



# CONSTITUTION

This Constitution is dated 5 December 2020, and came into effect on that date.

It replaces all previous versions.

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# THE ADINJC CONSTITUTION

## 1. Identity

- 1.1 The name of the organisation is the Approved Driving Instructors National Joint Council (ADINJC). The ADINJC is based and works in the United Kingdom.
- 1.2 The ADINJC comprises Member Groups and individual members. In this Constitution, they will be known as Member Groups and individual members.

## 2. Aims & Objectives

- 2.1 To create a useful forum for the discussion of matters affecting the profession and industry of driving instruction.
- 2.2 To support and inform its members.
- 2.3 To promote the interests of the members of the ADINJC and the industry.
- 2.4 To represent the interests of the members of the ADINJC and the industry in negotiations with the DVSA, the public and relevant other organisations.
- 2.5 To contribute to the development and promotion of road safety.
- 2.6 To safeguard the interests of the public in its relations with the industry.
- 2.7 To help maintain and raise the standards of the industry.

## 3. Rules of Membership

- 3.1 A group or individual may be a member of the ADINJC, if their subscription payments are up to date.
- 3.2 A member or member group will pay an annual subscription decided at the Annual General Meeting.
- 3.3 The aims of a member group must be considered suitable by the ADINJC.
- 3.4 Subscriptions for member groups will fall due for renewal on the 1<sup>st</sup> January each year on receipt of an invoice. A member group joining part way through the year will pay a pro-rata subscription.
- 3.5 An individual member may join at any point during the year, their renewal date will fall 12 months from their start date.
- 3.6 An individual member may pay their subscription on a monthly basis.
- 3.7 An individual member may join at different levels with different benefits, as detailed on the ADINJC website. A member of a member group will have automatic entitlement to membership at Silver Level, and may on payment of a subscription, upgrade their membership, as detailed on the website.

- 3.8 The ADINJC may elect Honorary Members annually at each AGM, these members only have voting rights if they represent a member group. Honorary Life Members may also be elected and will be known as Life Members and will only have voting rights if they represent a member group.
- 3.9 No member of the Executive, Governing Committee, Member Group or individual member can involve the ADINJC in any legal, financial or professional agreement whatsoever without the prior consent of the Executive Committee.

#### **4. Membership Rights and Duties**

4.1 The rights of a Member Group are:

- a. To be able to send two representatives to Association Meetings of the ADINJC and if voting takes place to have one vote. If a group wants to send more than two of their members to a meeting it can be arranged with the secretary and they will need to pay the requested sum.
- b. To represent itself as a Member Group of the ADINJC and to have all its members receive membership benefits at Silver level.
- c. To use the logo of the ADINJC on its stationery, the logo is copyrighted.
- d. To receive a copy of all circulars and publications that the ADINJC shall decide to distribute to Member Groups.
- e. Be part of any other items as the ADINJC may decide to confer on Member Groups.

4.2 The rights of an individual member are:

- a. To represent themselves as an individual member of the ADINJC.
- b. To use the logo of the ADINJC on their stationery, the logo is copyrighted.
- c. To receive a copy of all circulars and publications that the ADINJC distributes to individual members.
- d. To attend the Association Meetings at the discretion of the Secretary and Chair.

4.3 Each Member Group and all individual members are required to support and promote the ADINJC aims as in section 2 above.

4.4 Each Member Group and its representatives and all individual members must conduct their business with the ADINJC and its committee members in a manner, which is deemed beneficial to the harmonious functioning of the ADINJC.

4.5 Each Member Group and individual members are required to ensure that neither they, nor any person in its membership, make any verbal, written or electronic communication pretending to represent the views of the ADINJC. They may only make such communications intended for transmission in the name of the ADINJC with the prior approval of the President, Chair or Deputy Chair of the ADINJC.

## **5. Termination of Membership**

- 5.1 If any Member Group fails to pay its annual subscription or any other sum as specified by the ADINJC, within one months of its due date, it shall forfeit its rights as a Member Group.
- 5.2 A Member Group may resign from the ADINJC after giving one months' notice of its intention. Any subscription or other liability which may have accrued as being due from a Member Group, prior to the expiry of that notice shall remain due.
- 5.3 If the ADINJC decides in a General Meeting or AGM, by voting as per article 12 below, that a Member Group has become unsuitable, discreditable or otherwise ineligible for membership then that Member Group may be expelled or suspended for a period.
- 5.4 The ADINJC shall then give notice in writing to the Member Group concerned that it intends to expel or suspend them. It shall invite the Member Group to make representations, within one month of the date of the notice, as to why expulsion or suspension should not take place. After considering any representations, the ADINJC shall give notice in writing of its decision, and that decision will come into effect one month after the date of the notice.

## **6. Governing Committee**

- 6.1 The ADINJC will elect a Governing Committee, each of whom shall have one vote, and which shall consist of the following persons:
  - The President, not more than two Vice Presidents, Chair, not more than 2 Deputy Chairs.
  - The ADINJC can name other posts it considers relevant to the efficient running of the association
  - Up to twelve persons receiving the highest number of votes in an election to be held at each AGM, provided that not more than two Representatives of any Member Organisation may be elected.
  - Any persons as may be co-opted at an AGM or General Meeting, on such conditions as the ADINJC may decide.
- 6.2 A member group representative is eligible for election to the Governing Committee after representing that group for at least a year. Members of the Governing Committee are not just representatives of their member groups, but also have the duty of transacting the business of the Committee in the best interests of the ADINJC.
- 6.3 The above elected committee members and any person co-opted by the ADINJC shall all retire annually and be eligible for re-election.
- 6.4 The Governing Committee may co-opt into membership any person, may at its discretion decide on the terms of their admission and restrict the rights and duties of that person. A co-opted member will not have voting rights, will normally serve for a minimum of 6 months trial period before becoming eligible to stand for election, and may resign after giving one month's notice their intention to do so.
- 6.5 An individual member may stand for election at the Annual General Meeting, provided they have been a member for at least two years, and providing there are not more than three individual members on the Governing Committee.

6.6 The Secretary and the Treasurer shall be appointed by the Governing Committee to serve until the next AGM and each of them shall be eligible for re-appointment. The ADINJC may determine their duties and honoraria. If they wish to resign, one month's notice must be given.

6.7 The Membership Secretary and Head of Training shall be appointed by the Governing Committee.

## **7. Executive Officers**

7.1 The Executive Officers of the ADINJC shall be the President, Chair, Deputy Chairs, Treasurer and Secretary, and any other GC members as required by the Chair.

7.2 A person shall not be eligible for election as Chair unless they have served as a member of the Governing Committee for at least two years. The Chair shall be elected annually at the AGM.

7.3 The Chair may resign at any time after giving one month's notice and may be removed at any time by a majority vote of at least three-quarters of the membership of the ADINJC. The ADINJC may elect another person to serve in their place for the remainder of the current term of office.

7.4 A person shall not be eligible for election as Deputy Chair unless they have served as a member of the Governing Committee for at least one year. The Deputy Chairs shall be elected annually at the AGM and may resign at any time after giving one month's notice.

## **8. Powers of the ADINJC**

8.1 The management of the organisation is vested in the ADINJC, which is empowered to meet in Governing Committee Meetings and to take any action it considers desirable to further the aims for which it is established. The quorum for Governing Committee Meetings shall be at least 20% of the members of the Governing Committee. Subject to the other provisions herein, it may regulate its meetings as it thinks fit.

8.2 The ADINJC shall keep suitable minutes of all its meetings, including proceedings, action points and decisions made. The minutes of any meeting, if agreed by the Chair, shall be enough evidence of the facts stated.

8.3 The Governing Committee shall manage the day-to-day affairs of the ADINJC on its behalf and shall meet at such intervals as it may decide.

8.4 A Governing Committee Meeting shall also be convened upon the written request to the Secretary of at least two members of the ADINJC. The Secretary shall serve notice of such meeting in the manner hereinafter provided.

8.5 The Governing Committee is empowered to appoint and remove the Secretary, Treasurer, Membership Secretary and anyone co-opted to the ADINJC, and to receive the resignation of any member.

8.6 The Governing Committee is empowered to appoint any sub-committee, to delegate any of its powers to such sub-committee, and to revoke or vary such appointment and delegation. The Governing Committee shall receive reports of the proceedings of a sub-committee.

## 9. Annual General Meeting

- 9.1 The ADINJC shall hold an AGM at such time and place as may be determined by the ADINJC, but not more than 15 months after the holding of the last preceding AGM.
- 9.2 Notice of the AGM shall be served by the Secretary, at least 35 days before its date. The notice shall specify the date, time and place of the meeting.
- 9.3 The AGM shall be held for the following purposes:
- a. To consider and, if appropriate, approve the Minutes of the previous AGM.
  - b. To receive a report of its proceedings since the previous AGM.
  - c. To receive and, if appropriate, accept a Balance Sheet and Statement of Accounts.
  - d. To elect the Officers for the ensuing year.
  - e. To elect the members of the Governing Committee.
  - f. To appoint Auditors.
  - g. To consider any Motion submitted as hereinafter provided.
- 9.4 The following arrangements for the Conduct of Business shall apply:
- a. Every nomination for the Officers, the Chair and the Deputy Chairs and members of the Governing Committee shall be made using the form specified by the ADINJC. The form must be received by the Secretary at least 28 days before the date of the meeting. The form shall be signed by representatives of two different Member Groups as proposer and seconder and shall include the written consent of the nominee to be proposed for election and to serve if elected. In subsequent years, provided there has been no break in service, all or any members of the Governing Committee, if they so wish, may at the Annual General Meeting, seek to be re-elected 'en bloc'. In this instance there will be no requirement for a nomination form to be submitted.
  - b. If no nomination for a post has been received by the date of the meeting, nominations may be accepted at the Meeting. Such nominations must still be proposed and seconded and consented as in clause 10.4a above.
  - c. Every proposed motion for consideration at the meeting shall be sent in writing or by email to the Secretary and received at least 28 days before the date of the meeting. The notice shall contain the precise wording of the Motion to be submitted and shall be signed by the representatives of two different Member Organisations as proposer and seconder.
  - d. Not less than 14 days before the date of the meeting, the Secretary shall serve notice on members of the ADINJC, of the business of the meeting. The notice shall contain an agenda and details of nominations and motions received by the Secretary in accordance with the provisions of this Article and shall include a copy of the Statement of Accounts, the Balance Sheet and the report of the Auditors for the preceding period.
  - e. Honoraria – Total honoraria are set at 20% of income, the amount to each position to be decided by the GC executive.

## **10. Extraordinary General Meetings**

An Extraordinary General Meeting shall be held at the request of four or more Member Organisations of the ADINJC applying in writing to the Secretary and giving the reason for the request. At least 14 days written notice, specifying the date, time and place of the meeting, shall be served by the Secretary on the members, in the manner hereinafter provided. The notice shall give a statement of the business to be transacted, and no other business shall be brought forward at the meeting.

## **11. General Meetings**

These may be called by the Governing Committee. The Secretary shall serve 14 days' notice on members in the manner hereinafter provided, of every such meeting, specifying its date, time and place and the business to be transacted.

## **12. Voting**

12.1 The Quorum for any General or Annual General Meeting shall be at least 20% of the member groups of the ADINJC. Any proceedings, decisions, elections and appointments made at any meeting when a Quorum is not present shall be null and void.

12.2 Voting at any meeting shall normally be by show of hands, but a secret ballot may be taken if the members present so decide by show of hands. The Chair does not have a vote except in the case of a motion submitted resulting in a tied vote, the Chair shall have a casting vote.

12.3 The votes of each Member Organisation shall be cast by one of its representatives, and each organisation shall advise the Secretary at each meeting of the name of its voting Representative. A Representative may be replaced by a Substitute when necessary.

12.4 If a Representative or Substitute of one Member Organisation is also in membership of another Member Organisation, they will not be eligible to vote as a Representative for both.

12.5 The view and opinions of each Member Organisation shall be deemed to be in accord with the vote of its Representative.

## **13. Notices**

Notices shall be served on members by the Secretary or a Governing Committee member by email.

## **14. Accounts**

14.1 The Treasurer shall be responsible for keeping proper written and computerised database accounts with respect to:

- a. All sums of money received and expended and the matters in respect of why such receipts and expenditure take place;
- b. All the sales and purchase of goods;
- c. The assets and liabilities of the ADINJC.



- d. The accounts must give a true and fair view of the state of the ADINJC and explain its transactions adequately.
- 14.2 The accounts shall be kept at such place as the ADINJC shall think fit and shall be open to inspection by any member at all reasonable times during business hours.
- 14.3 The ADINJC financial year will run from the first day of January to the thirty first day of December.
- 14.4 At least once a year the accounts shall be examined, and their correctness ascertained by the Auditors.
- 14.5 At each AGM the Treasurer shall present a proper income and expenditure account, and balance sheet, for the period since the last preceding account. Both shall be accompanied by the report of the Auditors.
- 14.6 No expenditure shall be incurred on behalf of the ADINJC except with the prior authority of the Executive Committee.

## **15. Interpretation**

The ADINJC shall be the sole authority for the interpretation of these articles and the decision of the ADINJC upon any question of interpretation or upon any matter affecting the ADINJC, and not provided for in these articles shall be final and binding.

## **16. Amendment**

- 16.1 These provisions may be added to, altered or rescinded by resolution in any Annual or General Meeting approved by voting as per article 12 above.
- 16.2 Amendments to this Constitution upon approval shall come into full force and effect immediately and shall supersede any previous Constitution.

## **17. Dissolution**

The following procedure for the Dissolution of the ADINJC shall be adopted:

- a. At any meeting of the ADINJC a motion may be introduced that the arrangements for dissolving the ADINJC be activated. No prior notice of this motion is required. If the motion is approved by a majority of those present and entitled to vote, an Emergency General Meeting shall be arranged.
- b. The Secretary shall serve not less than 70 days' notice of the said Emergency General Meeting on the members of the ADINJC, in the manner provided for in these Articles, specifying its date, time and place. The notice shall state that the meeting is called to consider the motion that the ADINJC be dissolved. At the meeting the Treasurer shall present a statement of income and expenditure and balance sheet up to the date of the meeting, which shall specify the debtors and creditors of the ADINJC.
- c. After consideration of the motion and of the information provided by the Treasurer a vote shall be taken, and the Motion shall be deemed to be lost unless it is approved by not less than three-quarters of the members of the ADINJC.

d. If the said Motion is so approved:

- The date on which the dissolution of the ADINJC shall become effective shall be one month after the date of the meeting.
- The members of the ADINJC present shall decide upon a charity to receive any remaining assets after all known debts and those arising between the date of the meeting and effective date of dissolution.
- On the effective date of dissolution the Treasurer shall distribute the assets (if any) of the ADINJC remaining after settling all outstanding debts in accordance with the decision of the members of the ADINJC at the meeting, and provide members with a final statement of income and expenditure and balance sheet.

## **APPENDIX A - DUTIES AND RESPONSIBILITIES**

### **A1 Acceptance**

Any person elected to serve on the GC will, prior to taking up their appointment, sign a copy of their duties and responsibilities, as defined in this Appendix. Their signature will register their acceptance of, and intent to, carry out the said duties and responsibilities to the best of their ability, and at all times in the best interests of the ADINJC. The signed documents will be retained by the Secretary. The Chair is obliged to obtain the resignation of any office holder of the ADINJC who is unable to conduct their duties and responsibilities in the best interests of the ADINJC

### **A2 The President**

The President of the ADINJC will, at all times, seek to ensure that the conduct of his own office, the Vice Presidents, Chair, Deputy Chairs, Secretary, Treasurer, Membership Secretary, the Governing Committee Conference Officers, any Co-Opted Member and all other Committees of the ADINJC, is beyond reproach.

The President of the ADINJC will be responsible for ensuring each holder of the offices listed in this Appendix A are at all times fully compliant with their duties and responsibilities.

### **A3 Vice Presidents**

Vice Presidents of the ADINJC will, at all times, endeavour to support the Executive Officers of the ADINJC in maintaining the good name of the ADINJC.

Vice Presidents of the ADINJC will provide all necessary assistance with article 5 of this Constitution.

### **A4 The Chair**

The Chair will, at all times:-

Seek to ensure the efficient operation of the ADINJC, and further seek to make certain that its Executive Officers conduct the business of the ADINJC, expeditiously, with due diligence and in the best interests of the ADINJC.

Make certain that the agenda for all meetings is correctly compiled and produced in good time by the Secretary.

Make certain that all meetings of the ADINJC are called in good time, as defined in this Constitution.

Work in close co-operation with all office holders of the ADINJC and co-opted members to ensure its efficient running.

Attend all meetings of the ADINJC, or will provide to the Secretary of the ADINJC, written confirmation of reasons for being unable to attend such meetings.

Ensure that Member Groups and their representatives comply fully with the requirement not to make any verbal, written or electronic statement which purports to be the view of the ADINJC. They

will also make certain that disciplinary action is taken against any member of the ADINJC who makes any verbal, written or electronic communication which detracts from the good works and good name of the ADINJC.

### **A5 Deputy Chairs**

The Deputy Chairs of the ADINJC will, at all times, represent the Chair in their absence, and further act on their behalf, when required to do so.

The Deputy Chairs of the ADINJC, will, in the absence of The Treasurer, give accurate details of the financial position of the ADINJC, and represent The Treasurer in their absence at Meetings. If necessary, they will represent the DIG Secretary in their absence at Meetings.

The Deputy Chairs of the ADINJC will, at all times, assist The Chair in the efficient running of the ADINJC.

### **A6 Secretary**

The Secretary of the ADINJC will, at all times, ensure that all correspondence and enquiries are dealt with expediently. They will notify the President, Chair and Deputy Chair of the ADINJC of any developments which are either beneficial or detrimental to the good name of the ADINJC. They will make certain that all required notifications are communicated to the relevant officers, committees and Member Groups and their representatives.

They will compile and then present to the Chair, the agenda for all meetings of the ADINJC. They will be responsible for the taking of accurate and comprehensive minutes at all meetings and will further make certain that these are made available to all the members of the Governing Committee at the earliest opportunity.

### **A7 Treasurer**

The Treasurer will, at all times, maintain a comprehensive and accurate record of the financial standing of the ADINJC, and will immediately notify the President, Chair, Deputy Chairs and the Secretary of any situation which would lead to the ADINJC becoming insolvent.

They will be responsible for obtaining an annual inspection of all the financial records of the ADINJC by the Auditors. They will ensure that these details are made available to the President, Chair and Deputy Chair at least 14 days prior to the AGM. They will also provide them with a detailed report 14 days in advance of each Governing Committee meeting, outlining all changes to the financial circumstances of the ADINJC.

### **A8 Membership Secretary**

The Membership Secretary of the ADINJC will, at all times, provide accurate details to the President, the Chair, the Deputy Chair and the Secretary of all activities in pursuance of increasing the membership of ADINJC.

## **A9 Governing Committee Members**

A member of the Governing Committee of the ADINJC will, at all times:-

Do their utmost to promote the good name of the ADINJC, and endeavour to work with all its Executive Officers to make certain of the efficient conduct of all matters of the ADINJC.

Ensure that any other Committee set up by the ADINJC, conducts efficiently all matters relating to the business of the ADINJC, and in the best interests of the ADINJC.

Provide any requested and required support to each co-opted Member of the ADINJC.

## **A10 Co-opted Members**

A Member who is co-opted to the ADINJC will, at all times, do their utmost to promote the good name of the ADINJC, and endeavour to work with all its Executive Officers to make certain of the efficient conduct of all matters of the ADINJC. The duties and responsibilities of such members will be determined by the Governing Committee.

## **A11 Head of Training**

The ADINJC is committed to ensuring that the standards of all Approved Driving Instructors are the highest possible, improved upon wherever necessary and maintained for the good of the Profession. The ADINJC see this as fundamental in making certain the Profession is held in high regard by the public.

The Head of Training will be responsible for appointing suitable candidates to the position of Approved Training Officer of the ADINJC. These will be solely responsible to the Head of Training who will in turn be responsible to the Chair and Deputy Chair.

## **A12 All Officers**

All officers listed above in this Appendix A will confer and co-operate with the President, Chair and Deputy Chair to obtain their approval for any verbal, written or electronic communication intended for transmission in the name of the ADINJC.

**APPENDIX B - APPLICATION FORM FORMATS**

*Approved Driving Instructors' National Joint Council – ADINJC*

**APPLICATION FOR GROUP MEMBERSHIP**

**NAME OF ORGANISATION .....**

**NAME OF REPRESENTATIVE.....**

**ADDRESS OF REPRESENTATIVE.....**

.....

.....

**Telephone Number – Day.....(Eve).....**

**Mobile Phone Number .....**

**E-mail address .....**

**Name of Second Representative.....**

**Address of Second Representative.....**

.....

.....

**Telephone Number – Day .....(Eve) .....**

**Mobile Phone Number .....(Fax) .....**

**E-mail address .....**

On behalf of the Organisation named above, we apply for membership of the Approved Driving Instructors' National Joint Council (ADINJC). We accept the ADINJC's Constitution and agree to conform to its requirements in all respects.

**Signature of Representative.....**

**Signature of Second Representative.....**

**Date .....**

On completion, this application should be sent to the General Secretary of the ADINJC.  
***Approved Driving Instructors' National Joint Council – ADINJC***

**NOMINATION FORM**

**We nominate**

..... **for the**  
**position of**

.....

**Proposer's Signature** .....

**Proposer's Organisation** .....

**Secunder's Signature** .....

**Secunder's Organisation** .....

**I agree to be nominated for election in the position specified on this form, and to serve in this position if elected.**

**Nominee's Signature** .....

**Nominee's Organisation** .....

**Date** .....

On completion, this form should be sent to the General Secretary of the ADINJC, in accordance with the requirements of its Constitution.

