

# The Constitution



***This document is the Constitution of Brick Central LUG. It includes the rules by which the Group is run and to which Members and Officers must adhere.***

## **1 NAME**

1.1 The official name of the organisation is 'Brick Central LUG'.

## **2 AIMS & OBJECTIVES**

- 2.1 To provide a forum, based in the Midlands area of the UK, for adult fans of LEGO to meet and exchange ideas
- 2.2 To publicise the community of adult fans of LEGO to the general public.
- 2.3 To organise, and help in the organisation and publicity of, meetings of members, and shows for members and the general public.
- 2.4 To act as the representative of adult fans of LEGO in dealings with other organisations. Specifically, to develop the relationship between the Group and its members, and The LEGO Group.

## **3 TERMS USED**

- 3.1 Within this document, the following words and expressions have the following meanings.
  - 3.1.1 The 'Group' or 'BC' means Brick Central LUG .
  - 3.1.2 'Member' means any person who has applied for, and been granted, membership of the Group and who has paid his/her subscription.
  - 3.1.3 'AFOL' means Adult Fan of LEGO: a person over the age of 18, who is eligible to be a member of the Group.
  - 3.1.4 The 'OC' means the Organising Committee of Brick Central (see Section 6 for definition).
  - 3.1.5 'Officer' means a member of the Organising Committee.
  - 3.1.6 'Committee Meeting' means a meeting of the Organising Committee, which may be held in a physical location or by electronic means if this is acceptable to all participants.
  - 3.1.7 'AGM' means the Annual General Meeting of the Group.
  - 3.1.8 'SGM' means a Special General Meeting of the Group.
  - 3.1.9 'General Meeting' means either the AGM or an SGM.
  - 3.1.10 'BC Website' means [www.BrickCentral.org](http://www.BrickCentral.org)
  - 3.1.11 'Facebook Group' means [www.facebook.com/groups/BrickCentral/](http://www.facebook.com/groups/BrickCentral/)
  - 3.1.12 'Facebook Page' means [www.facebook.com/BrickCentralLUG/](http://www.facebook.com/BrickCentralLUG/)

- 3.1.13 'LAN' means LEGO Ambassador Network
- 3.1.14 'RLUG' means Recognised LEGO User Group

## **4 MEMBERSHIP**

### **4.1 Eligibility**

- 4.1.1 Membership will be granted to any person over the age of 18 years who has applied to the Group for membership and has paid the annual subscription that was in force when their application was made.
- 4.1.2 Affiliate membership will be granted to any person over the age of 8 years but under the age of 18 years who's parent or guardian is a fully paid up member.

### **4.2 Applications**

- 4.2.1 Application for membership will be made by means of a standard application form, which will be submitted by electronic means, through the website.
- 4.2.2 Applications for membership will be granted by default, but may be subject to review and rejection by the OC within the first six months of membership.

### **4.3 Suspension, barring and expulsion**

- 4.3.1 In exceptional circumstances, the OC may bar an applicant from becoming a Member of the Group if it is agreed by majority vote of the OC. The decision including reasons for barring must be declared to the membership.
- 4.3.2 The OC will have the power to suspend membership or any of the privileges or rights of membership, including voting, if it is apparent to the OC that a Member is not abiding by the constitution or by-laws of the Group.
- 4.3.3 Justifiable grounds for expulsion of a current member from the Group will include compelling evidence of any of the following:
  - (a) Non-payment of subscription fees.
  - (b) Theft, embezzlement or fraud.
  - (c) Physical or psychological abuse or intimidation.
  - (d) Bringing the Group into disrepute.
  - (e) Other behaviour or actions deemed unacceptable by a majority vote of the OC.
- 4.3.4 The procedure for suspension and/or expulsion of a Member will be as follows:
  - (a) First written warning issued privately to the individual.
  - (b) If the warning has not resolved the situation, the OC will suspend membership and associated rights. Written notification and explanation will be issued to the individual.
  - (c) If, following suspension of membership, the issue cannot be resolved, the OC will expel the individual from membership of the Group. Written notification and explanation will be issued to the to the membership.
- 4.3.5 The timing of the procedure listed in Clause 4.3.4 will be appropriate to the particular circumstances and at the discretion of the OC.

## **5 MEETINGS OF THE GROUP**

### **5.1 The Annual General Meeting**

- 5.1.1 An AGM will be held each year.
- 5.1.2 All Members of the Group are entitled to attend the AGM.
- 5.1.3 The presiding Officer will be the Chairperson of the OC, or any current Officer if the Chairperson is not present.
- 5.1.4 The AGM agenda:
  - (a) The Chairpersons report will be circulated to all OC members no less than 7 days before the date of the AGM.
  - (b) The AGM agenda, which will include details of all nominees for election, will be circulated to all Members not less than 14 days before the date of the meeting.
  - (c) The Chairpersons report will be presented at the AGM by the Chairperson or appointed deputy.
  - (d) The summary of accounts will be presented at the AGM by the Treasurer and the full accounts will be available to be viewed by Members at the AGM.
- 5.1.5 The quorum for the Annual General Meeting is 20% of the total membership at the time.
- 5.1.6 Each Member will be able to cast 1 vote only in each election, or on any motion, resolution, or other elective procedure which may take place at any General Meeting, or in any other decision-making process.
- 5.1.7 Voting will be by electronic means prior to a Meeting, or a show of hands of those Members present at a meeting, aggregated with valid proxy votes (see Clause 5.1.8).
- 5.1.8 Proxy votes:
  - (a) Proxy votes for items in the agenda of the AGM must be registered with the Secretary, in writing or by electronic means, 7 days before the start of the AGM.
  - (b) The Meeting Secretary must register receipt of each Member's proxy vote, but not the nature of the vote, by means of a message (or messages) posted on the Facebook Group within 48 hours of the close of proxy voting (see Clause 5.1.8(a)).
  - (c) Without identifying the individual voters, the number of ballot votes and the number of proxy votes on each agenda item will be included in an appendix to the minutes of the AGM.
- 5.1.9 When the total votes cast are equal, the presiding Officer will have a casting vote. (If the presiding Officer is standing for re-election, see Clause 7.3.5.)
- 5.1.10 The minutes of the AGM are to be approved by at least two-thirds of the Officers and posted on the Group website within a maximum of 1 calendar month of the AGM.

### **5.2 A Special General Meeting**

- 5.2.1 An SGM of the Group will be held whenever the OC decides one is required or whenever 50% of the total current Members request one, by individual demand by letter or by electronic means, delivered to the Meeting Secretary.
- 5.2.2 All Members of the Group are entitled to attend an SGM.
- 5.2.3 An agenda and copies of papers relating to such a meeting will be circulated as per the arrangements for the AGM (see Clauses 5.1.4(a) and 5.1.4(b)).
- 5.2.4 An SGM will be conducted in the same way as an AGM (see Section 5.1), with the exception that the Chairpersons Report and summary of accounts will not be required and the full accounts will not be available.

### 5.3 **Regular Meetings**

- 5.3.1 The OC will organise at least 5 meetings in addition to the AGM.
- 5.3.2 Meeting dates will be set and advertised at the beginning of each year, wherever possible.
- 5.3.3 Meetings will primarily be held around the Midlands area, with exceptions made for special visits to places of interest to the membership or to other LUGs.

## 6 **THE ORGANISING COMMITTEE**

### 6.1 **Function**

- 6.1.1 The OC will control the affairs of the Group.
- 6.1.2 The OC will have the power to introduce and remove by-laws, being not inconsistent with the rules of the Constitution, to cover any matter arising in the management of the Group. By-laws do not form part of the Constitution.
- 6.1.3 In any case of doubt as to the meaning of a rule, or its applicability to a particular matter, the OC will have the power to decide the issue.
- 6.1.4 The OC may decide to propose affiliations with other organisations. Any such affiliation must be put to a membership vote at a General Meeting.
- 6.1.5 The OC will have the power to deal with any matter not covered by this Constitution. The OC will inform the membership of any significant decisions taken under this clause.
- 6.1.6 The OC will communicate to the membership, in a timely manner via the Facebook Group, any significant decisions they have made, together with their rationale. The OC will also communicate any significant issues that are under consideration in order to seek comments from Members where appropriate.

### 6.2 **Structure of the OC**

- 6.2.1 The OC will consist of the Officers of the Group, namely: a Chairperson, an Ambassador, a Treasurer, a Meeting Secretary, a Member Secretary, a Social Media Co-Ordinator, a Website Co-Ordinator and an Events Co-Ordinator.
- 6.2.2 The OC may appoint sub-committees to deal with specific matters. The OC may co-opt Members of the Group to any sub-committee appointed under this rule. Such subcommittees will exist until dissolved by the OC.
- 6.2.3 All Officers and members of sub-committees must be fully paid-up members of the Group throughout their tenure.
- 6.2.4 A listing of names of all Officers will be maintained on the BC website.

### 6.3 **Roles and responsibilities of the Officers**

- 6.3.1 The Chairperson will:
  - (a) Act as the presiding Officer of OC meetings and General Meetings. If unavailable, the Chairperson will assign another Officer to preside.
  - (b) Set the agenda for OC meetings and General Meetings.
  - (c) Set the date, time and place of General Meetings.
  - (d) Prepare or oversee preparation of the Chairpersons report and present it at the AGM.
  - (e) Provide honest and complete answers at the AGM to any questions raised by Members.
- 6.3.2 The Ambassador will:
  - (a) Act as the primary contact between The LEGO Group and the Group.

- (b) Work to become and remain a member of the LAN as the Group representative.
- (c) Manage the Group in order to fulfil and comply with all requirements of the RLUG scheme.
- (d) Manage all RLUG support for the Group, and ensure that fairness, equality and transparency are employed at all times.

6.3.3 The Treasurer will:

- (a) Take charge of the funds of the Group which will be paid into the Group's bank account, Paypal Account or held as petty cash. All money received on behalf of the Group will be paid to the Treasurer and he/she will pay all demands under the authority of the OC.
- (b) Manage all payments made by cheque drawn on the Group's bank account and ensure each cheque is signed by 2 of the following Officers: the Ambassador, the Chairperson, the Secretary, the Treasurer.
- (c) Provide a full and complete account annually and whenever required to do so by resolution of the OC.
- (d) Maintain a register of all assets owned by the Group, as well as their whereabouts.
- (e) Prepare a summary of accounts to be presented at the AGM (as detailed in Clause 5.1.4(d)), and also publish this on the Facebook group at least 7 days before the AGM.
- (f) Provide honest and complete answers at the AGM to any questions raised by Members in response to the summary of accounts.

6.3.4 The Meeting Secretary will:

- (a) Keep adequate records of all the proceedings of the OC and its sub-committees.
- (b) Distribute the agendas for OC meetings and General Meetings.
- (c) Make relevant bookings for all aspects of member meetings, such as venues, activities, catering, etc.
- (d) Record and produce minutes for all General Meetings as defined in Clause 5.1.10
- (e) Receive and count ballot and proxy votes for elections, or on any motion, resolution, or other elective procedure which may take place at any General Meeting, or any other decision-making process. Also ensure that Members who submit proxy votes do not also vote in person.
- (f) If there is any possible conflict of interest, such as if the current Meeting Secretary is standing in the election, the duties defined in Clause 6.4.3(d) will be performed by another Officer appointed by the Chairperson.

6.3.5 The Member Secretary will:

- (a) Keep a register of Members.
- (b) Receive and process applications for membership in a timely manner and coordinate with the Treasurer regarding receipt of membership subscriptions.
- (c) Ensure all new members are provided a relevant information pack about the LUG, and all current membership pack content in a timely manner.
- (d) Manage membership of the Facebook Group.
- (e) Manage LUG membership enquiries from all sources.
- (f) Actively recruit LUG members at events/shows.
- (g) Take the lead role in building and managing the annual membership pack.

6.3.6 The Social Media Co-Ordinator will:

- (a) Manage BC Social Media accounts, increasing BC presence across a variety of platforms.
  - (b) Provide admin support on BC Facebook Group.
  - (c) Actively source new and relevant content from BC Members.
  - (d) Create content to be posted on social media.
- 6.3.7 The Website Co-Ordinator will:
- (a) Manage all aspects of BC website.
  - (b) Ensure BC website remains current and accessible.
- 6.3.8 The Events Co-Ordinator will:
- (a) Take the lead role in organising 2 annual BC LUG events as set out in clause 9.1.
  - (b) Work with partner organisations to effectively support and manage LEGO based events as set out in clause 9.2.1
  - (c) Create and manage a directory of exhibitors and their current displays from the BC membership which can be used to support events and LAN opportunities.
  - (d) Create and manage a directory of LEGO based traders and businesses from the BC membership which can be used to support events.
- 6.3.9 All Officers of the Group who under these rules or in following these rules have the custody of any books, documents, records, property or money belonging to the Group must, on request, surrender them to the OC. They will also at any time produce them for inspection by another Officer.
- 6.4 **Meetings of the OC**
- 6.4.1 A special meeting of the OC will be called at the discretion of the Chairperson, or on receipt, by the Meeting Secretary, of a written request for a special meeting from more than half the members of the OC.
- 6.4.2 At any meeting of the OC, each Officer present will have 1 vote on each item of business that the Chairperson deems necessary to put to a vote, unless they are also acting as described in Clause 6.4.3 below.
- 6.4.3 Any Officer of the OC who is unable to attend a meeting may nominate a deputy. The deputy must be a Member of the Group. A deputy will have 1 vote on each item of business and will count towards the quorum for each vote. Where such a deputy is an Officer of the OC in their own right, they will have an additional vote and an additional place in the quorum for each nomination.
- 6.4.4 In the event that any member of the OC resigns or ceases to satisfactorily fulfil the responsibilities of their role (as defined in Section 6.3), the OC may at any time appoint, by a majority vote of the remaining OC Officers, a Member to fill the vacancy on a temporary basis until the next General Meeting of the Group.
- 6.4.5 3 Officers of the OC will form a quorum. Any resolution or item passed by a majority of the Officers present and voting at a quorate meeting of the OC will be a decision of the OC. In the event of an equality of voting, the Chairperson will have a casting vote.
- 6.4.6 Formal minutes will be kept of all OC meetings, including special meetings. A summary of decisions will be made available on the Facebook group no later than 28 days after the meeting.

## 7 **NOMINATION AND ELECTION OF OFFICERS**



7.1 **Eligibility**

7.1.1 Any Member of the Group is eligible to put themselves forward as a candidate for nomination.

7.2 **Nominations**

7.2.1 Nominees for the positions of Officers must be proposed by 3 Members, excluding themselves. The proposal must be made to the Chairperson, in writing or by electronic means, to be received at least 21 days before the General Meeting at which the election will occur.

7.3 **Elections**

7.3.1 The Officers of the Group will be elected at the AGM, unless a mid-term vacancy occurs.

7.3.2 The winner of an election will be the person receiving the most votes in a ballot.

7.3.3 In the event of 2 or more candidates receiving the same number of votes, the presiding Officer will exercise his/her casting vote to determine the winner.

7.3.4 In the event that the presiding Officer is standing for re-election (i.e. the Chairperson or otherwise), the OC will appoint a second Officer to temporarily take over as presiding Officer and, if required, to cast the deciding vote.

7.4 **Length of tenure**

7.4.1 Officers of the OC will hold office for 2 years.

7.4.2 There is no upper limit to the number of terms, successive or non-successive, that an individual Member may serve as an Officer.

7.4.3 There is no upper limit to the number of times an individual Member may stand for election.

7.5 **Officer seeking election to another post**

7.5.1 In the event of a serving Officer wishing to stand for a different OC post, the said Officer will be obliged to give notice to resign from their current post no later than when the call for nominations would normally be issued. The said Officer will relinquish their post upon the election regardless of whether or not they have been successfully elected to the new post. This is to enable the election of a replacement to the post they are vacating.

**8 FINANCE**

8.1 **Subscriptions**

8.1.1 Each Member will pay an annual subscription.

8.1.2 The subscription rate and date of effect will be set by the OC.

8.1.3 Subscriptions will fall due on April 1<sup>st</sup> each year.

8.1.4 Existing Members who fail to pay their subscription by April 1<sup>st</sup> will have membership suspended.

8.1.5 The annual subscription rate for Members is £12.00. This rate applies from on April 1<sup>st</sup> 2018.

8.1.6 The subscription rate for joining Members will be reduced to £6 from October 1<sup>st</sup> to recognise that less than half the year remains.

8.1.7 The OC will review the subscription cost on an annual basis. If an increase is deemed necessary by the OC, the proposed increase will be communicated in writing by March 1<sup>st</sup>.

8.2 **The financial year**

8.2.1 The financial year of the Group will start on the first of April and end on March 31<sup>st</sup>.

8.3 **Financial assistance offered by the Group**

8.3.1 The OC may, if it is agreed to be appropriate, grant, wholly or in part, financial assistance for reimbursement of expenses reasonably incurred by groups, or individuals, taking part in events arranged under the auspices of the Group, or other events at which the Group is represented, as long as prior approval to participate has been obtained from the OC.

#### 8.4 **Donations**

8.4.1 The Group will be open to receive donations.

8.4.2 All donations will be entered into the Group accounts by the Treasurer and the membership will be informed of the donation, the donor and any terms and conditions that the OC have agreed to in connection with the donation.

#### 8.5 **Insurance**

8.5.1 The Group will not normally maintain insurance cover. The OC will decide whether insurance cover is required for any particular event or for any other reason.

#### 8.6 **Bank Account**

8.6.1 BC shall open a bank account suitable for community groups under the name of "Brick Central LUG".

8.6.2 The account shall have 3 signatories – The Treasurer, the Ambassador, and the Chairperson.

8.6.3 The Treasurer will have responsibility for the management of the account, utilising online and/or telephone banking wherever required.

8.6.4 Bank statements will be made available for inspection by OC at any time.

#### 8.7 **Charity**

8.7.1 The OC will assess funds raised throughout the year prior to the AGM. If it is deemed appropriate, taking into consideration all planned activity for the upcoming year, a donation will be made to a charitable cause, voted upon by members at the general meeting.

### 9 **EVENTS**

#### 9.1 **RLUG Events**

9.1.1 The Group will aim to organise 2 public events each year.

9.1.2 These events will aim to:

(a) Showcase Members LEGO builds,

(b) Bring like minded AFOLs together, from the Midlands and beyond,

(c) Inspire the next generation of LEGO builders,

(d) Promote the Group and the benefits of RLUG membership.

9.1.3 BC Events will be organised by the OC, lead by the Events Co-Ordinator.

9.1.4 BC Events will aim to provide display space for every Member (minimum of 1x 32x32 baseplate)

#### 9.2 **Partner Events**

9.2.1 The group may provide Exhibitors and Event management to external organisations if deemed to bring benefit to the group by the OC. (i.e. cover Exhibitor expenses).

### 10 **ONLINE ACTIVITY**

#### 10.1 **Online Etiquette**



- 10.1.1 The OC will act as Admin for the BC Facebook Group.
- 10.1.2 Much of BC activity takes place online. It is therefore important that all Members:
  - (a) are respectful,
  - (b) avoid strong/bad language,
  - (c) be aware of how comments might be read,
  - (d) cite all sources of shared information,
  - (e) be forgiving.
- 10.1.3 Private sales and advertising posts are only permitted 2 days per week, limited to 1 post per week.
- 10.1.4 Any post deemed illicit, illegal or any content which could bring the LUG into disrepute will be deleted immediately.
- 10.1.5 Members that fail to adhere to any BC online etiquette will be muted. Repeated disregard for rules will result in further action being taken, decided by the OC on a case to case basis.

## **11 DISSOLUTION OF THE GROUP**

### **11.1 Means of dissolution**

- 11.1.1 The Group may be dissolved:
  - (a) At a General Meeting, or
  - (b) By a resolution, carried by at least a two-thirds majority, of the OC, if there are not enough Members (wherever they may be) left in the Group to form a quorum at a General Meeting, or
  - (c) By a resolution, carried unanimously, of the OC, if there are not enough Members (wherever they may be) left in the Group to form a quorum at a General Meeting, and if there are not enough members (wherever they may be) of the OC to form a quorum.

### **11.2 Date of resolution**

- 11.2.1 The resolution to dissolve the Group must specify the date upon which the Group will be dissolved, and the charity to which any remaining funds will be donated.

### **11.3 Disposal of funds and assets**

- 11.3.1 In the event of the dissolution of the Group, all funds held by the Group will be donated to a charity. The charity will be determined by a resolution at the General Meeting which sanctions the dissolution of the Group.
- 11.3.2 The other assets of the Group will be disposed of by the OC at its discretion.

## **12 THE CONSTITUTION**

### **12.2 Amendments to the constitution**

- 12.2.1 Any change to the Constitution requires a majority vote of at least 75% of the membership, to be held online within 4 weeks prior to a General Meeting.
- 12.2.2 Proposed changes to the Constitution will only be presented for membership vote if first agreed by a majority vote of the OC.
- 12.2.3 Proposed changes to the Constitution can be put forward to the OC by any Member of at least one year's standing.