

Constitutional Rules and Procedures

2020 Revised version, approved at the 26th Annual General Meeting on 24th and 25th November 2020

1. TITLE AND FUNCTION

The title of the Society shall be the "Chemical Hazards Communication Society". The short title shall be "CHCS". The Society shall be the operating arm of CHCS CLG.

2. OBJECTIVES

The objectives of CHCS shall be:

- (a) to promote greater awareness of chemical hazards and hazard identification, and to improve hazard communication within supply chains, such as classification for supply and transport, clear labelling and accurate and understandable Safety Data Sheets;
- (b) to provide a forum for sharing experiences, views and information;
- (c) to register members, especially those active in general or specialist areas;
- (d) to improve competency, set competency standards and promote the need for training specific to this aim;
- (e) to make information available to members and other relevant bodies, and;
- (f) to promote other activities as shall be determined by the Council.

3. MEMBERSHIP

(a) General

Society membership is open to any person who has an interest in Chemical Hazards Communication. Applicants are admitted as personal members only, not as representatives of their employers, regardless of whether or not that employer might pay their membership and other fees. Membership is not transferable.

All Society members shall automatically also be Associate Members of CHCS CLG.

(b) Classes of Membership

There shall be three classes of Society membership, this shall be reviewed by the Council as and when appropriate.

(i) Ordinary Member.

(ii) Retired Member: being a member of three years standing who is over 55, no longer in regular employment, and not undertaking consulting work.

(iii) Honorary Life Member: granted to a member who is no longer active in the running of the Society who has made an outstanding contribution to its development. This shall be decided at an Annual General Meeting, acting on the recommendation of the Council.

(c) Application for Membership

(i) A prospective member shall apply to the Secretary using the CHCS application form, which shall conform to the model approved by the Council.



(ii) All new membership applications shall be deemed to be accepted and effective immediately, unless referred by the Secretary to the Council for decision. This membership shall be cancelled if the membership invoice is not then paid in accordance with CHCS terms and conditions of payment within three months from the date of invoice. The Council may at its ultimate discretion revoke the membership of any new member by returning the subscription paid, in full or in part as is deemed appropriate.

(iii) In applying for membership all applicants agree to pay the membership subscription invoice and abide by the Constitution of CHCS.

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(iii) In applying for membership all applicants agree to pay the membership subscription invoice and abide by the Constitution of CHCS.

(d) Subscriptions

(i) Subscriptions shall be payable annually and shall be that decided at the Annual General Meeting, acting on a recommendation from the Council. A reduced subscription shall be paid by Retired Members.

(e) Termination of membership

(i) An existing member who fails to pay the renewal subscription in accordance with the CHCS terms and conditions within three months of date of invoice shall have their membership terminated.

(ii) A member who resigns from CHCS shall not be entitled to any refund of subscription.

(iii) The Council may at its ultimate discretion have the right to terminate the membership of any member at any time, and to cause the name of that person to be removed from the CHCS registers. A person so affected shall have the right of appeal before the Council, whose decision then will be final and binding. Any person whose membership is so terminated by CHCS shall not be entitled to any refund of subscription.

(f) Register of members

(i) The Secretary shall maintain a general register with details of all members.

(ii) A Membership List shall be prepared annually and a copy provided, in any form deemed fit by the Council, to all members requesting one for their personal use. The Membership List may not be published or used for any activity not strictly connected with the operation of CHCS.

(iii) The Secretary shall also maintain registers of those members who have agreed to be listed on any special registers covering general or specific areas of activities connected with Chemical Hazard Communication. These registers shall be agreed and published from time to time as determined by the Council acting on a recommendation from any Council member following suitable discussion.

(iv) All lists shall conform to the requirements of the UK Data Protection Act 2018 and the EU General Data Protection Regulation.

4. GENERAL MEETINGS

- (a) An Annual General Meeting (AGM) shall be held at a suitable time and place determined by the Council and notified in writing, by post, fax, e-mail or any method deemed fit by the Council to the last known address, to all members at least 30 calendar days before the meeting together with a provisional agenda. Any member may require an item to be placed on the agenda by written notice to the Chairman of CHCS at least 10 calendar days in advance of the meeting. A final agenda shall be made available at the AGM.
- (b) An Extraordinary General Meeting (EGM) shall be convened at the written request of at least four (4) members of the Council, or at the written request of at least 10% or 10 in number (whichever is greater) of the members of CHCS, stating the purpose of the meeting. An EGM shall only consider the matters referred to in the notice. At least 30 calendar days written notice, by post, fax, e-mail or any method deemed fit by the Council to the last known address, shall be given.
- (c) A suitable place shall include a 'Physical Meeting' or 'Virtual Meeting'. For a Physical General Meeting all persons at the meeting shall be in the same physical space. A Virtual General Meeting shall be organised using software designed for the purpose of such meetings and which enables all persons participating to be able to speak to the meeting and to be heard simultaneously by all others participating in the meeting.
- (d) The Chairman of a General Meeting shall be the Chairman of CHCS or a member of the Council approved for the purpose by the Council.
- (e) The quorum for voting in General Meeting shall be 5% of current members. In the absence of a quorum an electronic Ballot as provided for in Rules 4(i) to 4(l) below shall be arranged to decide on all matters that require a vote.
- (f) At a Physical General Meeting voting shall be by show of hands unless the Chairman of the meeting shall decide otherwise. Matters shall be decided by majority of votes of those present at a physical meeting. All members shall be entitled to one vote save for the Chairman who shall have a deciding vote in addition to an individual vote where necessary.
- (g) For Motions and Elections which are published on the provisional Agenda of a Virtual Annual General Meeting voting shall be by Ballot as provided for in Rules 4(i) to 4(l) below. The Ballot shall be opened eight (8) days before the Meeting and close twenty-four (24) hours before the scheduled start of the General Meeting. The results of such Ballots shall be announced at the General Meeting.
- (h) Matters to be decided at a Virtual EGM and matters added to the provisional Agenda of an AGM after publication shall be decided after the meeting by a Ballot held after the meeting as provided for in Rules 4(i) to 4(l) below
- (i) All Ballots shall be carried out using secure software designed for the purpose. The Ballot shall be overseen by the Secretary of CHCS who shall be responsible for its conduct.
- (j) Where a Ballot is required following any General Meeting notice of the Ballot shall be sent by email to the last known address of each member no later than seven (7) days after the close of the General Meeting. The Ballot shall remain open for seven (7) days from the point of its opening. All members shall be entitled to one vote save for the Chairman of the Society who shall have a deciding vote in addition to an individual vote where necessary.
- (k) The Notice for the Ballot shall include the following information:
 - A link to the voting page at electronic voting portal being used
 - Details of all Motions to be resolved
 - Details of any Election including details of the post for which the Election is held, the names of the

candidates for that post, and any Election Address. In the case of a Ballot for an Election Council shall decide the format and any limitation of the candidates' Election Address.

- (l) The result of the Ballot shall be notified to each member by an email sent to their last known address within three (3) days of the closing of the Ballot.

5. OFFICERS OF CHCS

- (i) CHCS shall have the following Officers, who shall also be the official Members and Directors of CHCS CLG:
 - Chairman
 - Vice-Chairman
 - Secretary
 - Treasurer
- (ii) These Officers shall be elected and hold office as determined in Rules 6 and 7.

6. COUNCIL

- (a) CHCS shall be managed, under the aegis of CHCS CLG, on a day to day basis by a Council totalling 12 persons, consisting of its Officers and other elected members.
- (b) At the end of each AGM all Officers and members of the Council shall retire, unless they have been re-elected to the Council at that AGM.
- (c) If a casual vacancy or the need for further Council members occurs the Council may co-opt any member of the Society to the Council, if that member shall so agree. That member shall retire at the next AGM.
- (d) Any Officer or member of the Council retiring at the AGM shall be eligible for re-election to the Council.
- (e) The Council shall meet at least three times per year. Questions arising shall be decided by a simple majority of those present. If necessary the Chairman of the meeting shall have a deciding vote.
- (f) The quorum for a Council meeting shall be 5 persons, including at least one Officer.
- (g) The Council may establish sub-committees and arrange other meetings as shall promote the aims of CHCS.
- (h) The Council may invite, as it deems appropriate, any suitable person to the AGM, EGM, Council meeting or any other meeting. Such persons shall not be entitled to vote at the AGM, EGM or Council meeting.
- (i) Where appropriate and necessary, the Council shall develop rules of procedure and guidelines to be followed by people acting on behalf of CHCS. These rules and guidelines shall be made available to any member at his/her request. CHCS may charge a suitable amount to cover the provision of these, provided that this is notified in advance to the member.

7. ELECTION OF OFFICERS AND COUNCIL MEMBERS

- (a) Nominations for election as an Officer of the Society or as a member of the Council must be received in writing by the Chairman of CHCS at least 30 days prior to the AGM. Each nomination must be supported in suitable written form by another member of CHCS and agreed in a suitable written form by the nominee to confirm his/her willingness to be elected. No nomination is needed for existing Officers and members of the Council; who will automatically be deemed to be nominated, unless they advise the Chairman of CHCS that they do not wish to stand again.
- (b) If not more than one valid nomination is received for each Officer function, as mentioned in Rule 5, then those nominated shall be deemed to have been duly elected.
- (c) If more than one nomination is received for each Officer function, or more nominations than vacancies are received for members of the Council, then a ballot shall be held under the provisions of Rules 4(i) to 4(l) above.

In the event of insufficient nominations the vacancies shall be considered casual vacancies immediately the AGM has concluded.

8. INDEPENDENT EXAMINATION OF ACCOUNTS

- (a) An Independent Examiner for the ensuing year shall be appointed at each AGM.
- (b) The Independent Examiner shall not be appointed to or nominated for election to the Council.
- (c) The Council shall fill any vacancy left by the resignation of the Independent Examiner.

9. ACCOUNTS

- (a) The Council shall ensure that the CHCS finances are properly managed, and that at no time are the commitments to be in excess of assets.
- (b) The Treasurer shall keep the accounts and present a report on the financial position of the CHCS at each Council meeting.
- (c) The Treasurer shall ensure that the accounts are prepared by a suitably qualified person within six weeks of the end of the financial year.
- (d) The Treasurer shall present the independently examined accounts to the AGM. Copies of these accounts shall be made available to all members present and subsequently to all members as part of the minutes of the AGM. The method of making available shall be by any method deemed fit by the Council.

10. AMENDMENTS TO THE CONSTITUTIONAL RULES AND PROCEDURES

- (a) No addition, alteration or deletion shall be made to any existing Rule of the Constitutional Rules and Procedures of CHCS except at an AGM or EGM.
- (b) Any proposal, other than a change recommended by the Council, for a change to the Constitutional Rules and Procedures shall be made in writing and signed by at least 10% or 10, whichever is greater, of the membership. Any proposal by the Council to amend the Constitutional Rules and Procedures shall also be made in writing.
- (c) The Chairman of CHCS shall send, or cause to be sent, by post, fax, e-mail or any method deemed fit by the Council at their last known address, details of any proposals made for alteration, addition or deletion of Rules to each member, at the latest at the same time as the notice calling the AGM or EGM.
- (d) Any proposal for alteration, addition or deletion to the existing Constitutional Rules and Procedures requires a majority of at least two thirds of the members present at the AGM or EGM, provided there is a quorum as provided for in Rule 4(e).

11. INTERPRETATION OF CONSTITUTIONAL RULES AND PROCEDURES

The Council shall have the sole power to determine any question that may arise concerning the interpretation of the Constitutional Rules and Procedures of CHCS, whether in full or in part.

12. DISSOLUTION

- (a) CHCS shall only be dissolved by resolution of an AGM or EGM, which shall have been called as laid down above OR at the discretion of the Council by result of a ballot of the members, sent to their last known address and organised by the Council. A majority of two thirds of members present at an AGM or EGM or those returning the ballot papers shall be necessary for dissolution.
Ballot papers shall be returned to the Secretary of CHCS by a date to be determined by the Council. The Secretary of CHCS shall arrange for the votes received to be counted and announce the result to the members. Delivery of ballot papers and results may be by post, fax, e-mail or any method deemed fit by the Council.
- (b) In the event of dissolution the Council shall remain in being for as long as is necessary, and with the sole power and discretion, in order to distribute any remaining assets of CHCS, all liabilities having been fully and completely discharged. These assets shall not be applied to the benefit of any member but shall be distributed to other Societies or Charities with broadly similar aims to CHCS.

13. BRANCH ORGANISATION

- (a) A Branch or Branches of CHCS may, with the approval of the Council, be formed in any area, geographic or otherwise, for the purposes of promoting the aims of CHCS
- (b) A Branch of CHCS so formed shall be constituted under and in accordance with rules which have been approved by the Council.
- (c) A member of CHCS who fulfils the Branch criteria shall automatically be a member of that Branch, unless he or she specifically asks to be member of another Branch.

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