

IBM Retirees Club Constitution (Midlands Retiree Club)

The IBM Retirees Club is part of the IBM UK Club. The Club receives a grant directly from IBM United Kingdom Ltd – hereinafter referred to as ‘IBM’ and takes functional guidance from an Oversight Manager appointed by IBM. The Club is a non-profit making organisation. Any surpluses will be used to improve the Club’s activities and facilities.

1. Title

The title of the Club shall be IBM Retirees Club (Midlands) hereinafter referred to as ‘the Club’.

2. Objective

The objective of the Club is to organise recreational, educational and social activities for its members and their guests.

3. Membership

The criteria for membership are defined by IBM and may be amended at IBM’s discretion. Appendix A defines the criteria for membership of the Club which shall form part of the constitution.

4. Management

The Club will be managed by a Committee elected at AGM and consisting of a Chairman, Secretary, Treasurer and at least three other members. Five members including one Officer shall form a quorum. A Club member may only be on the main Committee of one IBM UK Club. The Club Committee may co-opt additional persons at its discretion. The Committee will meet at least three times each year and all meetings will be formally minuted.

5. Election of Committee

Officers and members of the Committee will be elected at the Club’s Annual General Meeting (see below). They will hold office for one year and may stand for re-election in subsequent years.

6. Responsibilities of Officers

The Chairman will chair all Club Committee meetings and be the primary interface with IBM. In the Chairman’s absence, the Club Committee shall elect a Member to act in their place.

The Secretary will convene and minute all meetings.

IBM Retirees Club Constitution – (Midlands Retiree Club)

The Treasurer will keep the Club's accounts and prepare all financial reports and submit to IBM as required. In addition the Treasurer will prepare an annual statement of accounts for the year ending 31st December and ensure the accounts are audited by a competent person who is independent of the Committee. A copy of the Club's audited accounts will be sent to IBM.

7. Finances

The Club will receive an annual grant directly from IBM. The amount will be at the discretion of IBM. Monies received by the Club will be applied for the benefit of its Members. Members and their guests may be required to make payments towards the cost of events and activities that are organised by the Club.

8. Annual General Meetings (AGM)

An AGM must be held within 3 months of the date of the Club's financial year end and will be publicised to all Members at least one month in advance. This will ensure that up-to-date information is presented to members within 3 months of each year end e.g. year end 31st December results in an AGM for that financial year being held no later than 31st March of following year.

The AGM will include a Chairman's report and a Treasurer's report, will formally accept the accounts and will (re-)elect the Officers and Committee members for the coming year. Additional resolutions or questions may be submitted by Members at least three weeks in advance.

Only Members of the Club present may vote

9. Extraordinary General Meeting (EGM)

An Extraordinary General Meeting shall be convened at the request of either the Committee or upon receipt of a written request from not less than 30 members or 1/10th of the current membership, whichever is the fewer. The proposition submitted shall be the only subject of such meeting.

10. Trustees of the Club

The Trustee of the Club shall be nominated by the UK Director of Human Resources. In addition an IBM UK Oversight Manager will be appointed by the UK Director of Human Resources to oversee the operational relationship between the Clubs and IBM.

11. Organisation of the Club

Full Members of the Club may attend events at any IBM UK Retiree Club and access them at the member price. Full members of the Club may attend events at any IBM UK local Club however the price will depend on the local arrangement. Any cross-funding issues shall be resolved between the individual Clubs involved. However, different subscription rates for membership of a Club subsection may be applied to Members from other IBM UK Clubs, provided the justification is recorded and agreed to by the Club Committee.

12. Constitution Changes and Local Bye-laws

This Constitution is owned by the Club and may be changed by resolution at a General Meeting. Changes must be ratified by the IBM Trustee. The Committee may make, repeal or amend local rules or Bye-laws consistent with the Constitution.

13. Responsibilities of Club Members

Members are required to conform to this Constitution and any local rules or Bye-laws when participating in Club events and activities. The Committee may suspend or withdraw membership of the Club from any Member whose conduct in its opinion is prejudicial to the interests of the Club; such a decision must be ratified by the IBM UK Oversight Manager.

14. Liability

Members and guests attend or participate in meetings and activities organised by the Club at their own risk.

Retirees, family members and guests are covered by a public liability insurance policy which is taken out on behalf of all Clubs (this is organised and paid for centrally). This policy also covers Club Officers acting on behalf of the Club. The policy provides liability insurance cover for up to a maximum of £5m. A copy of the insurance certificate is on the following website: <http://www.ibmclub.org.uk>

It should be noted that all employees participating in IBM Club events are covered under the Global IBM Policy. This policy provides insurance cover for up to a maximum of \$5m.

In the event of an incident, the affected Club is responsible for handling and reporting the incident to the relevant policy provider. The IBM Oversight Manager should also be notified.

15. Membership Data

All data relating to Members of the Club will be held securely by IBM. This membership data will be made available to Club Committees, allowing the Clubs to know who its Members are, communicate with them and organise events on their behalf. This data is only used for Club purposes and approval of Members must be sought if more of their personal data is to be more widely distributed. The membership data consists of Member name, IBM Personnel number, IBM Club to which they are affiliated, email address, home address and telephone number (if available). At a Club level, non sensitive personal information may be collected, such as booking requests and payments for events. Minutes of meetings with attendee information and actions may also be recorded and published.

16. Dissolution of the Club

IBM Retirees Club Constitution – (Midlands Retiree Club)

The Club may be dissolved at a General Meeting of the Club by Resolution supported by 75 percent of those present, or by the Club Trustee in the event that the Club has been inactive for at least 6 months. In either case, the Club Committee will remain in place and shall have joint responsibility for the financial affairs of the club to ensure an orderly dissolution. Dissolution of the Club will be overseen by the IBM UK Oversight Manager.

Appendix A

The eligibility criteria for Full and Family membership are defined as follows, and may be varied from time to time at the discretion of IBM:

Full Members

1. Any ex-IBM employee with 10 years of service who has attained minimum pension age for their plan regardless of Pension Plan or whether they are in receipt of their Pension.
2. The surviving spouse/partner of a deceased IBM Retiree who was an eligible member of the IBM Club.

Full Members have voting rights.

Note: Contract staff and others whose employer is not one of the IBM United Kingdom Group of Companies are not eligible for membership according to the employee member classification.

Family Members

1. The spouse/partner and dependent children aged 17 years or under of current Retiree Members.
2. The children aged 17 or under of a deceased Retiree Member shall remain eligible for membership as family members as long as the spouse/partner of the deceased Retiree Member becomes the full member in their place.

Note: Family Members do not have voting rights.

Version Control

Version 10.3 – 28/03/18 Removed the associate member category and updated the retiree eligibility, clarified the wording on Liability

Version 10.1 – 10/2/2016 – minor typos correct and some further updates made in connection with DC Retiree/ Leaver membership eligibility

Version 10 – 3/2/2016 – changes made to include DC Retiree Leavers with 15 years IBM service

Version 9.1 – 14/1/14 typo correction

Version 9 – 30/12/13 changes made by IBM following input from Retiree Clubs

Version 8 – 09/10/13 changes made by IBM to reflect overlap with the UK Operating Guidelines