole discretion, reject any application for membership without the need to furnish reasons. Its decision shall be final and no correspondence will be entered into.
- 2.7. Any member who fails to observe the rules of Brits Abroad or who brings the name of Brits Abroad into disrepute may be excluded from the club by the Committee. Such member shall be given seven days' notice of the meeting at which this is to be discussed and will have the right to attend the meeting and make written or verbal representations to the Committee on their behalf but will not be present during voting. Any member so excluded will cease to be a member of the club and shall forfeit all claims to return of money paid by them to the club for membership or any other fees.
- 2.8. Membership runs from January – December annually.

3. ANNUAL SUBSCRIPTION

- 3.1. The annual membership subscription will be the amount determined by the Committee. The Committee reserves the right to review the amount of the contribution on an annual basis and adjust this without reference to the members. Members will be given three (3) months' notice of any changes in membership subscription.
- 3.2. The annual membership subscription shall be the same for full and associate members.
- 3.3. Subscriptions will be payable on or before January 1st or upon application for membership.
- 3.4. Half-year membership fees will be payable from July 1st - October 31st.
- 3.5. A new full Membership fee paid after November 1st includes membership subscription for all of the following year.

- 3.6. Membership is not transferable and no refund of membership fees is due if a member leaves Brits Abroad or leaves Shanghai before the end of the membership period for which they have already paid.
- 3.7. The Committee reserves the right to refuse entry to events to any individual who persistently attends Brits Abroad members only activities or events without paying membership fees.
- 3.8. Any member who has not paid membership fees to date or owes the club any other money will not be eligible to vote at any meeting.

4. ACTIVITIES AND EVENTS ENTRY AND PRICING POLICY

- 4.1. All Brits Abroad activities and events are open to all members as far as possible. (Exceptions may be necessary for reasons of health & safety or legal requirements.)
- 4.2. Some Brits Abroad activities and events may be open to guests of members and other non-members and may be charged at a premium cost.
- 4.3. The pricing policy for non-member attendance at Brits Abroad regular events and activities shall be determined by the Committee and may be reviewed annually. The pricing policy for non-member attendance at one-off or annual activities or events shall be determined on an event by event basis. All non-member fees must at least cover the cost to Brits Abroad.
- 4.4. The Brits Abroad cancellation policy applies to all activities or events where sign-up is required. Bookings should be cancelled at least 48 hours in advance (or as otherwise specified at the time of booking).
- 4.5. Where costs are involved, failure to cancel within the advertised cancellation period will result in the full activity or event price being charged.
- 4.6. The Committee reserves the right to exclude members who persistently fail to reimburse Brits Abroad for unpaid bookings that have not been cancelled within the advertised cancellation period.
- 4.7. Members should carry their Brits Abroad membership card to all organised activities and events as they may be required to show proof of membership.

5. INCOME AND EXPENDITURE

- 5.1. Brits Abroad will keep such proper books and records of account as are necessary to give a true and fair view of the state of affairs of the club at any time and to explain its transactions.
- 5.2. Money raised by any means under the Brits Abroad name is the property of Brits Abroad, and is to be disbursed only at the discretion of the Committee. Disbursement may include but are not limited to donations to the supported charities and community outreach projects, expenditure on such items as printing and publicity costs, expenses involved in organising an event, and incidental and refreshment costs incurred by the Committee during the execution of official Committee duties.
- 5.3. No financial commitment will be made on behalf of the members without prior approval of the Committee.
- 5.4. All net income must be handed to the Treasurer as soon as possible after the related activity or event. This should be accompanied by details of how the money was raised and a note of any expenses deducted, supported with till receipts if possible. The net income will be counted by the Treasurer in the presence of the remitter.

- 5.5. Any approved ad hoc expenses incurred on behalf of Brits Abroad will be reimbursed by the Treasurer, and must be supported with till receipts if possible. If no receipt is available, the Treasurer may still reimburse the amount at his/her discretion. The Treasurer can give expense advances, for which a receipt should be signed by both the Treasurer and the receiving member, and must be accounted for by receipts or return of cash as soon as possible.
- 5.6. The Bank Account remains the responsibility of the Treasurer at all times. In the absence of the Treasurer for a long period of time, President or Vice-President should be given access to the Bank Account, unless otherwise agreed with the Committee.
- 5.7. The Treasurer shall present a financial report at each Committee meeting showing the opening cash and bank balances, income received, expenditure incurred and closing cash and bank balances. This should include all income raised for and presented to Community Outreach projects.
- 5.8. The Treasurer will prepare a financial report at the end of each calendar year for inclusion in the Annual Report and Accounts. This financial report should include an income and expenditure account and opening and closing balance sheets.
- 5.9. The accounting books and records should be made available for internal or external review by any member on request.

6. THE COMMITTEE

- 6.1. The Committee will be made up of: President, two (2) Vice Presidents, Secretary, Treasurer, Membership Secretary, Social Coordinator, Community Outreach Coordinator, The Wire Editor, Website Coordinator, Public Relations Coordinator, Advertising Coordinator, Discounts Coordinator. The details of the roles and responsibilities of each of these posts are set out in Appendix A.
- 6.2. The term of office for all Committee positions is one year from 1 April to 31 March.
- 6.3. A single individual may hold more than one Committee position.
- 6.4. The President and Vice presidents shall be Full members and hold British passports. Associate members (Non-British passport holders) may be elected to any other Committee position as long as the proportion of associate members on the Committee does not exceed 40%.
- 6.5. If any Committee member resigns during the course of the year, the remaining Committee members will elect a replacement to act until the next AGM, except in the case of the President when the longest serving Vice President will replace him/her and a new Vice-President will be elected by the Committee members. If either of the Vice-Presidents do not wish to take up the role of President, that position should then be advertised and elections held.
- 6.6. If any Committee member cannot fulfill their duties for a period in excess of four (4) Weeks, they should inform the President, and temporarily hand over their responsibilities to a designated member. If the President or Vice President(s) are absent from their responsibilities for an extended period of time of twelve (12) consecutive weeks then their positions will be open for re-election.
- 6.7. In the event of any Committee member not fulfilling their duties in accordance with their role, or carrying out activities which brings the name of Brits Abroad into disrepute, that member can be voted off the Committee by a 2/3 majority of the Committee.
- 6.8. All Committee members shall act honestly and in good faith in the performance of all responsibilities and the exercise of all the powers conferred upon them by the Constitution.

- 6.9. Any member of the Committee must declare if they have a vested interest in, or a connection with, any company or other association with which Brits Abroad does business. In these circumstances that member will be asked to withdraw from any associated voting which may occur. All members on the Committee must remain impartial at all times.
- 6.10. Committee members are all volunteers and will not receive any form of compensation for performing the duties of their office. This does not exclude reimbursement of out of pocket expenses associated with performing the duties of that office. It also does not exclude payment of reasonable and proper remuneration for services rendered or goods provided to the club.
- 6.11. No Committee member may serve on the Committee in the same role for more than three (3) consecutive years but may take on a different position on the Committee.
- 6.12. Former Committee members may attend Committee meetings by invitation on an advisory, non-voting capacity, and for a handover period of a minimum of one (1) month and maximum of three (3) months to share knowledge with the new Committee and to offer help if required.
- 6.13. New Committee members should have a handover of information of position, documents and duties from the outgoing Committee member.
- 6.14. In addition to the Committee, other Representatives are required to ensure the smooth running of the Organisation. The number and title of these Representatives are determined by the Committee and may change to meet the needs of the club over time. The details of the current roles and responsibilities of these posts are set out in Appendix B.
- 6.15. The Representatives may be Full or Associate members.
- 6.16. Committee members and Representatives may establish sub-committees, on-going teams or adhoc working parties of helpers to assist in the execution of their duties. These teams will usually be made up of other Committee members, Representatives and Full or Associate members but may include some non-members where their particular skills are required.
- 6.17. Any Committee member, Representative or team member will be indemnified to the extent of the funds and assets of the club against all liabilities and obligations which they may incur in good faith in the performance of their duties as officers of the club, other than any liability which attaches to them by law as a result of any negligence, default, breach of duty or trust.
- 6.18. Committee or Representative positions may be shared by two individuals but for the purposes of attending meetings, quorum and voting, either one of them or both shall only count as a single individual.

7. COMMITTEE MEETINGS

- 7.1. There will be a minimum of nine (9) Committee Meetings each year.
- 7.2. The meeting shall be considered quorate if 60% of the Committee members or their authorized substitutes are in attendance. Business may be transacted by simple majority vote of the members or their authorized substitutes in attendance at the meeting. For the purposes of quorum and voting a single individual holding more than one Committee position shall only count as one person and shall only have one vote. In the event of a tie the President has the casting vote.
- 7.3. An agenda will be prepared and circulated in advance and minutes written up and made available after the meeting.

- 7.4. Committee members must attend Committee meetings on a regular basis. If they are unable to attend, they should nominate a team member to attend on their behalf and any information required from them should be made available. Apologies for absence must be given to the Secretary.
- 7.5. Committee members or their nominated substitute only, are eligible to vote at Committee meetings.
- 7.6. Representatives have the right to receive notice of the meeting, ask for items to be included on the agenda, attend the meeting, contribute their comments to items under discussion and receive copies of the minutes after the meeting but do not have the right to vote at the meeting.
- 7.7. Any member of Brits Abroad has the right to receive a copy of the agenda, attend a committee meeting and/or receive a copy of the minutes of the meeting by prior arrangement.

8. ANNUAL GENERAL MEETING

- 8.1. The Annual General Meeting (AGM) will take place at the March Coffee Morning each year. Prior notice will be given to members in the January Wire and February Wire. The Committee reserves the right to make alternative arrangements providing sufficient notice is given to members.
- 8.2. The business of the AGM shall be
 - 8.2.1.1. To present the Annual Report and Accounts
 - 8.2.1.2. Elect the Committee for the following year
 - 8.2.1.3. Act upon any other business as may properly come before the meeting.
- 8.3. Each Full and Associate member is entitled to vote at the AGM. For the purposes of voting a single family membership entitles the family to a single vote.
- 8.4. Members (Full and Associate) may request to vote by proxy. Their votes should be sent to the Secretary at least one week in advance of the AGM.
- 8.5. A record will be kept of all members attending the AGM and those who have registered in advance to vote by proxy. The meeting will be considered quorate if at least 20% of the membership attend the meeting or register in advance to vote by proxy.
- 8.6. A simple majority of votes cast at the meeting or by proxy shall be adequate to act upon the business of the meeting.
- 8.7. An initial call for nominations to all Committee posts should be advertised in the November Wire with brief descriptions of what each position entails. Any interested members should register their interest with the Secretary by 10th December. Candidates should also declare if they are involved with other expat groups or charity organisations in China or any other organization that Brits Abroad do business with and describe the nature of their involvement. This involvement does not exclude them from consideration for the Brits Abroad Committee but the information should be made available to members.
- 8.8. Further calls for nominations and the names of all prospective candidates known to date should be published in the January Wire and February Wire.
- 8.9. All prospective candidates should attend the February coffee morning if possible and be prepared to present to members why they are the most suitable candidate for that role. At this stage the Secretary should be informed who is seconding each nomination. Candidates may join the process at any time up to the date of the AGM.

- 8.10. The new Committee is voted in at the Annual General Meeting. Where there are multiple candidates for a role, the vote will be by secret ballot, with a simple majority needed for a win. For uncontested roles, the candidate and seconder's names should be announced at the AGM.
- 8.11. Any member wishing to raise an issue at the AGM must give notice in writing to the Secretary at least 21 days in advance of the meeting
- 8.12. The agenda for the meeting, including the annual report and accounts, the list of members standing for all Committee positions and any other business to be discussed will be circulated to all members at least 14 days in advance of the AGM

9. EXTRAORDINARY GENERAL MEETINGS

- 9.1. Extraordinary General Meetings (EGMs) may be called as the Committee sees fit.
- 9.2. An Extraordinary General Meeting must be called if 25% of the members request it.
- 9.3. Members must be given at least 14 days notice of any such meeting with details of the reason for calling the meeting and the matters to be discussed. The accidental omission to give notice of the meeting or the non-receipt of notice of a meeting by any member shall not invalidate the proceedings at that meeting.
- 9.4. Each Full and Associate member is entitled to vote at the EGM. For the purposes of voting a single family membership entitles the family to a single vote.
- 9.5. Members (Full and Associate) may request to vote by proxy. Their votes should be sent to the Secretary at least one week in advance of the EGM.
- 9.6. A record will be kept of all members attending the EGM and those who have registered in advance to vote by proxy. The meeting will be considered quorate if at least 20% of the membership attend the meeting or register in advance to vote by proxy.
- 9.7. A simple majority of votes cast at the meeting or by proxy shall be adequate to act upon the business of the meeting.

10. REVIEW AND AMENDMENT OF THE CONSTITUTION

- 10.1. A copy of the Constitution should be available on the Website and should be provided to any member on request.
- 10.2. The Constitution should be reviewed by the Committee annually. Any proposed changes must be approved by a simple majority of the Committee members (or their authorized substitutes) and the revised Constitution must be presented for ratification by members at the next AGM.
- 10.3. The Constitution may also be amended after written notice by 25% vote of the full membership, or by simple majority vote of the members present at the AGM. All amendment suggestions from the membership must be presented to the Committee a minimum of 21 days before the AGM for inclusion in the Agenda.

11. DISSOLUTION OF THE CLUB

- 11.1. In the event of the final dissolution of Brits Abroad, any assets remaining after satisfaction of all the club's debts and liabilities will be disposed of either for the benefit of the club's members at the time or for the benefit of one or more of its approved community outreach projects as agreed by the Committee.

APPENDIX A

Committee - Positions and Responsibilities

1. *President*

- 1.1. Represent and promote Brits Abroad in the community and to be a point of contact for our members and outside organisations.
- 1.2. Address members at our social gatherings and chair the monthly committee meetings.
- 1.3. Oversee and liaise with all Brits Abroad Team members to ensure the smooth running of the organisation.
- 1.4. Communicate with companies and other organisations when looking for sponsorships or donations.
- 1.5. Write monthly article for Wire and update President's Message on the Website.
- 1.6. Problem solve any issues within the organisation.
- 1.7. Ensure that all committee members, existing and new, fully understand the content of the constitution within one month of their appointment.
- 1.8. Develop positive and active relations with the British Consulate General and the British Chamber of Commerce.
- 1.9. Prepare Annual Report for the AGM.

2. *Vice-Presidents (2)*

- 2.1. Assist the President in all Presidential roles where necessary.
- 2.2. Deputise for the President in their absence.
- 2.3. Manage venue booking and arrangements for monthly coffee mornings
- 2.4. Liaise with coffee morning vendors, and ensure payment received for vendor tables.
- 2.5. Support all Sub-Committee Coordinators.
- 2.6. Oversee the organisation of the annual events, including attendance at the Expat show.
- 2.7. Maintain the Hotmail Account
- 2.8. Collate information for the weekly bulletin

3. *Secretary*

- 3.1. Prepare the agenda for monthly committee meetings, circulate the agenda and any supporting papers to Committee members
- 3.2. Take minutes at the monthly committee meetings, type up the minutes and circulate to all Committee members. If the secretary is unable to attend any meeting, arrange for another committee member at the meeting to take the minutes and write them up.
- 3.3. Keep Brits Abroad Team Calendar up to date..
- 3.4. Keep Brits Abroad Team Travel Details schedule up to date, distribute monthly with the minutes.
- 3.5. Ensure that all Committee members and Representatives receive a copy of the Constitution when they are appointed.
- 3.6. Prepare the agenda, associated notices and supporting paperwork for the Annual General Meeting for circulation to the membership.

- 3.7. Take minutes at the Annual General Meeting, type up the minutes and circulate to all Committee members and Representatives.
- 3.8. Ensure that copies of all meeting minutes and supporting paperwork are retained and copies made available to members on request.
- 3.9. Maintain Committee members, Representatives and sub-committee members lists with contact e-mail addresses and phone numbers.
- 3.10. Book venue for monthly committee meetings.

4. Treasurer

- 4.1. Receive all funds from Brits Abroad activities.
- 4.2. Disburse funds and ensure receipts are obtained.
- 4.3. Settle bills with all accounts.
- 4.4. Hold coffee money float.
- 4.5. Record and takes coffee money from attendees at the monthly coffee morning venue.
- 4.6. Settle bills from all coffee mornings after the event.
- 4.7. Keep accurate accounting records and receipts.
- 4.8. Prepare monthly financial statement for committee meeting.
- 4.9. Keep running total of all Community Outreach funds.
- 4.10. Issue invoices to sponsors/advertisers and ensure payment received.
- 4.11. Prepare annual financial statement for inclusion in the Annual Report to members
- 4.12. Print cheque template for charity presentations.

5. Membership Secretary

- 5.1. Keeps sufficient stock of membership packs and prepares them for each coffee morning.
- 5.2. Attends Newcomers Coffee Mornings, Breakfast with Brits and Elevenses with Brits.
- 5.3. Welcomes newcomers and introduces them to Brits Abroad and other members.
- 5.4. Signs up new members, enters them on the database and bulk email list, sends out welcome email, and prepares membership cards.
- 5.5. Collect membership payments and pass on to the Treasurer.
- 5.6. Maintains membership database and bulk email list – adding and deleting members where appropriate.
- 5.7. Responds to email enquiries about membership.
- 5.8. Arrange renewal of subscriptions at end of year.

6. Social Coordinator

- 6.1. Head up Social supporting team, who will
- 6.2. Organise events for Brits Abroad to host.
- 6.3. Plan and organise the annual events.
- 6.4. Send details to The Wire Editor, website coordinator and Vice President for inclusion in the weekly bulletin.
- 6.5. Prepare event advertisements.

- 6.6. Take bookings via sign up/email – confirm with attendees
- 6.7. Liaise with the Community Outreach team re charitable events
- 6.8. Record attendance at events, arrange payment for events and pass charitable contributions to the Treasurer.
- 6.9. Provide post-event reviews for The Wire

7. *Community Outreach Coordinator*

- 7.1. Head up Community Outreach team, who will
- 7.2. Liaise with the Charities who Brits Abroad sponsor.
- 7.3. Initiate fundraising ideas and volunteering opportunities.
- 7.4. Write update articles for the Wire.
- 7.5. Attend charity events on behalf of Brits Abroad.
- 7.6. Inform the treasurer when funds are needed for presentation.

8. *The Wire Editor*

- 8.1. Collects information for and prepares the monthly online publication, The Wire
- 8.2. Sets the standard for layout, format and internal consistency of presentation within the Wire.
- 8.3. Uploads The Wire to the website and notifies membership via e-mail that the publication has been posted.

9. *Website Coordinator*

- 9.1. Ensure that there is an assigned person or group of people to manage and administer each of the admin pages of the website (Calendar, Events, membership, Discounts, Advertising, Publications, About Us, Community Outreach, Home Page, E-mails, Book Club, Walks, Mahjong, MayI, Social)
- 9.2. Provide training, support and holiday cover for each of the website administrators
- 9.3. Solicit feedback from end users to ensure the website is working and is easy to use
- 9.4. Coordinate with Philip Crispin concerning any bugs, issues or changes required
- 9.5. Help coordinate testing of changes.

10. *Public Relations Coordinator*

- 10.1. Promote Brits Abroad via Shanghai publications and websites, schools and relocation companies to attract new members.
- 10.2. Communicate with companies and other organisations when looking for sponsorships or donations plus Vendors.
- 10.3. Make available membership packs.
- 10.4. Design and arrange printing and distribution of our posters.
- 10.5. Updating local free magazines ensuring all relevant details are up-to-date.

11. *Advertising Coordinator*

- 11.1. Develop a Power Point presentation on current advertising options available
- 11.2. Pitch advertising opportunity to potential sponsors
- 11.3. Serve as primary contact for all potential/current ad sponsors
- 11.4. Respond to all advertising related inquiries

- 11.5. Secure advertiser's artwork and coordinate with appropriate committee members on ad placement
- 11.6. Collect advertising payment and pass to treasurer.

12. Discounts Coordinator

- 12.1. Update and maintain a Power Point presentation on the discount alliance options available with Brits Abroad
- 12.2. Pitch discount alliance opportunity to potential participants
- 12.3. Work with Website/E-mail coordinator to have discount alliance listing posted on website
- 12.4. Serve as primary contact for all potential/current discount alliance participants
- 12.5. Respond to all discount alliance related inquiries
- 12.6. Secure confirmation on alliance listing prior to posting in website

APPENDIX B

Representatives - Positions and Responsibilities

1. Walks Coordinator

- 1.1. Head up Walks supporting team.
- 1.2. Plan and decide the route for the monthly walks.
- 1.3. Send details to the Wire Editor, website coordinator and Vice President for inclusion in the weekly bulletin.
- 1.4. Take bookings via the email – confirm with attendees.
- 1.5. Ensure one of the support team attends and host the walk.
- 1.6. Record details of attendees and submit any charitable contribution to Treasurer.

2. Book Club Coordinator

- 2.1. Welcome and advise newcomers to the club.
- 2.2. Organise monthly meetings.
- 2.3. Annually coordinate new book list.
- 2.4. Advise the Wire Editor, website coordinator and the Vice President for inclusion in the weekly bulletin of any information changes and new reviews.

3. Mahjong Coordinator

- 3.1. Oversee the running of the group.
- 3.2. Record details of attendees, collect money from attendees and pay venue (ensuring that a fapiao is provided).
- 3.3. Submit charitable contributions to the Treasurer.

4. May I Coordinator

- 4.1. Oversee the running of the group.
- 4.2. Record details of attendees, collect money from attendees and pay venue (ensuring that a fapiao is provided).
- 4.3. Submit charitable contributions to the Treasurer.

5. Breakfast with Brits Coordinator

- 5.1. Oversee the running of the group.
- 5.2. Record details of attendees, collect money from attendees and pay venue (ensuring that a fapiao is obtained).
- 5.3. Submit charitable contributions to the Treasurer.

6. Proofreader

- 6.1. Work with the editor of the Wire to agree a workable system of proofreading for the monthly on-line publication.
- 6.2. Be prepared to proofread other items if requested eg webpages, banners etc
- 6.3. Be responsible for identifying spelling, grammatical and typographical errors in the material submitted for proofreading. (Responsibility for checking dates, times, addresses, pricing etc for events lies with relevant coordinator for the activity under report).