

**The Rules
of the Bradford Society of Chartered Accountants
A Branch of the West Yorkshire Society of Chartered Accountants
Reprinted September 2010**

Note: throughout these rules gender-specific terms such as "he" and "his" should be taken to read inclusively: "he or she", "his or her" etc.

1 Names and Descriptions

- a) The name of the Branch is the "Bradford Society of Chartered Accountants (BSCA)" and is hereinafter described as the "BRANCH";
- b) The West Yorkshire Society of Chartered Accountants is hereinafter described as the "DISTRICT SOCIETY"; and
- c) The Institute of Chartered Accountants in England and Wales is hereinafter described as "THE INSTITUTE".

2 Area

The area of the Branch is the Metropolitan District of Bradford and the District of Craven in the County of North Yorkshire.

3 Objects

The objects of the Branch shall be:

- a) To assist the Institute through the District Society in the protection of the character, status and interests of the Members of the Institute residing, practising or working in the area of the Branch and in promoting and maintaining a high standard of professional practice and conduct;
- b) To consider, and if thought fit, to make representation to the Committee of the District Society to deal with matters affecting the interests of the profession at large;
- c) To arrange lectures and discussions on various matters relating to the Profession and to hold Dinners, Luncheons and Social Events;
- d) To promote the use of the ICAEW website (www.icaew.com) and Library (www.icaew.com/library) to Members of the Branch and their Chartered Accountant Students;
- e) To supervise the interests of the Chartered Accountant Students residing or training in the area of the Branch;
- f) To assist financially or otherwise Chartered Accountant Students' Societies operating within the area in the furtherance of their objects; and
- g) To do all things which may be necessary or advisable for the attainment of the foregoing.

4 Qualification for Membership

- a) Any Member of the Institute residing, practising or in service within the area of the Branch, on signing such declaration as may be required, shall be entitled to be admitted a Member of the Branch without payment of any entrance fee or subscription;
- b) The Committee may, in their discretion, elect to membership a Member of the Institute residing, practising or working outside the area of the Branch; and
- c) The facilities of the Branch shall be available to all Members of the District Society.

5 Cessation of Membership

Any Member may resign his membership at any time on giving notice in writing to the President; and further,:

A Member shall cease to be a Member of the Branch if:

- a) He ceases to be a Member of the Institute;
- b) He ceases to satisfy the conditions of membership prescribed in Rule 4(a) unless admitted under Rule 4(b); and
- c) He ceases to satisfy the object of the Branch prescribed in Rule 3(a).

6 Annual General Meeting

The Annual General Meeting of the Branch shall be held in May in each year.

7 Proceedings at Annual General Meeting

At the Annual General Meeting:

- a) The Committee shall present a report and submit the Accounts for the year ended the 31st December preceding;
- b) There shall be elected (under Rules 15 and 18) Members of the Committee to fill the vacancies; and
- c) Any other business of which notice has been received by the Secretary not less than 28 days before the meeting and has been given in the notice convening the meeting.

8 Special General Meeting

Special General Meetings for any purpose relating to the interests of the Branch may be convened by the Committee at such times as they think fit and the Committee shall call a Special General Meeting on the requisition in writing of not less than ten Members; only such business as is specified in the notice convening such Meeting shall be transacted thereat. The Notice of such meeting shall be sent to Members within 28 days of the receipt of such requisition.

9 Notice of Meeting

The Committee shall fix the date, hour and place of Meetings of the Branch, and the Secretary shall send not less than 14 days previous to the Annual General Meeting, or a Special General Meeting and not less than seven days previous to any other meeting, a notice to each Member intimating the date, hour, place and business of the meeting.

10 President

The President for the time being of the Branch shall be the Chairman of all meetings of the Branch and the Committee. In his absence, the Vice-President shall be Chairman. In the event of both being absent at the time appointed for a meeting, the Members present shall by open voting choose a Chairman from amongst themselves for the meeting.

11 Voting at Meetings

In the event of a difference of opinion arising upon any question at any meeting of the Branch or Committee, the opinion of the majority shall be decisive except where herein otherwise provided. In the case of an equality of votes, the Chairman of that meeting shall have a casting vote.

Any resolution or amendment of which at least 5 days' notice has been given, proposed and seconded at a Special General Meeting of the Branch shall be decided upon by a show of hands, and the declaration of the Chairman of the Meeting as to the result shall be final unless a poll be demanded.

At an Annual or Special General Meeting, a poll of Members of the Branch may be demanded by at least 10 Members present and entitled to vote at such meeting and, in that case, voting papers on the question involved shall be issued by the Secretary to the Members of the Branch within 14 days of the meeting, returnable within 10 days thereof to the Secretary and the report of the Secretary as to the result of the voting shall be reported to the Members within 28 days of the General Meeting and shall be conclusive.

12 Quorum

At all Committee meetings of the Branch three shall form a quorum. A quorum at an Annual General Meeting or a Special General Meeting shall be ten Members of the Branch. If there be not a quorum present fifteen minutes after the time appointed, the business shall be postponed to another General Meeting which shall be called by the Committee within 28 days, when the Members then present, whether a quorum or not, shall proceed to transact the business.

13 Management

The Management of the Branch shall be entrusted to a Committee comprising:

- Nine elected Members;
- The Five Honorary Officers as elected under Rule 14;
- The Immediate Past President;
- Any Member of the Council of the Institute having his principal place of business or office or employment within the area of the Branch;
- Any Member of the Branch serving on the Committee of the District Society;
- Any two representatives nominated by the District Society to serve on the Committee of the Branch; and
- One Chartered Accountant student appointed by the Committee of any Chartered Accountant Students' Society in the area of the Society.

Of the above, two should, ideally, not be engaged in public practice.

The Committee shall have power to co-opt not more than six Members of the Branch for special purposes for a period not exceeding three years.

Any elected or co-opted Member of the Committee who is absent from three consecutive meetings of the Committee shall cease to be a Member of the Committee unless a majority of the Committee agree that after enquiry, there is sufficient reason for such absence.

14 Honorary Officers

Prior to the Annual General Meeting in each year the Committee shall elect the following Honorary Officers to hold office for the ensuing year:

- President;
- Vice-President;
- Treasurer;
- Secretary; and
- Any other officer as the Committee may from time to time decide.

The Honorary Officers shall be ex-officio Members of the Committee during their period of office.

15 Elected Members of Committee

At each Annual General Meeting three of the elected Members shall retire; the Members to retire being those who have been longest in office since their last election. If more than three with equal service, the Committee will decide the order of rotation. Retiring elected Members (other than those retiring under Rule 17) shall still be eligible for re-election until the following Annual General Meeting.

- a) An elected Member shall assume office at the conclusion of the Annual Meeting at which the Member is elected;
- b) Any Member of the Committee on being elected by the Committee to the office of President or Vice President of the Branch shall forthwith cease to be an elected Member of the Committee under Rule 5 or an additional Member of the Committee under Rule 5;
- c) Nomination of candidates for election or re-election to the Committee at an Annual Meeting shall be made by notice in writing, and received by the Secretary not less than 28 days preceding the date of the meeting. Such notice shall be accompanied by an intimation in writing from each candidate of his willingness to serve if elected or re-elected, as the case may be;
- d) Notice of the names of all candidates nominated for election or re-election shall be sent to all Members of the Branch with the notice calling the Annual Meeting;
- e) If more than sufficient nominations are received to fill vacancies on the Committee, an election will be held at the Annual Meeting. The scrutineers shall be chosen from those Members of the Committee not seeking election. The nominees receiving the most votes from those Members of the Branch present at the meeting will be elected; and
- f) The declaration of the scrutineers as to the Members elected shall be final.

16 Vacancies on Committee

If at any Annual General Meeting the places of the retiring Members of the Committee have not been filled, the Committee shall have power to fill vacancies.

17 Casual Vacancy

Any vacancy occurring in the Committee, otherwise than hereinbefore provided, may be filled by the Committee, but any Member thus appointed shall only hold office until the next Annual General Meeting.

18 Nomination of Committee Members

Nominations of Committee Members shall be made in writing and shall state that the candidate has expressed his willingness to serve and shall be deposited with the Secretary at least 28 days before the Annual General Meeting.

19 Duties of Committee

The duties of the Committee shall be:

- a) To administer and control the affairs of the Branch;
- b) To carry out the objects of the Branch as defined in Rule 3; and
- c) To represent Members' interests to the Institute and the Institute's activities to Members.

20 Sub-Committees and Co-opted Members

The Committee shall have power to delegate its functions to Sub-Committees. The Committee shall have power to appoint to a Sub-Committee one or more additional Members of the Branch who are not Members of the Committee for such period as the Committee may determine.

21 Service on District Society Committee

The Committee of the Branch shall elect one of its Members to represent the Branch on the Committee of the District Society.

22 Meetings of the Committee

The Committee shall meet at such times and places as they themselves may determine, and at such meetings three shall form a quorum.

23 Funds

The Committee shall have control over the funds of the Branch, and shall defray all expenses therefrom. Any surplus funds shall be deposited in a banking account in the name of the Branch which shall be operated by the Treasurer, or invested in such manner as the Committee shall think fit in any investment authorised by the Bye Laws of the Institute for the investment of its funds.

24 Accounts

The Treasurer shall ensure that an Income and Expenditure Account and a Balance Sheet are prepared to 31st December each year and shall be signed by the President and Treasurer and shall be available on the ICAEW's website for members to review. An audit shall only be carried out if required by statute or, if so resolved by the Committee. The accounting records should be available for review by the President at all times.

25 Amendment of Rules

- a) Any resolution for the amendment of these Rules must be submitted in writing to the Secretary not less than 14 days before a Special General Meeting and the Secretary shall, not less than seven days before the Meeting, notify each Member of the Branch by forwarding to him a copy of the Resolution.
- b) No rule or alteration of a Rule passed by Members in Special General Meeting shall become operative unless and until it has been approved by the District Society.
- c) In the event of any matter or question arising which is not covered wholly or in part by the Rules of the Branch for the time being in force, the Committee shall be deemed to have power to deal with such matters or questions as they shall think expedient in the interests of the Branch until the next subsequent General Meeting of the Branch when any necessary alterations or amendments of the Rules shall be made.

26 Records

The Committee shall ensure that appropriate records are maintained, including minutes of Committee Meetings, Annual Meetings and Special General Meetings, and records of all the Branch's financial transactions.

27 Communication

Wherever possible, use of widely available technology shall be used to communicate effectively with Members. At current levels of technological development, that includes electronic filing and distribution of notices, minutes, accounts and voting, using methods such as e-mail and the internet.

28 Rules

These rules will be available for all Members to view on the District Society's pages of the website of the Institute.

29 Interpretation of the Rules

In the event of any dispute arising as to the interpretation of these Rules, such dispute shall be referred to the President of the Branch, whose decision shall be final and binding upon the parties. If the President of the Branch wishes, through conflict of interest or otherwise, the dispute may be referred to the President of the District Society, whose decision shall be final and binding upon the parties.