

HALCROW PENSIONERS' ASSOCIATION CONSTITUTION

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.

3. MEMBERSHIP

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

With the closure of HPS members transferred to either HPS2 or PPF or in a few deferred cases transferred their benefits to other pension arrangements. Membership of HPA now will be open to all who qualified for membership of HPS and members from Halcrow Fox who have also been incorporated within HPS2.

4. OBJECTIVES

- a) The primary long-term objective is to secure fair entitlement to pensions earned through service with Halcrow.
- b) To monitor and comment on the security of benefits within HPS2 and PPF and any changes that would affect members' benefits by the following:
 - Monitor changes in the structure and organisation of Halcrow within the Jacobs group and raise issues which affect the members of the HPS2
 - Monitor the Deeds of HPS2 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 (PPF) as needed.
 - Review the Annual Reports and Accounts of HPS2 and of Halcrow Holdings Ltd.
 - Review the Actuarial Valuations of the HPS2.
 - Keep in touch with the PPF and relevant situations in other UK schemes.
 - Keep abreast of legislation affecting pensions and pensioners.
 - Contact the Occupational Pensioners' Alliance (OPA) for advice when needed.
 - Annually review membership of Occupational Pensioners' Alliance (OPA) as appropriate
 - Maintain constructive dialogue with tPR, PO, Government Pension Committee and other relevant parties.
 - Encourage deferred members to join HPA.
- c) To keep members informed of matters relating to their pensions, provide support where feasible, establish Activity Groups and provide a forum for members to express their concerns.

- d) Encourage retired members and dependents of deceased members of the Halcrow Pension Scheme to join the HPA.
- e) Encourage all the HPA members to actively lobby their MP's and Government Ministers on Pension matters.
- f) 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 normally, subject to the discretion of the Committee, no longer be considered to be a member.

6. OFFICERS

- a) The HPA has honorary officers who periodically shall be a Chairman, a Treasurer, a Webmaster and a Secretary as required. 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, at the discretion of the Committee, 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 three members of the Committee including at least two officers 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**.
- b) The Treasurer shall manage the HPA Bank account and is authorised to make payments of up to £250 from the account.
- c) Officers may authorise expenditure at their own discretion for items up to £100.
- d) All expenditure over £250 shall be approved by a quorum of the Committee as defined in Clause 11(b).
- e) The HPA shall not compensate Officers/ Committee Members for their services as such but may provide for the payment of any or all expenses incurred by them in attending other meetings or events for the purpose of conducting HPA business. To be sure of payment Officer(s)/ Committee Member(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 twice a year
The agenda to be agreed between the Committee
 - At least 14 days' notice of a meeting will normally be given to all members of the Committee
 - A minimum of three Committee members including two Officers are required to form a quorum
 - Minutes to be drafted and circulated within 7 days of the meeting and ratified at the next Committee Meeting.
 In addition to the two Committee meetings in b) above, ad-hoc meetings may be held for Committee members to report on and review activities.
- c) Special General Meetings (SGM)

An SGM may be arranged:

- For a defined purpose at the instigation of the Committee; or
- On receipt by the Secretary of an application in writing, signed by at least 10% of the paid-up membership, 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:

- Accept the minutes of the previous AGM, and any SGM.
- Accept the Committee's Annual Reports.
- Accept the Treasurer's Financial Statement.
- Elect Officers and Committee members.
- Consider items previously notified to the Secretary.
- Consider, upon conclusion of the formal business i.e. items above, any other relevant business at the Committee'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

5% of the paid-up membership 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.

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