

CONSTITUTION of THE BRITISH VACUUM COUNCIL

A registered Charity number 292999

1. NATURE OF THE COUNCIL

The British Vacuum Council is a body comprising appointed representatives of organisations the membership of which, or some part thereof, has an interest in the field of vacuum science and technology, and representatives of such other similar organisations as shall from time to time become affiliated to the Council. Commercial organisations are not permitted. Except as in Clause 4 below, there shall be no individual membership of the Council.

2. SCOPE

The Council shall be concerned with all matters within and related to the field of vacuum science, technology and its applications as encompassed by the International Union of Vacuum Science, Technique, and its Applications (IUVSTA).

3. AIMS AND OBJECTS

The aims and objects of the Council are to promote and advance the understanding and teaching of vacuum science, technology and its applications by:

- a) co-ordinating and promoting conferences, seminars, courses, and publications in these fields
- b) encouraging excellence amongst postgraduate students, post-doctoral and other early-stage research workers in these fields
- c) recognising excellence in these fields by the awarding of prizes
- d) representing the United Kingdom and Ireland on the International Union of Vacuum Science, Technique, and its Applications (IUVSTA)
- e) any other similar charitable purposes as the Trustees shall determine from time to time.

4. MEMBERS OF THE COUNCIL

4.1 Appointed Representatives

Each affiliated organisation (see Clause 6 below) shall be entitled to appoint representatives to be members of the Council. Appointed Representatives who would not normally serve for more than six years are expected to have an interest in the subject. All Appointed Representatives shall have full and equal voting rights. Each Appointed Representative shall be permitted to send an Alternate to meetings of the Council in cases of absence due to other commitments or incapacity. Such an Alternate shall have the same voting rights as the Appointed Representative.

4.2 Office Bearers

Office Bearers as in Clause 5 below. Office Bearers shall not be entitled to appoint alternates.

4.3 Co-opted Members

Additional members of the Council may be co-opted for a period not exceeding three years or until the purpose for which they are co-opted is accomplished.

All persons serving as Officers or Members of Divisional Colleges of IUVSTA shall be co-opted automatically to the Council for such time as they shall serve in such a capacity.

Co-opted members shall have no voting rights but those present shall be consulted before decisions are made at meetings of the Council.

4.4 Observers

The Council may invite observers to attend specific meetings of the Council.

5. OFFICERS OF THE COUNCIL

The Officers of the Council shall comprise a Chairperson, a Deputy Chairperson (who shall normally succeed as Chairperson), the Past Chairperson, an Honorary Secretary and an Honorary Treasurer. The Officers shall be the Trustees of the Charity.

The Officers shall be elected to exercise their functions on behalf of the Council because of their personal qualities, and not because of any affiliation.

5.1 Election of Officers

Officers shall be elected to Office for a term of three years by a simple majority of the Members of the Council holding voting rights and present at the appropriate Annual Meeting. The Chairperson, Deputy Chairperson and Honorary Secretary shall be eligible for re-election to that office for only one further term of three years. The Honorary Treasurer shall be eligible for re-election without limit on number of terms of office.

On reaching the end of their term of office, an Officer shall be eligible for election to any other office except that the Chairperson shall not be eligible for election as Deputy Chairperson without a gap of at least one calendar year.

5.2 Chairperson

The Chairperson shall perform those duties normally associated with the chairing of a Council. The Chairperson shall remain a member of the Council as Past Chairperson for up to three years following the end of their term of Office. The Chairperson shall submit to the Annual Meeting of the Council a report of its activities over the previous year.

5.3 Deputy Chairperson

The Deputy Chairperson shall discharge the Chairperson's duties in the latter's absence or incapacity.

5.4 Honorary Secretary

The Honorary Secretary shall perform those duties normally associated with the Secretariat of a Council. In particular the Honorary Secretary shall

- a) maintain the Record of the Council including Minutes of all meetings of the Council
- b) issue in good time calling notices for all meetings of the Council
- c) set the agenda for all meetings of the Council in consultation with the Chairperson.

5.5 Honorary Treasurer

The Honorary Treasurer shall be responsible to the Council for the proper use of its funds and, in particular, shall ensure that Annual Accounts are submitted to the Annual Meeting of the Council.

5.6 Casual Vacancies amongst Officers

Should any Office become vacant due to death, incapacity or resignation of an Officer before the end of their term of office, the Council shall appoint a suitable person to act until the next succeeding Annual General Meeting and that period shall not count towards any limit on length of appointments.

6. AFFILIATED ORGANISATIONS

6.1 Adherence

The Council may invite, or receive requests from, organisations similar to those represented at the adoption of this Constitution, to become affiliated to the Council. The issue of such invitations or the granting of affiliation shall require the support of at least two-thirds of the voting membership of the Council.

6.2 Forms of Affiliation

Large organisations (defined as those with membership greater than one thousand persons) shall be Full Affiliate Organisations. Those with lower membership may on request become Smaller Affiliate Organisations.

- a) **Full Affiliate Organisations** shall be entitled to appoint two Representatives to the Council.
- b) **Smaller Affiliate Organisations** shall be entitled to appoint one Representative to the Council.

6.3 Withdrawal

Any affiliated organisation may withdraw from such affiliation by giving six months notice of its intention to do so to the Secretary in writing.

7. FEES SUBSCRIPTIONS & OTHER FINANCIAL MATTERS

7.1 Subscriptions

Each Affiliated Organisation shall pay an annual subscription to the Council, the amount to be determined annually by the Council. Smaller Affiliate Organisations shall normally pay 50% of the annual subscription rate.

Any proposal to increase the amount of the subscription beyond that of the previous year shall be set out in full in the Notice calling the Annual Meeting and the implementation of such a proposal shall require the assent of two-thirds of the Appointed Representatives of the Affiliated Organisations present and voting at the meeting.

7.2 Donations and Grants

The Council may receive and accept such monies as may from time to time be donated, bequeathed or otherwise made payable to the Council for the furtherance of its aims and objects.

The Council may make such donations or grants from the funds of the Council in the furtherance of its aims and objects as shall from time to time be determined by the Council.

7.3 Benefits

No financial benefit, bonus, or gift from the funds of the Council shall be made to any Member of the Council except as in Clause 7.4 below.

7.4 Reimbursement of Expenses

Members attending meetings of the Council shall be entitled to claim reasonable out-of-pocket expenses related solely to their attendance at such meetings.

Expenses for attending other meetings solely for the purpose of Council business may be paid at the discretion of the Officers but must be authorised in advance by the Chairperson or Treasurer.

Other forms of expenditure shall normally be paid by the Treasurer. Any expenditure by another Member of the Council incurred on behalf of the Council must be authorised in advance by the Chairperson or Treasurer.

8. MEETINGS OF THE COUNCIL

An Annual General Meeting of the Council shall be held at least once a year to approve the Annual Report and Accounts and to deal with such other matters as are laid down in this Constitution. At least twenty-one days notice shall be given to all Members of the Council for an Annual General Meeting.

Ordinary meetings of the Council may be held from time to time as deemed necessary at a minimum of fourteen days notice.

A Draft of the Annual Report and a copy of the Accounts shall be circulated to the members of the Council at least twenty-one days in advance of the Annual General Meeting.

Following the Annual General Meeting the Annual Report and Accounts shall be circulated to those organisations and individuals as the Council shall determine.

At any meeting of the Council, one-third of the voting members being present shall constitute a quorum. Proxies are not permitted. No person shall exercise more than one vote.

Meetings of Council may be conducted in person, by video conference, tele-conference or in mixed mode.

For the avoidance of doubt “present” shall mean that the person concerned can hear the proceedings, can be heard by everyone else and shall have all documents available.

For the purposes of this Clause, notice of meetings may be delivered by post, email or other messaging service to the address registered with the Honorary Secretary by the Member of Council.

9. BVC ANNUAL ADDRESS

The Council may at its discretion sponsor a speaker of international repute in the field of vacuum science, technology and its applications, to present an Annual Address during a suitable meeting taking place in United Kingdom or Ireland. The sponsorship shall include the payment of travel and other incidental expenses incurred by the speaker.

10. PRIZES

10.1 BRITISH VACUUM COUNCIL SENIOR PRIZE AND JOHN YARWOOD MEDAL

The Council may at its discretion seek nominations for the British Vacuum Council Senior Prize for distinguished contributions to British or Irish scientific research in the fields of vacuum science, surface science, thin films or any related topic in which vacuum science and engineering play an important role.

The winner may also receive the John Yarwood Memorial Medal, established to honour the memory of Professor John Yarwood an international figure in the field of vacuum physics and a founder member of the British Vacuum Council.

The prize winner may also be invited to deliver the BVC Annual Address.

10.2 BRITISH VACUUM COUNCIL JUNIOR PRIZE

The Council shall seek to encourage scientists, technicians and engineers in the early stages of their careers who carry out outstanding work in the field of vacuum science, surface science, thin films, or any related topic in which vacuum science and engineering play an important role.

To this end, the Council may at its discretion seek nominations for the British Vacuum Council Junior Prize. Nominees should be within ten years of receiving their first degree at the end of the calendar year in which the nomination is made. Awards may be made to non-graduates whom the Awards Committee considers to be at an equivalent stage of their career. Candidates should normally be resident in the United Kingdom or Ireland.

Prize winners shall be awarded the Junior Prize which comprises the C R Burch Prize and the BVC Medal.

10.3 NOMINATIONS FOR PRIZES

Nominations for the BVC Prizes may be made to the Honorary Secretary in accordance with procedures published on the BVC website. Prize-winners shall be selected by the Council on the advice of an Awards Committee appointed by the Council for this purpose.

11. ALTERATIONS AND ADDITIONS TO THIS CONSTITUTION

Alterations or additions to this Constitution shall only be adopted at an Annual General Meeting. Any proposed alteration or addition shall be set out in full in the Notice calling the Annual General Meeting and the adoption of such alterations or additions shall require the assent of two-thirds of the Members of the Council present and voting at the meeting.

No amendment shall be made which would cause the Council to cease to be a charity at law. Alterations and additions shall take effect only after the approval of the Charity Commission of England and Wales.

12. DISSOLUTION

The Council may be dissolved by a resolution passed by a two-thirds majority of those present and voting at an Extraordinary General Meeting convened specifically for the purpose, of which 21 days notice shall have been given to the Members of the Council. Such resolution shall give instructions for the disposal of any assets held by or in the name of the Council, provided that if any property remains after the satisfaction of all debts and liabilities such property shall not be paid to or distributed among the members of the Council but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Council.

In the event that an Extraordinary General Meeting convened for this purpose should be inquorate it shall be adjourned for a period of four weeks.

Adopted at a meeting of the British Vacuum Council on 27th October 2023.