

Constitution of The British Stunt Register

Of

The White House

140A Tachbrook Street

Pimlico

London

SW1V 2NE

Adopted 1st November 2017

We have formed a professional association known as 'The British Stunt Register' and agree for The British Stunt Register to be regulated by the constitution contained in this document.

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1. Definitions

These definitions apply unless the context requires a different interpretation:

"Accounting Year"	means the year beginning on 1st November, the date to which the accounts of The British Stunt Register will continue to be prepared.
"AGM"	means the Annual General Meeting of The British Stunt Register
"Code of Conduct"	means the Code of Conduct of the British Stunt Register as may be amended or adopted from time to time.
"Committee"	means the committee or board consisting of Officers and Members elected / nominated to operate and manage The British Stunt Register
"Confidential Information"	means all information about The British Stunt register and the Members but does not include information that it is reasonably necessary to disclose to a person in the usual course of dealing so far as that information is disclosed in those circumstances. It includes among other things: information about members, their personal contact information and businesses, The British Stunt Register's future plans and policies. It includes information about the Intellectual Property.
"Constitution"	means this constitutional document, which, together with the Code of Conduct, contains the rules / conditions of continuing membership of The British Stunt Register, as amended from time to time.
"General Meeting"	means any meeting of The British Stunt Register other than an AGM.
"Intellectual Property"	means intellectual property of every sort, whether or not registered or registerable in any country, including intellectual property of all kinds coming into existence after today; and including, among others, patents, trademarks, unregistered marks, designs, copyrights, software, domain names, discoveries, creations and inventions.
"In writing"	means a written communication by letter, fax or email to the addresses communicated to the Membership by the Committee from time to time.
"Member(s)"	means any person who has been approved by the Committee and who has paid for Membership of The British Stunt Register.
"Membership"	means membership of The British Stunt Register as set out in this Constitution.
"Officer(s)"	means the holder of any titled office of The British Stunt Register.
"Office Co-ordinator"	means the administrator and secretary of the British Stunt Register.

2. Name of the Club

- 2.1 The name of the association is 'The British Stunt Register'.

3. Main objectives

The objectives of The British Stunt Register are:

- 3.1 to promote its members to the film & television industry, in the UK and internationally;
- 3.2 to carry on whatever activities the Members may decide;
- 3.3 to strengthen the bonds between The British Stunt Register and the UK film & television industry;
- 3.4 to support and organise various social events from time to time;
- 3.5 to invest any surplus funds, raised through membership fees, in furthering the objects of The British Stunt Register; and
- 3.6 to raise the standard of professionalism, competency and health & safety of the UK stunt industry.

4. Membership

- 4.1 Membership shall be open to men and women over the age of 18, who are residents of the UK or have the appropriate visa or permit to work in the UK, and who have met the application criteria.
- 4.2 It is a condition of Membership that a Member shall, at all times comply with the Constitution and Code of Conduct of The British Stunt Register and promote the interests and objectives of The British Stunt Register.
- 4.3 A Member cannot transfer Membership to any other person.

5. Application and upgrade procedure

An application for membership or an application for upgrade must be made in writing; and submitted to the Committee, in the correct format, along with the application fee, as set out by The British Stunt Register from time to time.

- 5.1 The Committee reserves the right to reject or accept the application for membership or upgrade of The British Stunt Register.
- 5.2 After the Committee makes final determination, the Office Co-ordinator shall notify the applicant in writing about the decision of the Committee and if they are unsuccessful, the reason why.

- 5.3 After a successful application the Office Co-ordinator shall enter the applicant's name in the register of members whereupon the applicant becomes a Member of The British Stunt Register. In terms of an upgrade, the Office Co-ordinator shall enter the successful candidates details at the correct level in The British Stunt Register database and all documentation appertaining to their upgrade shall be amended accordingly, with immediate effect.
- 5.4 The committee shall convene twice per year to approve upgrades and three times per year to approve applications (dates to be decided).

6. Subscriptions

- 6.1 Payment for Membership is for one year.
- 6.2 A Member's annual subscription shall be such as the Committee determine.
- 6.3 Subscriptions are due on the 1st February in every year for the period of 12 months following that date.
- 6.4 On joining, a subscription is payable pro rata with a full year, for the period from the joining date to the next subscription date, for new applicants only, who are accepted throughout the year.

7. Resignation, suspension and expulsion

- 7.1 A Member may resign from The British Stunt Register by informing the Office Co-ordinator in writing of their intention to do so. Their resignation will take effect immediately.
- 7.2 The Committee has the power to:
 - 7.2.1 suspend (for a period not exceeding twelve months); or
 - 7.2.2 expel any Member who infringes this Constitution or the Code of Conduct or whose conduct, (in the Committee's opinion) is harmful to the good name of The British Stunt Register or renders them unfit for Membership (either 'the breach' or 'a breach').
- 7.3 No Member shall be suspended or expelled unless the Committee gives them notice in writing and they fail to remedy the breach (if capable of remedy, which shall be at the sole discretion of the Committee) within 30 days after being given notice.
- 7.4 The decision to suspending or expel a member of the BSR must be ratified by at least 90% of the Committee.
- 7.5 Any notice given to a Member in breach shall be without prejudice to any other claim or action against the defaulting Member.
- 7.6 A suspended member shall not be elected as an Officer nor be entitled to vote at any meeting.
- 7.7 If a Member chooses to resign or is suspended or expelled in accordance with this paragraph 7, no part of their subscription shall be refundable.
- 7.8 Expulsion shall be permanent.

8. Confidentiality

- 8.1 Each Member agrees and undertakes that they will:
- 8.2 not remove from The British Stunt Register's premises or copy or download, or allow anyone else to remove, copy or download from any document, computer disk or file, tape or other item or facility which contains any Confidential Information except as may be necessary in the course of his work for The British Stunt Register.
- 8.3 in respect of any part of the Confidential Information of The British Stunt Register, during their Membership and until the expiry of five years from the termination of Membership, keep it secret and not divulge or make it known to anyone nor use it for the benefit of themselves or any other person.
- 8.4 This paragraph does not apply to disclosure:
 - 8.4.1 made with the consent of the Officers or under the authority of the Committee or by order of the court.
 - 8.4.2 of information or knowledge which comes into the public domain otherwise than as a result of his or her default.
 - 8.4.3 as may be necessary in the course of their work for The British Stunt Register.

9. Appointment and removal of Officers

- 9.1 The Officers shall be:
 - 9.1.1 Chairperson
 - 9.1.2 Vice Chairperson
 - 9.1.3 Treasurer
- 9.2 The first Office holders shall hold office for 12 months from the date the first version of this Constitution is adopted, and shall retire after this initial 12 month period.
- 9.3 After the first 12 months, as per paragraph 9.2 above, appointed Office holders shall hold office for a term of two years.
- 9.4 No office holder shall hold office for longer than two terms, being four years in total, without a break of at least one year.
- 9.5 Each office holder shall be appointed and removed by a vote of the Membership at its AGM.

10. The Committee.

- 10.1 The Committee shall manage The British Stunt Register.
- 10.2 For the first year from the date the first version of this Constitution is adopted, the Committee shall be made up initially of 13 members, which shall be inclusive of the Officers. The

Committee will reduce to 12 members from the second and subsequent years, inclusive of the Officers.

- 10.3* After the first year, from the date this Constitution is adopted, 7 Committee Members shall retire, 6 Committee members, voted for by the membership, shall remain. 6 Committee members shall then be newly appointed at the AGM. The Committee members shall then retire by rotation, after serving two year terms, with the remaining original 6 Committee Members retiring after the second year.
- 10.4* A retiring member of the Committee may apply for re-election.
- 10.5* Any Member may be a Committee member, nominate a Member to sit on the Committee (including themselves) and may vote to appoint a Committee member. The Committee will be made up of Probationary, Intermediate & Full members.
- 10.6* Only Probationary members who have been a member of either the former JISC register or the BSR for a minimum of 5 years, are eligible for nomination and must be seconded by a full member.
- 10.7* To nominate a Committee member, a Member shall write to the Office-Co-ordinator to give the name of the Member they nominate. They must do so at least 28 days before an AGM. The Committee shall present that nomination at the AGM.
- 10.8* At the AGM, three Members who are not members of the Committee shall accept the nominations. A poll shall be taken, prior to the AGM, on the appointment to the Committee of each nominated Member. An independent scrutineer shall count the votes and declare the results without disclosing the outcome of any Member's vote. The Members polling the highest number of votes shall be appointed as Committee members. No Member shall vote for their own appointment.
- 10.9* A decision of the Committee on any of the following matters must be ratified by a vote of at least 75% of the Members at the AGM to:
- 10.9.1* change the Code of Conduct of The British Stunt Register
 - 10.9.2* change the Constitution of The British Stunt Register
 - 10.9.3* buy or rent any property for the use of The British Stunt Register
 - 10.9.4* dissolve The British Stunt Register
- 10.10* Probationary Committee members will not make decisions on, or approve upgrades. Intermediate Committee members will not make decisions on, or approve upgrades to Full member.

11. Quorum for Committee meetings.

- 11.1* The quorum for Committee meetings may be fixed from time to time by a decision of the Committee, but it must never be fewer than six and unless otherwise fixed it is six from the date the first version of this Constitution is adopted.
- 11.2* If the Committee knows that the total number of Committee members at a meeting will be less than the quorum required, the Committee will require proxy votes from the non-attending

members to make up the quorum. If the meeting is not quorate, even with the proxy votes then the Committee must not take any decision other than a decision to adjourn the meeting.

12. Powers of Committee

The Committee's powers shall include, but not be limited to:

- 12.1* filling any vacancy on the Committee from among Members until the next AGM;
- 12.2* appointing such sub-committees as they believe necessary. Any sub-committee so appointed shall be accountable to the Committee.
- 12.3* create and amend the Code of Conduct and any by-laws the Committee deems necessary
- 12.4* employing or contracting staff to carry out activities of The British Stunt Register
- 12.5* opening and operating a bank account in the name of The British Stunt Register
- 12.6* managing the financial affairs of The British Stunt Register
- 12.7* taking any action and making any decision it deems necessary to promote the objects of The British Stunt Register.

13. AGM

- 13.1* The AGM of The British Stunt Register shall be held in December each year for the purpose of:
 - receiving the reports of the Committee and any sub-committees in relation to The British Stunt Register's activities;
 - receiving and if thought fit approving the accounts in respect of the preceding financial year;
 - electing the Officers and Committee members of The British Stunt Register
 - fixing the subscription charges and benefits for Membership, and
 - dealing with any other general business of The British Stunt Register
- 13.2* Each Member shall be entitled to receive 21 days' notice of an AGM.
- 13.3* The notice shall state the date, time and place of the AGM, and proposals to resolve the matters set out in this paragraph 13.
- 13.4* A Member may raise any matter at the AGM, provided that he has given 14 days' notice to the Committee to that effect.

14. General Meetings

- 14.1* A General Meeting shall be convened by the Committee within 28 days of receipt by it of a direction by the majority of Officers or of a requisition signed by at least 20% of the total Members of The British Stunt Register.
- 14.2* No General Meeting shall take place without giving 14 days' notice of the meeting to the Members.
- 14.3* The notice shall state the date, time and place as well as the purpose of the meeting.

15. Quorum at meetings

- 15.1* The quorum for an AGM or a General Meeting may be fixed from time to time by the Members, except that a quorum must never be fewer than 20% of the Membership.
- 15.2* If an AGM or General Meeting is not quorate, it may only proceed and must not take any decision other than a decision to adjourn the meeting.

16. Voting at meetings

- 16.1* A Member may vote at an AGM or a General Meeting.
- 16.2* On receiving notice of an AGM or a General Meeting, a Member may elect to vote at that AGM or General Meeting by proxy. The Member must communicate their wish to vote by proxy in writing to the Committee prior to the AGM or General Meeting commencing.
- 16.3* Each Member may have one vote for each decision or vote at an AGM or General Meeting.
- 16.4* In the event of equality of votes for and against a matter, the Chairperson shall have a casting vote.

17. Finance

- 17.1* The Accounting Year of The British Stunt Register shall be from the 1st November of each year.
- 17.2* The British Stunt Register shall open a bank account in the name of The British Stunt Register
- 17.3* All membership fees and other money received shall be deposited in The British Stunt Register bank account.
- 17.4* Every cheque drawn from The British Stunt Register bank account shall be signed by the Vice Chairperson & Treasurer.
- 17.5* The Office Co-ordinator shall keep proper accounts of The British Stunt Register.

- 17.6 An independent auditor appointed by the Committee shall audit the accounts of The British Stunt Register annually. This person shall not be disqualified as auditor because they also provide other accounting services to The British Stunt Register.

18. Dissolution

- 18.1 If the Members vote to dissolve The British Stunt Register, any surplus funds on the winding-up shall be distributed equally among the members at the date of the vote to dissolve.

OR

- 18.2 Any assets, money or funds remaining after the settling of any debts and liabilities shall be applied for purposes within the UK, which has similar objects to those of The British Stunt Register.

19. Miscellaneous matters

- 19.1 Each Member undertakes to provide to The British Stunt Register their current land address, email address and mobile phone number, as often as they are changed together with all information that may be required to communicate with him or her.
- 19.2 In any case where any part or provision of this Constitution is held to be unlawful, void or unenforceable, then that part or provision shall be deemed to be removed from this Constitution so as to leave valid and enforceable the remainder of the Constitution.
- 19.3 Should there be any conflict between this Constitution and any other documentation of The British Stunt Register, then this Constitution shall take precedence.
- 19.4 Any communication to be served on The British Stunt Register or to the Members shall be delivered by hand or sent by first class post or recorded delivery or by e-mail.

It shall be deemed to have been delivered:
if delivered by hand: on the day of delivery;
if sent by post to the correct address: within 72 hours of posting;
if sent by e-mail to the address from which the receiving party has last sent e-mail: within 24 hours if no notice of non-receipt has been received by the sender.

- 19.5 In the event of a dispute between the Members, then the Members undertake to attempt to settle the dispute by engaging in good faith with the other in a process of mediation before commencing arbitration or litigation.

20. Officer Signatures

Signed by: Jim Dowdall (Chairperson)



Dated...09/12/2017.....

Signed by: Abbi Collins (Vice Chairperson)



Dated...11/12/2017.....



Signed by: Sarah Franzl (Treasurer)

Dated...10/12/2017.....