

AFBE-UK CHARTER

1. NAME

The name of the Association is "Association for Black Engineers UK".
It was created on 12 August 2007.

2. ADMINISTRATION

Subject to the matters set out below, the Association and its property shall be administered and managed by the executive committee members in accordance with this constitution and form the guidance of the membership.

3. OBJECTS

The Association for Black Engineers UK are a group of engineering professionals including engineering managers, consultants and contractors. The Association is not exclusive to people from a particular ethnic origin, however it focuses on people that have and share the experience of people of Black origin in our communities. Our goals are to encourage partnership within engineering communities, to gain recognition within the engineering industry and to support young people towards science and technology. AFBE-UK draws its membership from the full range of engineering disciplines, professional technology practitioners as well as grassroots engineers who have veered into other professions including banking, finance etc. It is a non-profit association that is owned and managed by its members. The organisation is dedicated to the professional success of Black engineering professionals.

The objects of "AFBE-UK" are:

- a. Promote public awareness of engineering and the opportunities for Blacks and other minorities in that profession.
- b. To provide a forum for black engineers to meet informally and discuss issues and challenges they face at work through networking parties/ dinners.
- c. To inspire members to make enhanced contributions to their respective fields, and to our communities.
- d. To inspire members to realize their full potential, and encourage them to aspire beyond conventional notions of possibility especially for people of colour.
- e. To get involved, individuals that are grassroots engineers but may be working in different professions at present (for their experience and support).
- f. To assist and promote the creation of business and employment opportunities for black engineers and other minority groups and raise the bar for future generation.

- g. To encourage young black people to study engineering (for example providing scholarships and awards for students in Engineering at various institutions) and dealing with issues relating to why engineers go into other professional areas
- h. The development of a technically perceptive, entrepreneurial and socially responsible membership that creates technology solutions to critical business and social concerns of the day.
- i. To offer leadership training, professional development, mentoring opportunities, career placement services and more by organising seminars, conferences and business meetings and inviting senior engineers and community leaders to present papers.
- j. To increase the number of minority groups working in the engineering sector and other areas of business.
- k. To support black female Engineers and make them aware of the prospects and benefits of studying engineering. Promoting the education and practice of engineering among women.
- l. To deal with the issue of lower standards for black pupils in schools and providing information on private tutors in their area. Encouraging young black people to develop a sense of belonging in the science rather than only in the Arts and sports. And creating awareness for parents of these issues.

Our Vision is to function as a representative body on issues and developments that affect the careers of Black Engineers and black communities in the UK and abroad.

4. MEMBERSHIP

- A. Membership of the AFBE-UK shall be open to any person over the age of 18 years interested in furthering the objects and fits one or more of the following criteria;
 - 1. Has or is presently studying a course in engineering at an institution of higher learning.
 - 2. Has undertaken extensive apprenticeships or technical practice in engineering.
 - 3. Works as an engineer or technical practitioner.
 - 4. Is from an Engineering background but is presently working in a non engineering industry
- B. Has no criminal record and is not and has never been involved in /linked to any activity/behaviour that could be or is deemed as inciteful.
- C. Is legally resident in the UK

Other requirements are detailed below;

- a) Every member who has paid the annual subscription determined by the Executive Committee shall have one vote;
- b) The Executive Committee may by unanimous vote and for good reason and in the interest of the organisation terminate the membership of any individual: provided

that the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend and two other members from Association, before a final decision is made.

- c) Subscription of membership is fixed at each general meeting and decided based on costs for venue hire and other activities to be undertaken by the association and shall be due soon afterwards in a single instalment. Members are encouraged to make donations to the Association if they so wish. Dinners and networking parties would be levied separately. Payments will be due in advance of the event.
- d) No member shall use the associations name or their position as members for personal interest or gain and all members must represent the association as detailed in this charter. All members must be aware of all remuneration or any contract entered into by Executive Committee.
- e) New Members shall be admitted to the association by the Executive committee and this will be determined by an interview process on a case by case basis.
- f) There shall be three Classes of membership;
 - 1. Member
 - 2. Affiliate member - Black community leaders and senior engineers in industry nominated and appointed by the Executive committee that will act in advisory roles.
 - 3. Associate member - Supporters of the objects of the association who may not be members because they do not share the experience of association members.

5. MEETINGS AND PROCEEDING OF THE MEMBERS

- a) Members shall hold bimonthly meetings throughout the year to pursue activities adopted at the Annual General Meeting except where events have been planned in advance of meetings. This will be the core activities of the Association.
- b) Meetings will be called by the Executive Committee. Notice will be sent at least 3 days before the meeting. The Executive Committee at not less than 2 days may also call a special meeting at any time.
- c) The chairperson of the Association shall act as chairperson of the meetings. If the chairperson is absent from any meeting, the chairperson will appoint a member of the Executive committee to take over the post. In case the chairperson is unable to appoint a member to chair the meeting, the members of the Executive Committee present shall choose a member of executive committee to chair the meeting.
- d) When necessary matters discussed shall be determined by a majority of votes of the members present and voting on the question, but in the case of equality of votes, the Chairperson of the meeting shall have a second or casting vote.

- e) Rules for the conduct of their meetings and custody of documents may be altered as required. No rules may be made which are inconsistent with this constitution.
- f) A member of the Executive committee will be selected to take minutes at the meetings which will be drafted and sent out to members and will be uploaded by the Secretary to the member's page on the secured member's page of the association's website. Paper copies of minutes are to be kept by the Secretary for the purpose of the proceedings at the member meetings and record keeping.

6. EXECUTIVE COMMITTEE

During the Annual General Meeting, the members shall elect from amongst themselves the Executive Committee: a Chairperson, a deputy chairperson, a Secretary, a financial officer/treasurer, a training and development coordinator, a Public relations officer and an Events coordinator who shall hold office from the conclusion of that meeting.

- a) The executive committee shall consist of not less than 3 and no more than 7 members elected at the Annual General Meeting who shall hold office from conclusion of that meeting.
- b) All the members of the Executive Committee shall retire at the end of the Annual General Meeting next after the date on which they come into office but they may be re-elected or re-appointed.
- c) The proceedings of the Executive Committee shall not be invalidated by any vacancy amongst them or by any failure to appoint or any defect in the appointment or qualification of a member.
- d) No person shall be entitled to act as member of the Executive Committee whether on a first or on any subsequent entry in the office until after verbal confirmation of acceptance willingness carry out their duties as detailed in this charter.
- e) Members of the Association shall consider that anyone who stands for election as treasurer is honest, competent and has some experience of handling money and accounts.
- f) The association shall have a bank account and all donations and subscription fees paid by members shall be deposited into this account. An independent body shall be appointed to manage the account and members shall be notified of all monies withdrawn from the association's account including the purpose for the withdrawal and how the money was spent.

7. POWERS OF THE EXECUTIVE COMMITTEE

In furtherance of the objects but not otherwise, the Executive Committee may exercise the following powers:

- a) Powers to raise funds and invite or receive donations, whether by subscription or otherwise provided that the Association shall not undertake or engage in any profit making activities;
- b) To network and liaise in partnership with other charities, voluntary bodies, statutory agencies and local authorities operating in furtherance of the objects or similar charitable purposes and exchange information, knowledge and advice with them;
- c) To purchase, take on lease or in exchange any property necessary for achievement of the objects and to maintain and equip it for use;
- d) To sell, lease mortgage and turn to account all or any of its property or subject to such consents as may be required by law;
- e) To subject to any consent required by law to borrow money and to charge all or any part of the property of the association with repayment of the monies so borrowed;
- f) To employ such staff (who shall be not members of the Executive Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions;
- g) To establish or support any charitable trusts, associations or institutions formed for all or any of the objectives;
- h) To collect and disseminate information on all matters relating to its objects, and to exchange such information with other bodies having similar objects and to circulate the same whether for payments or otherwise;
- i) To appoint and constitute such advisory committees as Management Committee may think fit;
- j) To do all such other lawful things art necessary for the achievement of the objects.

8. TERMINATION OF MEMBERSHIP OF EXECUTIVE COMMITTEE

A member of the Executive Committee shall cease to hold office if she or he:

- a) Is disqualified from acting as a member of Executive Committee by virtue of section 45 of the charity act 1992 [or modification of that provision];
- b) Become incapable by the reason of illness, mental disorder, or injury of managing and administering her/his own affairs;
- c) Is absent without the permission of the Executive Committee from all their meetings held during six months and the Executive Committee resolve that her/his office be vacant;
- d) Notifies to the Executive Committee a wish to resign [but only if at least three members of the Executive Committee] will remain in the office when the notice of resignation is take effect.

9. MEETINGS AND PROCEEDING OF THE EXECUTIVE COMMITTEE

- a) The Executive Committee shall hold at least 3 meetings each year. A special meeting may be called at any time by the Secretary or by any two members of the Executive Committee upon not less than 2 days notice being given to other members of the matters to be discussed.
- b) An executive committee meeting must comprise of two executive members and the associations chairpersons. Pre- meeting briefings in advance of bimonthly meetings must be held by at least 3 Executive committee members
- c) The chairperson of the Association shall act as chairperson of the meetings. If the chairperson is absent from any meeting, the chairperson will appoint a member of the Executive committee to take over the post. In case the chairperson is unable to appoint a member to chair the meeting, the members of the Executive Committee present shall choose a member of executive committee to chair the meeting
- d) Every matter discussed shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question, but in the case of equality of votes, the Chairperson of the meeting shall have a second or casting vote.

10. MANAGEMENT COMMITTEE AND TRUSTEES

- a) The management Committee shall be made up of all Executive Committee members and two auditors appointed by members of the Association.
- b) The Management Committee members shall have the duty to see that the organisation is being properly managed and ensure that funds are being spent appropriately for charitable purposes.
- c) The main financial responsibilities of the Management committee are:
 - Comply with legal requirements;
 - Approve and monitor budgets;
 - Ensure that proper control is exercised over income and expenditure
 - Oversee fundraising policy and activities of the organisation;
 - Ensure tax affairs are managed effectively;
 - Ensure that the organisation's funds are used in accordance with the constitution, Executive committee decisions and financiers conditions;
 - Ensure funds are spent for the purpose for which they were given and the Executive committee is not spending funds on activities outside the remit of the constitution.
- d) The Management Committee constitutes the trustees of the Association and shall be responsible for the title deeds to all real or personal properties which may be acquired or on behalf of the organisation and shall be invested in co- operation lawfully entitled to act as custodian trustee.
- e) The Management Committee shall meet regularly and not less than three times a year. Minutes of meetings of the Management Committee shall be kept and copies of the organisation's management committee agendas, and minutes shall be supplied to the commissioners, charity commission and local authority on request.
- f) A trustee shall not be liable for acts and defects of its members.

11. RESPONSIBILITIES OF THE MANAGEMENT COMMITTEE

The Management Committee member's responsibilities are stipulated in clauses 10.

a) Chairperson shall have two separate parts of his/her role:

- Planning and running meetings, being sure everything is covered and decisions are made when required, keeping order, helping the group to deal with differences of opinion and conflict, being sure everyone who wants to has a chance to speak;
- Ensuring the organisation as a whole sets and sticks to its policies and priorities, serving as a spokesperson for the group, making essential or emergency decisions between
- Committee meetings, helping workers deal with difficult situation.
- The Chairperson shall liaise regularly with the Secretary and ensure she/he knows enough about current issues within the organisation to be able to stand in at short notice.

b) The Secretary shall stand in for the Chairperson and help with difficult decisions between meetings.

c) The Secretary's role shall have two distinct aspects:

- Helping the chair plan meetings, ensuring they are held according to the constitution, ensuring notices of meetings or agendas are drawn up and sent out in advance if required and members receive all necessary information, taking and distributing minutes, helping the chair ensure decisions are made when required;
- Dealing with correspondence, ensuring the appropriate people are notified of correspondence, sending out publicity or other information about the organisation.

d) Treasurer shall be responsible for ensuring that:

- The Association's funds are handled in accordance with its constitution and or management decisions;
- All income received is recorded and ensuring that any outstanding sums due are collected;
- All expenditure incurred on a specified project is recorded and clearly detailing how the money was spent;
- The financial position of the project is reported periodically to the management committee or its equivalent with analysis of expenditure against approved budget heads;
- Every authorised person handling cash on behalf of the organisation accounts for the transaction in an approved manner;
- An income and expenditure account and balance sheet are prepared annually for submission to the independent auditors appointed by the association;
- A financial report is prepared based on income and balance sheet for consideration at the Annual General Meeting of the Association.

e) The two auditors shall be responsible for ensuring that:

The Association is being properly managed and funds are spent correctly and appropriately for charitable purposes.

12. RECEIPTS AND EXPENDITURE

The funds of the association, including donations, and bequests, shall be paid into the association's bank account of the name of "AFBE-UK", operated by the Management Committee. There shall be at least two signatories to the account and all cheques drawn on the account must be signed by the Chairperson and the Treasurer.

All funds belonging to the charity shall be only applied to further the objectives of the association.

13. ACCOUNTS

The Management Committee shall comply with their obligations under the charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:

- Keeping of accounting records;
- Preparation of Annual statements of account;
- Auditing or independent examination of the statements of account;

14. PROPERTY

Subject to the provisions of sub-clause 2 of this clause, the Management Committee shall cause the title to:

- All land held by or in trust for the association which is not vested in the official custody;
- All investments held by or on behalf of the association; to be vested either in a corporation entitled to act as custodian trustee or in not less than six individuals within the management committee. Provided they act only in accordance with the lawful direction of recommendations from the management committee meetings.

15. ANNUAL REPORT AND RETURN

The management committee shall comply with their obligations under Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report.

16. ANNUAL GENERAL MEETING

- a) There shall be an Annual General Meeting of the charity which shall be held in the month of January in each year or as soon as practicable thereafter.
- b) Every general meeting shall be called by the Executive Committee. The Secretary shall give at least 10 days notice of the Annual General Meeting to all the members of the association. All the members shall be entitled to attend and vote at the meeting.
- c) The management Committee shall present to the members during each annual meeting the report and accounts of the association for the preceding year.
- d) Before any other business is transacted at the first Annual General Meeting the persons present shall appoint a Chairperson of the meetings. But if she/he is not present, before any other business is transacted, the persons present shall appoint a chairperson of the meeting.
- e) Nomination for the election to the Executive Committee must be made by the members in writing and nominations will be held by the Secretary of the Executive Committee at least 3 days before the Annual General Meeting. Should nominations exceed vacancies, elections shall be ballot.
- f) The Association can invite a non member to attend this meeting as observer.

17. SPECIAL MEETINGS

The Executive Committee may call a special general meeting of the association at any time if at least 5 members request such meeting in writing. At least 3 days notice must be given. The notice must state the business to be discussed.

18. ALTERATIONS TO THE CHARTER

Alterations of this charter shall receive the assent of two-third of the members present and voting at an Annual General Meeting, A resolution for alteration of the constitution must be received by the Secretary at least 21 days prior to the meeting. However, no alterations to clause 3 (objects), clause 19 (dissolution) or this clause shall take effect until the approval in writing of charity commissioners or other authority having charitable jurisdictions shall have been obtained.

No alterations shall be made to this charter which would cause the Association to cease to be at law.

ORIGINAL

19. DISSOLUTION

The Association may be dissolved at any time by two-third majority resolution of those present and voting at a special meeting called for that purpose. Notice of the said meeting must be given to any paid up and active members at least 21 days in advance.

The decision concerning such a meeting shall be taken by the Executive committee in consultation with the management committee.

Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institution having objectives similar to objectives of the association as the members of the charity may determine or failing that shall be applied for some other charitable purpose.

A copy of the statement of the account or account and statement for the final accounting period of the charity must be sent to the local authority, network agencies and commissioners.

The persons whose signatures appear at the bottom of this document adopted this charter on the 26th January 2007. *CON REQUEST SOME NAMES HAVE BEEN DELETED FROM THIS LIST*

1. MMITWA CHIBWA - *Chibwa*
2. OLLIE FOLAYAN - *Folayan*
3. *[Signature]*
4. IAN DOLOR - *IDL*
- 5.
6. *Nike Folayan - Folayan*
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