

HALCROW PENSIONERS ASSOCIATION

1. NAME

The name of the association shall be the **Halcrow Pensioners Association (the HPA)**.

2. DEFINITIONS

The HPA is the association of members and dependants of deceased members of the Halcrow Pension Scheme.

Auditor - shall mean the Independent External Examiner if required by legislation current at the time of the AGM of the HPA.

Liaison Officer - shall mean the person nominated by the HPA to be point of contact between the HPA and the Trustees of the Halcrow Pension Scheme.

3. MEMBERSHIP

HPA membership is drawn from the active, differed and retired members and the dependants of deceased members of the Halcrow Pension Scheme (HPS), who are believed to number around 3,300 persons.

4. OBJECTIVES

- a) The primary long-term objective is to secure full entitlement to pensions earned through service with Halcrow.
- b) The immediate post-acquisition objective is to maximize the benefits to members of the funds to be distributed by the Halcrow Trust.
- c) To monitor and comment on the security of the HPS and any changes that would affect members' benefits by the following:
 - Monitor changes in the structure and organization of Halcrow within the CH2M Hill group and raise issues which affect the members of the HPS
 - Monitor the Deeds of the Halcrow Pension Scheme and revisions to them with the aim of sustaining optimum benefit to all members.
 - Coordinate approaches to the Pensions Regulator and the Pension Protection Fund as needed.
 - Review the Annual Reports and Accounts of the HPS and of Halcrow Holdings Ltd.
 - Review the Actuarial Valuations of the HPS.
 - Work towards the acceptance of a Liaison Officer nominated by the HPA.
 - Keep in touch with relevant situations in other UK schemes.
 - Keep abreast of legislation affecting pensions and pensioners.
 - Contact the Occupational Pensioners' Alliance (OPA) for advice when needed.
 - Become a member of Occupational Pensioners' Alliance if appropriate
 - Make constructive suggestions and continue to correspond and communicate with the Liaison Officer on all matters of concerns affecting the Halcrow Pension Scheme.
- d) To keep members informed of matters relating to their pensions and provide a forum for members to express their concerns
- e) Encourage retired members and dependents of deceased members of the Halcrow Pension Scheme to join the HPA.
- f) Encourage all the HPA members to actively lobby their MP's and Government Ministers on Pension matters.
- g) Do all other things that seem to be incidental or conducive to the attainment of the above aims.

5. SUBSCRIPTIONS

- a) The HPA's membership year is from 1st January to 31st December.
- b) The annual subscription of the HPA shall be as determined at the Annual General Meeting (AGM) and shall be due on 1st January of the following calendar year.
- c) The AGM of the HPA shall have the power to vary the subscription by ordinary resolution.
- d) A new member, who joins the HPA after 30th June in any year, shall pay half the subscription for the year.
- e) A member who fails to pay any subscription within six months after the due date of payment shall no longer be considered to be a member.

6. OFFICERS

- a) The HPA has honorary officers who shall be a Chairman, a Treasurer, a Webmaster and a Secretary. The AGM shall have the power to create other honorary officers as it thinks necessary. A resolution to create and nominate any new honorary office shall be included in the proposed agenda for the next AGM.
- b) All Officers shall retire at the end of each AGM, but shall be eligible for re-election at the meeting.

7. THE COMMITTEE

The HPA has a Committee which consists of the honorary officers and not fewer than four and not more than eight other members.

- a) The Committee may fill any casual vacancy on the Committee, subject to re-election, at the next AGM.
- b) All Committee members shall retire at the end of each AGM but, shall be eligible for re-election at that meeting.
- c) Any member of the Committee who fails to attend three consecutive meetings of the Committee without giving a reason acceptable to it shall cease automatically to be a member of the committee.
- d) The Committee shall manage all the affairs of the HPA and shall have power to do everything necessary for the purpose.
- e) The quorum of Committee meetings shall be five members of the Committee including at least one officer of the HPA.
- f) Decisions at meetings of the Committee are made by a simple majority and, in the event of equality of voting the Chairman (or the acting Chairman of that meeting) shall have a casting vote.

8. CONFLICT OF INTEREST

- a) Members of the committee must declare to the committee any potential conflicts of interest.
- b) Members who have a conflict of interests may not be appointed to the committee.

9. ACTIVITY GROUPS

- a) Activity Groups may only be formed in the HPA with the approval of the Committee.
- b) Activity Groups must define in their application for formation, their intended scope of activity and budget and will remain under the direction of the Committee.

10. FINANCE

- a) Funds to be banked in the name of the **Halcrow Pensioners Association** and at least three of its members are to be authorised signatories.
- b) Authorised signatories may authorise expenditure at their own discretion for items up to £100.
- c) All expenditure above £100 and up to £500, including cheques, must be authorised by at least two authorised signatories.
- d) All expenditure over £500 must be approved by the Committee and cheques signed by two authorised signatories.
- e) The HPA shall not compensate Officers for their services as such but may provide for the payment of any or all expenses incurred by Officers in attending other meetings or events for the purpose of conducting HPA business. To be sure of payment Officer(s) must obtain approval before incurring the expenses.
- f) No loans shall be contracted on behalf of the HPA

11. MEETINGS

- a) Location of Meetings
Meetings may be held at a physical location or on the internet or other remote means. In the latter case, the duration of the meeting may not exceed one week. At each meeting a rapporteur is to be appointed at each meeting to draft and circulate minutes of the meeting within 7 days of the meeting and ratified at the next meeting.
- b) Committee Meetings
Formal Committee Meetings will be held at least three times a year
 - i. The agenda to be agreed between the Secretary and Chairman
 - ii. At least 14 days notice of a meeting will normally be given to all members of the Committee
 - iii. A minimum of three Committee members including two Officers are required to form a quorum

- iv. Minutes to be drafted and circulated within 7 days of the meeting and ratified at the next Committee Meeting.

In addition to the three Committee meetings in a) above, ad-hoc meetings may be held for Committee members to report on and review activities.

c) Special General Meetings (SGM)

A SGM may be arranged:

- i. For a defined purpose at the instigation of the Committee; or
- ii. On receipt by the Secretary of an application in writing, signed by at least twenty-five members, stating the reasons for the meeting. The date for the meeting shall be determined by the Committee within fourteen days of receipt of an application. The meeting shall be held, where practicable within a further period of 28 days.

d) Annual General Meetings (AGM)

An AGM shall be held in APRIL of every year and shall be held to:

- i. Accept the minutes of the previous AGM, and any SGM.
- ii. Accept the Committee's Annual Reports.
- iii. Accept the Treasurer's Financial Statement.
- iv. Elect Officers and Committee members.
- v. Consider items previously notified to the Secretary.
- vi. Consider, upon conclusion of the formal business i.e. items above, any other relevant business at the Chairman's discretion. Such matters raised, if not resolved, and if thought necessary, will be considered by the full Committee, at the next meeting.

Timetable for AGM: Both the notification of the AGM and the associated agenda will be circulated not less than 28 days prior to the AGM.

e) Committee Nominations

Nominations for Committee members' posts shall normally be sent in writing to the Secretary to arrive not later than fourteen days prior to an AGM or SGM.

f) Quorum

20 members shall form a Quorum at both AGM and SGM.

g) Voting

Motions formally raised at an AGM or SGM shall be decided upon by a straight majority of members present, except those relating to the Constitution which will require a minimum of a two-thirds majority of those members present.