

# UKACC TERMS OF REFERENCE AND EXECUTIVE COMMITTEE CONSTITUTION

## Name

1. United Kingdom Automatic Control Council (UKACC).

## Objectives

2. a) To provide leadership in and to promote the theory and application, both established and emerging, of automatic control and systems engineering within the UK, and to provide focus for and coordination of relevant activities.  
b) To act as the United Kingdom National Member Organisation for the International Federation of Automatic Control (IFAC) and to appoint representatives to IFAC Technical Committees (TCs). (Guidelines for these representatives' duties are given in Appendix D.)  
c) To attract into membership of UKACC those nationally recognised professional institutions, societies, industry and academic groups with a commitment to control engineering:  
d) To encourage and facilitate the organisation of IFAC events in the UK.  
e) To operate as a non-profit making organisation using its funds with a view to meeting the objectives in (a) to (d) above.

## Membership

3. Any organisation or group deemed by the Executive Committee to have an interest in or an association with control engineering and related disciplines may become a member of UKACC.
4. The classes of membership are listed below, and pay different annual membership fees - see Appendix A for table of fees
  - a) Corporate Membership: This class of membership is ascribed to organisations with a strong interest in automatic control and the activities of UKACC, normally (but not exclusively) the professional engineering institutions. Corporate Members pay the corporate subscription rate, are entitled to two representatives and one observer on the UKACC Executive Committee, with full voting rights.
  - b) Group Membership: This class of membership is ascribed to groups within organisations that have interest in automatic control and the activities of UKACC. Group Members pay a reduced subscription rate compared with Corporate Members and each is entitled to make one nomination for election to the UKACC Executive Committee (as detailed in paragraph 6c). The manner in which the Group Membership will operate is described in Appendix B.
  - c) Individual Membership: This class of membership is ascribed to individuals with an interest in automatic control and the activities of UKACC and they will be entitled to attend the AGM. Individual members have one vote in the election process for Executive Committee membership but cannot nominate candidates.

d) Corporate and Group Members may nominate candidates for appointment via the UKACC Executive Committee to IFAC Technical Committees (TCs)

e) Summary of Membership Category Rights: **Table 1**

	Corporate	Group	Individual
Nomination of Corporate Member Reps	✓	✗	✗
Nomination for Elected Reps	✗	✓	✗
Voting for Elected Reps	✗	✓	✓
AGM attendance	✓	✓	✓
IFAC TC Nominations	✓	✓	✓

f) Applications for membership should be addressed to the UKACC Honorary Secretary.

g) The Honorary Secretary, having ascertained that the application corresponds with the requirements of paragraphs 3, will submit the application to the Executive Committee who may authorise the admission on a simple majority of votes cast by Committee Members.

h) Admission to membership includes the obligation to recognise and adhere to this Constitution and to pay the annual membership subscription fee as determined by the Executive Committee.

### **Termination of Membership**

5. Membership may be terminated by a simple majority vote of the Executive Committee if:

- a) The activity of the Member organisation or Group consistently violates the letter or spirit of the UKACC Constitution;
- b) A Member is one year in arrears with payment of subscriptions, but such termination does not remove the obligation to pay those arrears.
- c) A Member, not being in arrears, may terminate its membership by giving 3 months' notice to the Honorary Secretary, in order for the termination to become effective at the end of the current year.

### **Executive Committee**

6. a) The Executive Committee shall conduct the affairs of the Council. Provision may be made for all Corporate and Group member representatives to nominate alternates, and for proxy voting given suitable advanced written notice to the Secretariat.

a) Corporate Member organisations are encouraged to rotate their representation each IFAC triennium or more frequently if deemed necessary.

b) Up to six Group Member representatives will be elected each IFAC triennium from nominations made by the Group Members (see Appendix C for the election process).

c) Each Corporate Member Organisation may also nominate one member of its permanent staff to attend meetings as an observer.

- d) The Executive Committee may invite appropriate organisations to nominate representatives to act as observers.
- e) The Executive Committee should seek to engage strongly with industry and reflect a reasonable blend of academic and industrial interests.
- f) The Executive Committee shall each IFAC triennium solicit and review Corporate, Group and Individual Members’ recommendations for IFAC TC representation, and shall forward to the IFAC Secretariat a list of recommended appointees to the TCs that ensures an effective and balanced UK representation.
- g) Summary of Executive Committee Constitution:

	Voting Rights
Chair *	✓(✓)
Vice Chair or Chair Elect (from EC members) **	✗
Honorary Treasurer (from EC members) **	✗
Past Chair	✗
Honorary Secretary	✗
Corporate Members (2 representatives from each)	✓
Group Members (6 elected representatives)	✓
Corporate Member Observers	✗
Invited Observers	✗

\* The Chair has the casting vote if there is no majority

\*\* Already have a vote in their capacity as ordinary committee members

**Table 2**

- 7. a) At all meetings the aim is to make all decisions by consensus but if necessary decisions will be taken by a simple majority of votes cast (including the Chair). In the case of equal numbers of votes being cast, the Chair has the casting vote (see Table 2). 50% of members eligible to vote must be present for there to be a quorum.
- b) A period of 14 days’ notice shall be given by the Secretariat for meetings of the Committee.
- c) A Chair-Elect shall be appointed by the Committee from advance nominations from the existing voting members during the year preceding an IFAC Congress, to serve for one year as Chair-Elect, three years as Chair and three years as Past-Chair.
- d) A Vice-Chair shall be appointed by the Committee from advance nominations from the existing voting members to serve during the two years in which there is no Chair-Elect.
- e) An Honorary Secretary shall be appointed by the Member organisation responsible for undertaking the Secretariat.
- f) An Honorary Treasurer shall be appointed from among the Corporate and Group Member representatives.

## **Secretariat**

8. The Secretariat of the Council and Executive Committee shall be undertaken for the period of the IFAC triennium by one of the Member organisations by agreement of the members of the Executive Committee. It is expected that the notice given for the change in the Secretariat is one year, the arrangements for which are to be discussed in advance by the Executive Committee.

## **Finance**

9. The Executive Committee shall approve an annual budget. The detailed administration of finance is the responsibility of the Secretariat under the overall control of the Honorary Treasurer.
- 10.a) Membership subscription fees, levies from IFAC-sponsored events in the UK and donations shall constitute the revenue for UKACC.
  - b) Members shall be required to pay an annual membership subscription fee due on 1 January each year. New members joining after 1 July shall pay only half the fee for that year.
  - c) Membership fees are to be reviewed annually and set by the Executive Committee.
  - d) Revenue shall be used to meet the objectives of UKACC as defined in paragraph 2, and for administration and other expenses as directed by the Executive Committee.
  - e) UKACC will fund meeting expenses for the Chair and Past Chair only. All other attendees will be expected to meet their own expenses either from their organisation or personal funding.
11. UKACC's financial year shall be the calendar year, and accounts covering this period shall be prepared by the Honorary Secretary for presentation by the Honorary Treasurer at each Annual General Meeting of UKACC.

## **Annual Activities**

12. a) Each year UKACC shall organise a 'UKACC day' which will incorporate an Executive Committee meeting, the AGM, the IFAC TC Representatives meeting and the UKACC Lecture and Dinner. (Guidelines relating to the Annual Lecture are given in Appendix E.)
  - b) The annual report and annual accounts will be presented at the AGM. In addition to the voting representatives and observers, each Member body may nominate one further representative to attend the AGM.
  - c) Other events may be arranged as decided by the Executive Committee.

## **Alteration of the Terms of Reference and Executive Committee Constitution**

13. Alteration to these Terms of Reference and Constitution can be effected only by the formal written agreement of all of the Corporate and Group Members.

## **Dissolution**

14. The Corporate and Group Members may dissolve UKACC following a two thirds majority vote. In this event, any remaining funds after all outstanding expenses have been paid and other commitments met will be divided between the Corporate, Group and Individual Members in proportion to the annual membership fees paid in the current year. Should there be, at dissolution, insufficient funds to meet liabilities the deficit shall be paid by contributions from the Corporate, Group and Individual Members in proportion to annual membership fees paid in the current year.

**13 June 2006**

## Appendices:

### A. Membership Fees

<i>Category of Membership</i>	<i>Annual Membership Fee</i>
Corporate	£1000
Group	£200
Individual	£40

Fees will be reviewed on an annual basis in line with inflation.

### B. Group Membership Operation

- a) A Group consists of people from a single organisation working within a single department or as a co-ordinated activity in the area of control engineering.
- b) One Contact Person will be identified through whom all communication will be addressed. The Contact Person will be identified at the time of application for Group Membership; any subsequent changes to the advised to the Secretariat.
- c) An annual invoice will be sent by the Secretariat to the Contact Person, who will arrange for payment to be made within the specified period.
- d) The election process for Group Member representatives (see Appendix C) will be carried out via the Contact Person, who will co-ordinate both the selection of a nominee and the voting.

### C. Election process for Group Member representatives on Executive Committee

- a) The Group Members representatives will be elected for each IFAC Triennium, with the changeover occurring on the date of the World Congress. The Executive Committee will define an appropriate schedule for the election process in advance of each World Congress.
- b) The Secretariat will contact all Group Contact Persons and invite them to nominate one person from within their organisation to stand for election as a Group Member representative.
- c) The Secretariat will compile the list of nominees and circulate it to all Group Contact Persons and Individual Members.
- d) Each Group will vote for six of the nominees, and the Contact Person will organise the votes in consultation with interested parties within the Group.
- e) Each Individual Member will vote for three of the nominees.
- f) The Group Member representatives will be elected on the basis of the number of votes cast, with the six nominees having the most votes being elected. In the case of a tie for the sixth position, this will be resolved by a vote within the current Executive Committee.

#### **D. Guidelines for NMO Appointed IFAC TC Representatives**

- a) All UK Representatives on IFAC TCs are invited to attend an Annual Meeting, usually held on the day of the UKACC Lecture.
- b) At the end of each triennium, all NMO nominated TC Reps are required to complete a report on their TC activity and role within it. This should be returned to the Secretariat before the date on the form.
- c) All TC members are required to complete a nomination form if they wish to be renominated at the end of the triennium. Those not submitting forms by the deadline will not be put forward again by the NMO and continued membership of the committee will be at the discretion of the TC Chair.

#### **E. Annual Lecture Guidelines**

- a) Member institutions of UKACC will take it in turn to organise the annual lecture and dinner.
- b) The host Institution will be responsible for the following costs:
  - i) All venue/room hire/AV/refreshments costs associated with the lecture.
  - ii) Costs of the lecturer i.e. travel/accommodation (if requested) and dinner.
  - iii) Costs of their institution's guests at the dinner.
  - iv) Costs of their representatives on UKACC to attend the dinner.
- c) UKACC will pay for its Officers to attend the dinner (Chair, Past Chair and Secretary).
- d) Other individuals wanting to attend will either fund themselves or ask their organisations to pay.