CONSTITUTION

of the

LONDON AND SOUTHERN COUNTIES MINERALS INDUSTRIES INSTITUTE

AFFILIATED

to

THE INSTITUTE OF MATERIALS, MINERALS AND MINING

June 2003

1 NAME

This organisation, which now succeeds the Southern Counties Branch of the former Institution of Mining & Metallurgy, shall be called The London & Southern Counties Minerals Industries Institute for which the abbreviation MinSouth may be used.

This organisation is affiliated to the Institute of Materials, Minerals and Mining (IMMM) and as such supports its aims in consideration for which financial grants will be made available as appropriate.

2 OBJECTS

2.1 Arrange meetings of members for the presentation of papers relating to the science of the Minerals Industry including Economic and Engineering Geology, Mining and its Associated Technologies, Mineral and Petroleum Engineering and Extraction Metallurgy, and all Engineering, Environmental and Management matters related thereto and also arrange joint meetings with members of other professional bodies having like interests.

2.2 From time to time and as the Council decides arrange visits to works and places of scientific interest.

2.3 Represent the IMMM in local professional groups.

2.4 Promote membership of the IMMM and participation by members in the professional activities of the IMMM.

2.5 Undertake such other activities incidental to the achievement of the objects for which the IMMM is constituted.

2.6 Co-operate in arranging, at the request of the IMMM Council, meetings of the IMMM and its Divisions.

2.7 Promote the interests of other groups whose members enrol under clause 4.2

3 INTERPRETATIONS

In this Constitution, unless the context otherwise requires, the following expressions have the meanings hereby respectively assigned to them:

"the Institute" means The London & Southern Counties Minerals Industries Institute.

"Council" means the Council of the Institute.(see Cl 6)

"Constitution" means the Constitution of The London & Southern Counties Minerals Industries Institute.

"IMMM" means the Institute of Materials, Minerals and Mining being the merger of the Institution of Mining and Metallurgy and the Institute of Materials.

"member" with a small "m" means all persons referred to in Cl. 4 whose subscriptions have been paid in accordance with Cl 5.

"corporate members" is described in Byelaw 1 of the IMMM.

"President", "Past President", "Vice-President", "Honorary Secretary" and "Honorary Treasurer" refer to officers of the Institute

"he" in the text shall be taken to mean either he or she as required.

4 MEMBERSHIP

4.1 All members of the IMMM are eligible to become members of the Institute. At the date of the coming into effect of this Constitution the members of the IMM Southern Counties Branch shall be deemed to be members of the Institute. Subsequently, written application shall be made and acknowledged under arrangements to be made by Council.

4.2 Persons who are not members of the IMMM and who wish to take advantage of the services of the Institute and to support its aims shall be enrolled under terms to be agreed by the Institute.

5 SUBSCRIPTIONS

No subscription shall be required from any member of the Institute who is a member of the IMMM beyond that payable to the IMMM as prescribed in its Bye-Laws. Persons who are not members of the IMMM and are enrolled under clause 4.2 shall be required to subscribe to the organisation of the Institute at rates as agreed by Institute Council.

6 MANAGEMENT OF INSTITUTE AFFAIRS

The direction and management of the affairs of the Institute shall be vested in the Council and be in accordance with the Constitution and such Regulations as may be appropriate and with the resolutions of the General Meetings or Special General Meetings of the Institute that have been summoned and held in accordance with the Constitution as properly recorded in the Minutes.

The Council shall manage the finances of the Institute and from time to time shall establish Regulations to manage these and other aspects of the affairs of the Institute.
The Council may from time to time establish subgroups to be governed by such regulations, which may allow representation on Council either ex-officio, or by co-option.

7 GENERAL MEETINGS

7.1 Ordinary General meetings of the Institute shall be held at such intervals and at such times as the Council may decide, except where otherwise required in this Constitution.

7.2 An Annual General Meeting shall be held in each calendar year within 6 months of the end of the financial year (see 10.2)

7.3 A Special General Meeting of the Institute can be called whenever the Council may think fit or on requisition to the Council signed by twenty or more members who are also corporate members of the IMMM.

The business of a Special General Meeting shall be confined to that specified in the Notice convening it and such meetings shall take place within 28 days of the receipt of the requisition and at least 14 days notice of such meetings shall be given.

7.4 The President shall take the Chair at every General Meeting at which he is present. If at any such meeting he is not present at the time appointed for holding the meeting, the Past-President in attendance at the meeting who has most recently held office, as President shall take the Chair.

If being thus required no Past-President is available a Vice-President, if present, shall take the Chair. If being thus required no Vice-President is present then the corporate members present may appoint any elected member of the Council, being a corporate member, who is in attendance to

take the Chair such that in the absence of any such elected member the corporate members present may appoint a Chairman from within their number.

7.5 Voting at a General Meeting shall be by show of hands and shall be by members of the Institute. A simple majority of members present and voting is required unless expressly required otherwise (see Cl 15) In the case of an equality of votes the chairman of the meeting shall have a casting vote in addition to the vote to which he is ordinarily entitled. The declaration by the Chairman on the result of voting on an issue shall be final.

7.6 Such corporate members referred to in Cl 7.4 shall also be members of the Institute

7.7 Each member of the Institute may introduce visitors who are not members of the Institute to any General Meeting and their names shall be recorded in a book kept for that purpose. Such visitors may be permitted to speak at the invitation of the Chairman of the meeting.

8 COMPOSITION OF COUNCIL

8.1 The Council shall consist of Fellows and Members, Associate Members, a Technician Member and other members of the Institute as defined below. Note: - for classes of membership see Byelaw 1 of the IMMM.

8.2 The Institute Council shall consist of:

8.2.1 The President, ex-officio.

8.2.2 The Honorary Secretary, ex-officio.

8.2.3 The Honorary Treasurer, ex-officio.

8.2.4 Vice-Presidents, up to two in number, ex-officio.

8.2.5 Past-Presidents of the Institute who are still members of the Institute (other than those who are still members of the Institute Council in any other capacity and those who are not willing to serve as Councillors) and who individually have been most recently elected to the office of President, ex-officio, up to four in number.

8.2.6 The Chairman of any Student Section existing within the Institute, ex-officio.

8.2.7 No fewer than nine and not more than fifteen members of which a majority shall be corporate members. These councillors shall be elected by and from the members of the Institute.

8.2.8 Such additional members of the Institute, as the Council may decide, not exceeding eight in number, co-opted until the next Annual General Meeting. Co-opted members shall be non-voting.

9 ELECTION OF INSTITUTE COUNCIL

9.1 The Council shall nominate annually to the Annual General Meeting one of their number to be President for the ensuing year. Whenever a casual vacancy occurs the Institute council shall elect one of their number, being a corporate member, to serve for the remainder of the year.

9.2 The Council shall nominate annually to the Annual General Meeting up to two of their number to be Vice-Presidents of the Institute for the ensuing year.

9.3 (i) No member shall be eligible for the office of President of the Institute who is not a corporate member and who is not a Vice-President or an elected member of the Council.
(ii) No member shall be eligible for the office of Vice President of the Institute who is not a corporate member and who is not an ex-officio or elected member of Council.

9.4 At the date of each Annual General Meeting places on the Council, equivalent to one third of the total of the places available under 8.2.7 shall be vacated for election at the Annual General Meeting. Vacancies shall be created firstly by elevation to the post of an Officer of the Institute and secondly by retirement. The order of retirement of the Councillors shall be settled by ballot in the Council or by such other method as the Council may decide.

9.5 The Council shall issue to the members, within the Institute, at least two months prior to the date of the Annual General Meeting, a notice inviting nominations for election to the Council where vacancies exist.

9.6 The Council shall receive for inclusion in any ballot list the name of any member submitted in writing by two members followed by an acknowledgement of willingness to stand and received by the Honorary Secretary by the due date.

9.7 The administration of elections to Council shall be governed by Regulations prepared by Council.

9.8 The Councillors and Officers shall assume office immediately after the Annual General Meeting at which they are elected.

9.9 The place of a member of the Council shall be vacated upon his ceasing to be a member of the Institute, or on his election as a Vice-President or other Officer appointed from amongst the elected Institute Councillors. The Council may fill such a vacancy until the next Annual General Meeting.

10 DUTIES OF THE INSTITUTE COUNCIL

10.1 The Council shall ensure that the Institute fulfils its function as set out in Clause 2 above.

10.2 The Council shall agree the dates of its financial year. Following the end of the financial year the Council shall prepare an Annual Report and Statement of Account for that year. This Report and Statement of Account shall be considered for approval at the next following Annual General Meeting. The Annual General Meeting shall be held within 6 months of the end of the financial year.

10.3 The Honorary Treasurer shall submit to the Council within 3 months of the start of each financial year an estimate in an agreed form of the proposed expenditure for that year

10.4 The Council may appoint committees consisting of members of the Institute for the purpose of transacting any particular business, or for investigating any specific subject connected with the Objects of the Institute. The President shall have the right to be a member of all committees. Any committee completing the task for which it was established shall be terminated.

10.5 As and when they deem it necessary the Council may invite non-members of the Institute to take part in specialist committee activities.

10.6 The Council may allocate funds for the use of its Students' Sections, if any, in furthering the objects of the Institute.

10.7 The Council shall require reports from the Students' Section on its activities.

10.8 Where necessary, the Council shall approve in an agreed manner, all papers and contributions submitted to the Institute for presentation or publication.

10.9 On behalf of the Council the Honorary Secretary shall acquaint a prospective author with the requirements of the Institute as to copyright and publication.

10.10 The members of the Council shall choose representatives from the Institute, not necessarily members of the Council, to serve on local outside bodies.

10.11 The Council shall take appropriate action to ensure appropriate consideration is given to applications for membership of the Institute.

10.12 The Council shall ensure proper records of all Institute activities are made, published and kept as appropriate.

11 COUNCIL PROCEDURE

11.1 The President shall take the Chair at every meeting of the Council at which he is present. If at any such meeting he is not present at the time appointed for holding the meeting, the Past-President in attendance at the meeting who has most recently held office, as President shall take the Chair. If no Past-President is available a Vice-President shall take the Chair and if no Vice-President is there the elected members present shall elect one of their number, being a corporate member, to take the Chair.

11.2 The Council shall meet as often as the business of the Institute may require and not less often than twice in each year, and at every meeting five members, of whom three shall be elected members of the Council, not including the Honorary Secretary shall constitute a quorum.

11.3 The decision of the Council on all matters dealt with by them in accordance with the Constitution and provisions of the Institute Regulations as aforesaid shall be final and binding on all members of the Institute.

11.4 Except as herein otherwise mentioned, all issues shall be decided in the Council by a simple majority of those members of the Council present. In the case of an equality of votes the Chairman shall have a second or casting vote.

12 FINANCES

12.1 An Honorary Treasurer shall be appointed annually at the Annual General Meeting on a proposition from the Council, except that the Council may at their discretion combine the duties of Honorary Treasurer with those of the Honorary Secretary.

12.2 The funds of the Institute shall be deposited in a manner approved by the Council. Any bank accounts held by the Institute containing monies of the Institute shall be held in the full name of the Institute as detailed in Cl. 1 of this Constitution,

12.3 Funds provided by the IMMM Council or from any other source approved by the IMMM Council shall be used to pay for the affairs of the Institute and the Institute shall not be deemed for any purpose the agent of the IMMM or have the power to incur any obligation on behalf of the IMMM unless specifically authorised by resolution of the IMMM Council or by this Constitution.

12.4 The Honorary Treasurer shall make all payments on behalf of the Institute by cheques signed by any two of the following officers; President, Secretary, Honorary Treasurer, a Vice-President and the immediate Past-President, or any two Institute Councillors (being corporate members) authorised so to do, subject to a maximum of four signatories.

12.5 No sum of money exceeding £1,500.00, payable on account of the Institute, or such other sum as the Council may from time to time decide, shall be paid except either by order of the Council or against an estimate previously approved by the Council.

12.6 The Council shall appoint two scrutineers to whom the Annual Accounts shall be submitted for approval before submission to the A.G.M. They shall be given access at all reasonable times to the accounts and other financial records of the Institute

12.7 The Hon Treasurer shall submit to the Council quarterly a report of its financial transactions. The quarters shall end on 31 March, 30 June, 30 September and 31 December. The report shall be in a form prescribed by the Council.

13 HONORARY SECRETARY

13.1 An Honorary Secretary shall be appointed by and be accountable to the Council in carrying out duties prescribed by the Council and by this Constitution and other Regulations as applicable.

13.2 Under the direction of the Council the Honorary Secretary shall: -

i) Be responsible for the correspondence of the Institute.
ii) Send to the Secretary of the IMMM for inclusion in appropriate publications of the IMMM particulars of all meetings and other arrangements of the Institute, and as appropriate personnel information.
iii) Arrange for the issue of a notice of General Meetings to each member of the Institute and notices of Council and Committee meetings to each appropriate member.
iv) Prepare the agenda for meetings and arrange for the business transacted thereat to be recorded.

14 PROPERTY

Under no pretence whatsoever shall the property and effects or the income or revenue of the Institute be applied in making any dividend, gift, and division of bonus into or between any members. No proposition in contravention thereof shall be entertained by the Council or by any meeting, General or Special, of the members of the Institute. Provided that nothing in this Constitution contained shall prevent the payment of wages and expenses to staff, the making of awards to members under Constitution laid down by the Council for these or other similar works by members, or for meritorious work on behalf of the Institute.

15 ALTERATIONS TO THE CONSTITUTION AND/OR REGULATIONS

Suggestions for additions to, or alteration or suspension of, any part of this Constitution or other Regulations by any member of the Institute shall be made to the Honorary Secretary of the Institute for consideration by the Council. If the Council consider any such suggestion worthy of submission the Honorary Secretary shall propose it at the next AGM.

To succeed, such a suggestion shall require the support of 60% of corporate members present and there being a minimum of 10 corporate members present.

16 SUB GROUPS

A Sub-Group may be formed within the Institute, in accordance with such Regulation as may be prescribed by the Council.

17 STUDENT SECTIONS

Student Sections may be formed within the Institute, and having such Regulations as may be prescribed by the Council.