

Change Record

Issue	Date	Comments	Author
v 1.0	First Issue	-	-
v 1.1	24 April 2004	Authorised at 2004 AGM	-
v 1.2	29 April 2006	Authorised at 2006 AGM	JT

1. Name of the Group

- 1.1. The Group shall be called the "125 GROUP".

2. Mailing Address

- 2.1. The mailing address of the said Group shall be given on each Group publication.

3. Aims and Objectives

- 3.1. To provide a central correspondence post for news and views concerning the Class 43 power cars, Mk. III HST rolling stock, operations, works attention and any other relevant information.
- 3.2. To provide a magazine to members within the membership fee, in which the gathered news and features will be distributed in a standard format to all members, on a regular basis at intervals agreed by the Committee, but in any event no less than four occasions per year.
- 3.3. Ultimately, to raise enough money to purchase some examples of IC 125 rolling stock to enter preservation. Such rolling stock shall include one or more power cars, as near as possible to original operational configuration, but including as a minimum a Paxman Valenta power unit, Marston cooler group and original shaped front end.
- 3.4. To this end, the Group must also establish contacts in the rail industry so that the purchase of such a train can take place, and ensure the technical support exists. This will include acquisition of user and maintenance documentation; core spare components and expertise necessary to assist the Group with its key objectives.
- 3.5. Members subscriptions are to be paid annually in advance, and will cover the costs of providing the advertised services. Surplus funds shall be attributed towards the aims of 3.3 and 3.4, and a separate account shall be held for these purposes.

4. Organisation and Management

4.1. The Committee

- 4.1.1. The Group shall normally be managed by a committee, which shall consist of a minimum of five members including a Chairman, General Secretary, Treasurer, and Membership Secretary. The committee may have other roles as deemed necessary from time to time and additionally during any term, may co-opt other members to act for the committee as deemed necessary.
- 4.1.2. The committee shall be elected to serve for a period of a year at the Annual General Meeting. At each Annual General Meeting, the following posts must be assigned:- Chairman, Treasurer and General Secretary. There shall be no limit to the number of posts that can be held by any one officer, except that three separate persons must occupy the posts of Chairman, Treasurer and General Secretary.
- 4.1.3. All posts on the committee, including co-opted posts, are unpaid.
- 4.1.4. A quorum shall consist of not less than three members of the committee, one of which shall be the Chairman, Treasurer or General Secretary.
- 4.1.5. The Chairman (or in his absence the Treasurer or General Secretary) shall chair and conduct all of the meetings of the Committee and General Meetings. The Chairman shall have no right to vote, except where there is a tie between members entitled to vote, then a casting vote will be permitted.
- 4.1.6. The Treasurer will be responsible for all financial aspects of the Group. He/ She will keep records of all the Group's income and expenditure, and shall compile a report as to the financial position of the Group at all Committee and Annual General Meetings. Also to be prepared for presentation at the Annual General Meeting, a balance sheet for the Group's accounts for the financial year. The financial year is to run from 1st January to 31st December.
- 4.1.7. The General Secretary shall, in conjunction with the Chairman and Membership Secretary, conduct the general administration of the Group. The General Secretary will be responsible for convening all meetings of the Committee and all General Meetings. The General Secretary shall keep or cause to be kept minutes of these meetings. The minutes will be an accurate and true record of the events at the meeting. He/ She will also maintain the Constitution in line with amendments passed at Annual and Extraordinary General Meetings. He/ She will deal with all official correspondence on behalf of the Group, and maintain records necessary to the running of the Group.
- 4.1.8. The Magazine Editor shall also be responsible for the publication of the magazine at least four times per annum, or more frequently if agreed by the Committee.
- 4.1.9. The Membership Secretary shall be responsible for the maintenance of the membership to the Group. This will involve the recruitment of new members and reminders to current members for subscriptions. The

Membership Secretary shall liaise with the Newsletter Editor and General Secretary to form a Membership List to enable the mailing of any Newsletters or other correspondence to members.

4.1.10. The Group, whilst not registered for the purposes of Data Protection Act, shall administer the Membership List in confidence and in accordance with the principles of the Data protection Act.

4.1.11. A Communications Secretary (if appointed) shall liaise between the Group and other bodies or companies operating 125's and establish and improve links between the Group and these companies.

4.2. General Committee Duties.

4.2.1. All members of the committee shall be members of the Group. Members of the committee can be involved with the Committees of other railway Societies or Groups as long as they declare their interests in those Societies/Groups.

4.2.2. If any committee member is deemed not to be carrying out his/ her duties satisfactorily, then the Committee shall have the power to remove said member from the committee by a majority vote.

4.2.3. Any members of the Committee will have to step down from office, should he/ she cease to be a Group Member.

4.2.4. Any member aged eighteen years or above shall be eligible for a position on the Committee, provided that he/she has been a member continuously for a minimum period of two years prior to the date of election.

4.2.5. The Committee shall have the power to appoint sub-committees, for various sections of their work and to co-opt on such committees other members of the Group, whether on the committee or not, and to make such bye-laws as they from time to time deem necessary for the conduct of the Group, provided that such bye-laws shall not be inconsistent with the terms of this constitution.

4.2.6. The Committee shall normally meet at least twice a year (of which the AGM shall be deemed one such occasion) for transaction of general business, at which all minutes shall be duly recorded.

4.2.7. The General Secretary shall give at least seven days notice of all committee meetings to all committee members. Meetings shall be convened by the General Secretary by his/ her own initiative, on a Committee decision, or to comply with Clause 4.2.6. Should the General Secretary be unable/unwilling to convene a meeting, then the Chairman shall assume this responsibility.

5. Finance

5.1. Funds shall be raised from:-

- Member's subscriptions
- Donations
- Organised Events
- General advertising
- Sales of Publications

5.2. The Committee shall direct and control all income and expenditure of the Group's funds.

5.3. All income shall be banked in the "125 Group" account at any High Street Bank, and those authorised to sign cheques for expenditure are the Treasurer, Chairman and General Secretary. Any two signatures are required on expenditure, with the proviso that any cheques payable to a signatory must be authorised by the other two signatories.

5.4. The Committee shall cause an account to be kept of all receipts and expenditure and shall publish a full statement of the same at 31st December in each year. If required by the membership, a competent person independent of the Group shall carry out an audit of this. Auditor's recommendations must be considered at the Annual General Meeting.

5.5. The Treasurer shall maintain an accurate record of the Groups property, and holdings available for auditing purposes, should it be required.

6. Membership

6.1. Eligibility for Membership

6.1.1. Membership to the Group shall be open to any person who is in sympathy with the Group's aims and objectives, and who agrees to comply with the Group's constitution, but the Committee reserves the right to exclude from the membership any person whose conduct is likely to be harmful to the Group's reputation.

6.1.2. Members shall be entitled to attend and vote at General Meetings. Members eighteen and over shall be eligible for appointment to the Committee as officers of the Group.

6.2. Discipline within the Group

6.2.1. No member(s) shall use the name of the Group, or claim to represent the Group, in any communication(s) with any railway, company, society, authority or person(s) without written authority of the Committee. For the avoidance of doubt this includes all forms of communications, including electronic. Also, it shall not be permissible for any member(s) to use the Group's name for private purposes.

6.2.2. Membership shall cease in the event of:-

- Subscription not being renewed within the specified period.
- Resignation
- Death
- Dissolution of the Group
- Expulsion, subject to the terms of Clause 6.2.4.

6.2.3. All registrations are to be in writing or electronic format and forwarded to the Membership Secretary.

6.2.4. Members can only be expelled from the Group by the decision of the Committee. Any member(s) expelled shall be notified in writing by the General Secretary of the Committee's decision. The member (s) concerned shall have the right of appeal and any appeal must be lodged with the General Secretary within

twenty-eight days of the receipt of the notice of expulsion. If an appeal is lodged, then this shall be included in the agenda of the next General Meeting, following the expulsion decision of the Committee. In these cases, the "Any Other Business" section shall give particulars of the expulsion, without reference to the name of the individual involved. During this part of the General Meeting, there will be an opportunity for the member(s) concerned to state their case or provide a written statement on their behalf. The General Meeting will then confirm or overturn the Committee's decision.

- 6.2.5. When participating in activities organised by the Group, members are expected to conduct themselves with a high standard of professionalism and responsibility. Should a complaint be lodged with the Committee concerning alleged illegal, offensive or dangerous conduct then the member(s) concerned shall be required to explain their behaviour in full to the Committee.
- 6.2.6. Any breach of the rules as laid down by the Committee as laid down in this Constitution shall deal with any breach of the rules. The member(s) concerned shall be notified in writing of the alleged breach by the Secretary and shall be required to explain their behaviour in full to the Committee. If the Committee deems their actions to be a gross misconduct, then the member(s) concerned may be expelled subject to Clause 6.2.4.

7. Subscriptions

- 7.1. Subscriptions will be paid in advance, and will be for a period of twelve months starting on the first month in which the application request is received, to the last day of the preceding month the following year.
- 7.2. A month prior to membership renewal becoming due, a renewal form will be sent to the member(s) concerned. If a renewal remittance is not received within twenty-eight days of the renewal form being sent out, membership will cease, should subscriptions not be received.
- 7.3. The Committee, according to costs and the economic climate shall propose subscription rates. After proposals have been voted on by members at the following Annual General Meeting, any increase or decrease in subscription rates shall be advised through the Group's newsletter and will take effect from the date set.
- 7.4. Should any member(s) leave the Group during the period of their membership, they will not qualify for a refund or partial refund of the subscription.
- 7.5. Members who wish to donate moneys to the Group for use as per Clause 3.3, in addition to subscription costs, may do so at any time.
- 7.6. There shall be only two classifications of membership rates:- Full Membership, and Joint Membership. Joint Membership applies only to two or more people resident at the same address, and to whom only one copy of publications is sent. Full members living overseas may be charged a surcharge to reflect additional mailing costs.
- 7.7. When a member joins and pays an additional £1 for a personal number, that is their number at no extra cost when they rejoin at the expiry of their membership. However, should they rejoin beyond three months after the expiry of their membership then they shall have no claim to their previous number. If their previous number is requested then to regain it, subject to it not being allocated to another member, they must pay the additional £1 again.

8. General Meetings

- 8.1. Annual General Meetings
 - 8.1.1. The Group shall hold an Annual General Meeting, to take place in the Spring of each year, at a location pre-determined by the Committee.
 - 8.1.2. The business of the meeting shall be:-
 - Apologies for Absence.
 - Chairman's Report.
 - Officers Reports.
 - Treasurers Financial Report, endorsed by the Committee and proposed rates of subscription.
 - Election of Committee Officers.
 - To appoint auditors, if requested .
 - Consideration of any resolutions put by the membership.
 - Any other business.
 - 8.1.3. Resolutions that are to be put to the membership must be received at the very least twenty-eight days prior to the proposed date of the meeting. Each resolution must be in writing, proposed and seconded, and shall be included in the notice of the meeting.
- 8.2. General Meetings other than the Annual General Meeting that are held shall be known as Extraordinary General Meetings. They may be convened at any time by the committee or on a written request signed by at least ten members stating full and specific reasons for such a request. The costs of convening an Extraordinary General Meeting shall be born by the requisitionists unless at the meeting the membership decree otherwise.
- 8.3. Not less than twenty-eight days notice shall be given of General Meetings. Posting of a Newsletter containing notice of an Annual General Meeting to a member's address shall be deemed sufficient notification of a forthcoming Annual General Meeting. This notice will be included in the Groups Newsletter and shall specify the business to be undertaken at the Groups meeting. With an Extraordinary General Meeting, the business specified will be restricted only to that notified.
- 8.4. Non receipt of notice by any member who is entitled to receive it, or unintentional omission to give any members notice of General Meetings, shall not invalidate proceedings, or resolutions passed at such meetings.
- 8.5. A General Meeting shall be inquorate if at least five members who are entitled to vote, which excludes the Chairman, are not present at the start of the meeting.
- 8.6. All business at a General Meeting shall be decided upon on a majority vote of those present that are entitled to vote with the exception of amendments to the constitution where a two-thirds majority shall be required.

- 8.7. All members present and eligible shall cast one vote only, voting will be normally by a show of hands. A unanimous show of hands will be sufficient to pass a motion, in all cases other than a unanimous vote, the Chairman of the meeting shall count the votes for and against and confirm the numbers to the General Meeting. Should a tie occur, a casting vote by the Chairman of the meeting, who otherwise is not allowed to vote, will be permitted.
 - 8.8. No proxy vote will be allowed.
 - 8.9. The General Secretary shall ask for nominations for the Committee from Group members who are eligible, not less than fifty days before the proposed date of the Annual General Meeting. To be eligible, members must be eighteen or above. Close of nominations shall be not less than thirty days before the proposed date of the Annual General Meeting. All nominations will need to be signed by the nominee stating that they are prepared to serve the Group on a voluntary, unpaid basis. Should there be more than one nomination per Committee post, a vote will take place at the Annual General Meeting. Nominations received will be published along with the notice of the Annual General Meeting in the Group's Newsletter.
 - 8.10. The Group at a General Meeting will have the powers to make the final decision with regards to expulsion or other disciplinary action as necessary, as with Clause 6.2.4.
 - 8.11. Only members holding valid membership certificates are permitted to attend General Meetings.
- 9. Alteration to Constitution and Rules**
- 9.1. No alteration shall be made to the constitution except at the Annual General Meetings or at an Extraordinary General Meeting for this purpose and the notice calling such a meeting shall state the alteration proposal but no such alteration shall take effect unless it is confirmed by a two-thirds majority of those voting.
 - 9.2. The new rule shall take effect on the day of passing and be published in the next Newsletter.
 - 9.3. No rule(s) or regulation(s) put into force by the Committee shall contravene the Constitution, or UK law.
- 10. Dissolution of the Group**
- 10.1. Dissolution of the Group shall only take place if a vote for dissolution receives at least a three-quarters majority of those present and who are eligible to vote. A meeting will be convened specifically to discuss dissolution.
 - 10.2. A Meeting of dissolution must have been notified to the membership not less than thirty days before hand. This can be notified via the Newsletter, providing the business of the Meeting is clearly stated.
 - 10.3. Upon winding up and dissolution of the Group, any assets belonging to the Group shall not be dispersed to the membership, but donated to an institution with similar aims and objectives of the Group. This shall only be done after all debts, liabilities, and loans either in cash or kind, fully or partly owing at the time of dissolution have been repaid.
- 11. Magazine**
- 11.1. The Group shall endeavour to produce a magazine no less often than four times per year to keep the members abreast of current news regarding the Group and the HST fleet. Back copies may be sold to members, or used to recruit new members.
 - 11.2. During their period of membership, members shall be entitled to receive one copy of the magazine free of further cost on all appropriate occasions.
 - 11.3. The Editor shall be responsible for the compiling of the magazine, and any news, details, complaints, or criticisms regarding the newsletter should be forwarded to him/her.
 - 11.4. The Editor's publication policy will be with regard to the aims and objectives of the Group as defined in Clause 3 of this Constitution.
 - 11.5. Any opinion or view expressed in any Group publication is not necessarily that of the Group or its Committee.
- 12. Correspondence**
- 12.1. Any correspondence to the Group shall be addressed to the Officers concerned and mailed to the mailing address given in Clause 2. If a reply is sought, a Stamped Addressed Envelope shall be enclosed.
- 13. Change of Address**
- 13.1. Any change of Address, excluding temporary changes, shall be notified to the Membership Secretary.
- 14. Liability**
- 14.1. Neither the Group nor its Officers shall be held responsible for any personal loss or injury sustained by a member or any other individual participating in any of the Group's activities.
- 15. General**
- 15.1. The Committee shall be empowered to decide upon any matter not provided for in this Constitution.