

Compass Constitution

COMPASS CONSTITUTION

As amended February 2013

1. Name

1.1 The name of the organisation is 'Compass'.

2. Objects & values

2.1. Compass is committed to help build a Good Society; one in which there is far greater social, political and economic equality; where democracy is deepened at every level of the state, our workplaces and communities; where the sustainability of the planet is made an urgent priority and we recognise our interconnected fate across all nations; a society where the market is made to work as the servant of society.

Compass wants to see a transformed Labour Party working with other parties, organisations and individuals in pursuit of this goal of the Good Society.

2.2. In support of this objective Compass shall have power to carry out any lawful activity whatsoever.

3. Membership

3.1. Membership shall be open to any individual who supports the objects and values of Compass set out in clause 2.1

3.2. The Management Committee may refuse membership to any person if they consider it in the interests of Compass to do so.

3.3. A member's membership shall end if they fail to pay their subscription by a date set by the Management Committee.

3.4. The Management Committee may end the membership of any person if they consider it in the interests of Compass to do so, provided that they state their reasons and allow the person concerned to make representations to them before making a final decision.

4. General Meetings

4.1. The Management Committee shall call an annual general meeting of members at least once in each calendar year, and may call additional general meetings.

4.2. . Members shall each have one vote at a general meeting

4.3. . Members shall be able to vote by postal or electronic proxy on all substantive matters voted on at a general meeting.

4.4. The following powers are reserved to the members in a general meeting:

4.4.1. The amendment of this constitution.

4.4.2. The merger or dissolution of Compass.

4.5. General meetings shall be governed by standing orders approved by the Management Committee.

5. Management Committee

5.1. Compass shall be managed by a Management Committee.

5.2. Eight members of the Management Committee shall be elected by and from all members of Compass. Not fewer than three of those elected shall be women and no fewer than three shall be men.

5.3. One member of the Management Committee shall be elected by and from members resident in Scotland

5.4. One member of the Management Committee shall be elected by and from members resident in Wales.

5.5. The Compass Parliamentary Spokesperson shall be a member of the Management Committee and shall be elected by all members from among Members of the UK House of Commons who are members of Compass.

5.6. The Chair of Compass Youth shall be a member of the Management Committee *ex officio*.

5.7. The election of Management Committee members shall take place once in each year. It shall be conducted as a single transferable vote election in each category. The election shall be conducted by a ballot issued to all members at their registered addresses. Electronic means may be used for distribution and voting. The Management Committee shall approve the detailed arrangements for the election.

5.8. Where a Management Committee position is not filled at the annual election, or falls vacant during the year, the Management Committee may at its discretion hold a by-election, co-opt an additional member or leave the position vacant.

5.9. The Management Committee may co-opt up to four further members of the Management Committee, who shall serve for a period of one year. Members may be co-opted on more than one occasion. The Management Committee shall have regard to the need to secure a reasonable gender/ethnic balance on the Management Committee when making co-options.

5.10. Only members of Compass may be members of the Management Committee.

5.11. The Management Committee may exercise all powers and duties of Compass, other than those reserved by this constitution to the members in a general meeting. The Management Committee shall exercise its powers in a manner consistent with any decision of members in a general meeting.

5.12. The Management Committee may delegate any of its powers and duties to one of its members, or to a sub-committee of two or more of its members.

5.13. The Management Committee shall, at its first meeting after the annual election of the Management Committee, elect a chair, vice-chair, secretary and treasurer from among its members. The Management Committee may from time to time elect such other officers as it may decide.

5.14. The General Secretary of Compass shall be entitled to attend and speak at meetings of the Management Committee, but will have no voting rights. No paid employee may be a member of the Management Committee.

5.15. The Management Committee shall regulate its own conduct, whether by adopting standing orders or otherwise.

5.16. The Management Committee may approve the creation of groups of Compass members. The constitutions of such groups shall be subject to the approval of the Management Committee. Such groups may be dissolved by the Management Committee, and any surplus funds shall become the property of Compass.

5.17. The Management Committee may hold ballots on party political issues of those individual Compass members who are, or who are eligible to be, individual members of the political party in question.

6. Finance

6.1. Members and associates shall pay a minimum annual subscription set by the Management Committee.

6.2. The Management Committee, normally acting through the Treasurer, shall ensure that proper controls are maintained over the funds of Compass, that proper accounting records are kept and that annual accounts giving a true and fair view of its financial affairs are submitted to a general meeting.

6.3. No distribution of any surplus shall be made to members of Compass.

7. Amendment

7.1 This constitution may be amended by a resolution of a general meeting carried with twice as many votes cast in favour as are cast against. This clause, clause 6.3 and clause 8 may not be amended.

8. Merger and dissolution

8.1. Compass may be merged with another organisation with similar objects, or dissolved, by a resolution of a general meeting carried with twice as many votes cast in favour as are cast against.

8.2. On dissolution of Compass, its assets shall not be distributed to its members, but shall be distributed to one or more organisations with compatible objects specified in the dissolution resolution. If this is not done for any reason any assets shall be given to the Labour Party.

Standing Orders for the AGM

STANDING ORDERS FOR ANNUAL GENERAL MEETING

Time, duration, date and place of meeting

1. The Management Committee shall decide the time, date and place at which the AGM shall be held, and may determine the duration of the meeting subject to it being at least one hour.

Notices of meeting

2. The Management Committee shall give to members: -
 - a. At least six weeks' notice of the date, approximate time and general location of the AGM.
 - b. At least four weeks' notice of the exact time and place of the AGM
3. All notices and papers for the AGM may be circulated electronically to members with a valid email address. Any member may request a paper copy of the papers.
4. The business of an AGM shall not be invalidated because of an accidental failure to send a notice or paper to a member, or their failure to receive it.

Documents for consideration by members

5. The Management Committee shall send to members at least six weeks before the AGM: -
 - a. An Annual Report and Accounts relating to the previous year ended 31 March as approved by the Management Committee
 - b. A draft paper of the general political positioning of Compass and its planned activities for the following twelve months ('the draft paper')
6. A date shall be set, not less than two weeks after the circulation of the draft statement, by which members may submit proposed amendments to it. Members may not propose amendments to the Annual Report and Accounts.
7. The Management Committee shall consider the amendments submitted by members. They may accept into the paper any amendments they consider appropriate and uncontroversial. They shall edit and consolidate other amendments as they see fit into a form they consider suitable to be submitted to members to vote on.
8. A final draft version of the paper, together with the consolidated amendments shall be sent to members not less than two weeks before the AGM.

Other business of the AGM

9. The Management Committee or any member may submit proposed amendments to the Constitution of Compass, which must be consistent with the requirements of the relevant clause of the Constitution.

Voting on business of the AGM

10. The Management Committee may require: -
 - a. A member to have become a member by a specified date; and
 - b. A member to be paid up as at a specified date in order for them to be entitled to take part in the business of the AGM.
11. A member entitled to vote at the AGM may do so on every item to be considered by email or postal proxy, to be returned by a time specified by the Management

Committee not more than 48 hours before the commencement of the AGM, or in person at the meeting. Every member shall have one vote.

12. A member shall be entitled to vote in favour or against: -
 - a. Accepting the Annual Report and Accounts approved by the Management Committee
 - b. Accepting the paper proposed by the Management Committee
 - c. Each amendment to the paper as submitted to members by the Management Committee
 - d. Any proposed amendment to the Constitution
13. In the event of a tie on any vote the person in the chair at the AGM shall have a second casting vote.

Attendance at the AGM

14. Only members (not including associate members) who are entitled to take part in the business of the AGM may attend in person. The Management Committee may require members to notify their intention to attend in person by a specified date, and members who do not do so may be excluded from the AGM if there is insufficient space at the venue to admit them.
15. The Management Committee may invite or permit other persons to attend or to speak or both at the AGM at their discretion.

Chair of the AGM

16. The AGM shall be chaired by the first of the following who is present and willing to take the chair: the Chair of Compass, the Vice-Chair, a member of the Management Committee selected by the members of the Management Committee present at the meeting, any member elected from among the members present at the meeting.

Conduct of the meeting

17. The chair of the meeting shall have a general discretion to conduct the business of the meeting as he or she sees fit. The chair may take such steps as are necessary to keep order, including requiring anyone present who persistently disrupts the meeting after due warning to leave it.
18. Subject to the overriding authority of the chair, the meeting shall be conducted so as to permit members a reasonable opportunity to ask the Management Committee questions on any of the items they propose to the meeting, to move any amendments they have proposed and to speak in favour or against each item to be voted on.
19. At the end of each discussion, each item shall be put to the vote of the meeting, which shall be counted and aggregated with the proxy votes cast, unless the chair declares, without dissent being immediately expressed, that a vote is clearly in favour or against the item.
20. If the time allotted for the meeting is shortly to expire, the Chair shall immediately put all remaining items to the vote without further discussion.