



TRINITY HALL ASSOCIATION

Rules of the Association

Definitions

1. In these Rules the following words and expressions have the following meanings:

1.1 The **Association** is the Trinity Hall Association.

1.2 The **Committee** is the Committee referred to in Rule 4 below.

1.3 The **College** is Trinity Hall, Cambridge.

1.4 **Members** of the Association are the people set out in Rule 3 below and references to a Member will be construed accordingly.

1.5 The **President**, the **Vice-President**, the **Secretary** and the **Treasurer** are described in Rule 5 below and are referred to collectively as the **Officers**.

1.6 **Committee Members** are the people referred to in Rule 6 below.

1.7 A **General Meeting** is either an Annual General Meeting or a Special General Meeting as referred to in Rule 8 below.

Objects of the Association

2. The objects of the Association are as follows:

2.1 To provide an organisation that will help keep Members worldwide in touch with each other and with the College.

2.2 To liaise with the College on matters relating to Members.

2.3 To arrange social gatherings or other events for the purpose of drawing Members together.

2.4 To arrange and hold an Annual General Meeting and an Annual Dinner in College.

2.5 To foster links between the student Members and the Association, by, for example, offering student Volunteering Awards.

2.6 To conduct other activities or matters which are consistent with, or promote, the other objects mentioned above, as decided and/or approved by the Association at a General Meeting.

Membership of the Association

3.1 All students who matriculate through the College automatically become and remain Members of the Association for life, subject to Rules 9-11 respectively concerning resignation and expulsion.

3.2 The Association may, by nomination by the Committee, and by resolution at a General Meeting, extend membership of the Association to other people who have served or supported the College or the Association with distinction or particular dedication (for example, but not limited to, former Masters, Fellows and Staff of the College and notable benefactors to the College).

3.3 Life membership of the Association is currently free of charge.

The Committee

4.1 The affairs of the Association are to be managed by the Committee. The Association delegates power to the Committee to conduct all such affairs on its behalf, except where these rules require something to be done by the Association in a General Meeting.

4.2 The Committee has the power to approve the accounts of the Association.

4.3 The Committee will consist of the Officers of the Association as described in Rule 5 below and the other Committee Members referred to in Rule 6 below.

4.4 The President will chair all General Meetings and all meetings of the Committee when present.

4.5 In the absence of the President, the Vice-President will chair General Meetings and meetings of the Committee and will have authority to exercise the powers of the President. In the absence of both the President and Vice-President, the attending members of the Committee will elect a chair. Where

these Rules refer to the President's role in meetings, such references will apply to any person chairing General Meetings and meetings of the Committee in the President's absence.

4.6 A quorum for any meeting of the Committee is six members of the Committee.

4.7 The Committee will meet at least once a year and at additional times when summoned by the President.

4.8 Meetings of the Committee may be in person, by teleconference, videoconference, hybrid, by correspondence (including by email), or by such other means as the President may decide.

4.9 All matters at Committee meetings will be decided by a simple majority of Members attending and voting (in person and electronically) and the President will have a casting vote.

The Officers of the Association

5.1 The Association has the following Officers:

5.1.1 The President. The President of the Association will lead the Association during the President's term of office.

5.1.2 The Vice-President. There may be a Vice-President with such duties as the President and the Vice-President may agree.

5.1.3 The Secretary. The Secretary will support the President in the running of the Association, including calling meetings and taking minutes of all General Meetings and Committee meetings, and other duties as required.

5.1.4 The Treasurer. The Treasurer will aim to ensure that the financial affairs of the Association are kept in good order and that annual accounts are submitted to the Committee for its approval.

5.2.1 The President may serve a single term of office of up to three years and will not be eligible for re-election when that term ends, except by a resolution of a General Meeting of the Association.

5.2.2. The Vice-President may serve a term of office of up to three years and will be eligible for re-election for a further final term of up to three years.

5.2.3 The Secretary and the Treasurer may each serve terms of up to three years and will be eligible for re-election for a further term of three years.

5.2.4 A retiring Officer will be eligible for election to another Office, and may serve up to a maximum of nine consecutive years in total.

The Committee

6.1 In addition to the Officers described in Rule 5 above, the Committee will include up to ten further Members. The Committee Members will contribute a range of experience and skills to help achieve the objects of the Association. So far as reasonably practical and consistent with the efficient functioning of the Committee, in selecting potential Committee Members, the Committee will endeavour to nominate Members who, in its absolute discretion, reflect the diversity of the Members of the Association.

6.2 The Committee will have the power to fill casual vacancies. Committee Members so appointed may hold office until the next Annual General Meeting when they must formally be elected or stand down.

6.3 The terms of office of the Committee Members (who are not Officers as described in Rule 5) will be three years and they will be eligible for re-election for two further terms.

6.4 No Committee Member will serve more than nine consecutive years in total, including in Officer roles.

6.5 The Committee, in its absolute discretion, may create sub-committees or working groups with specific responsibilities, such as (but not limited to) Events, Awards etc. Each sub-committee will be led by a Member of the Committee, as defined at 6.1. The Committee may co-opt additional alumni to support the tasks of specific sub-committees or working groups. These additional alumni will not be full members of the Committee, will not need to be presented for election and will not be required to attend Committee meetings.

6.6 The President may, in the President's absolute discretion, invite non-members of the Committee to be in attendance at a meeting of the Committee (but not vote).

Nominations for Election

7.1 Nominations for Officers and Committee Members may be suggested by the Committee, or submitted to the Committee by Members. All such nominations must be formally proposed and seconded by Members.

7.2 The Committee will, so far as reasonably practical, present agreed nominations to Members in sufficient time for notice to be given in respect of elections to be held at a General Meeting.

7.3 Candidates for the office of President will be put to the Committee and nomination/s will be agreed by a simple majority of Committee members present and voting. The agreed nomination/s will be presented to Members at a General Meeting.

7.4 An Officer or Committee member will be elected by a simple majority of Members present and voting at a General Meeting of the Association.

General Meetings of the Association

8.1 Annual General Meetings. The Annual General Meeting of the Association will consider the following and any other matters which the President and/or the Committee consider should be raised with the Annual General Meeting:

8.1.1 The election or re-election of Officers and Members of the Committee;

8.1.2 A financial report by the Treasurer (which may include the final version of the previous year's accounts) together with a financial update;

8.1.3 Any resolutions and other business as stated in the notice of the meeting or raised by the President or the Committee;

8.1.4 and any other business where, in the view of the President or the Committee, it has not been practical to give advance notice.

8.2 Special General Meetings. The President may require the Secretary to call a Special General Meeting stating the business to be conducted, and with no less than 21 days' notice to Members.

8.3 As far as is reasonably practicable, the Annual General Meeting will be held on the same date as the Annual Dinner at the College.

8.4 The Annual General Meeting will be held in person and/or as a hybrid meeting (to enable the attendance of Members who cannot attend in person), unless the President decides that it is unlawful or not reasonably practical to do

so; the meeting will then be held electronically, or by any other means as the President will decide.

8.5 Any reference to a Member being present at a meeting of the Association will include a Member being present electronically or by any means that the President may designate.

8.6 The same provisions will apply to the holding of Special General Meetings (except that there is no need for these meetings to coincide with the Annual Dinner).

8.7 Only Members will be entitled to attend and vote at a General Meeting, except that the President, in the President's absolute discretion, may invite non-Members to be in attendance at a General Meeting (but not vote).

8.8 A resolution put to the vote of a meeting will be decided by a show of hands (which will include those attending electronically) unless an email vote is directed by the President.

8.9 All resolutions will be carried by a simple majority of those present and voting (whether in person or electronically), except that any amendment to these Rules will require a majority of at least 60% of votes cast.

8.10 Whether on a show of hands or by email, every member will have one vote. In the case of an equality of votes, the President will have a second, or casting, vote.

8.11 A declaration by the President that a resolution has been carried, not carried, or carried or not carried by a particular majority, will be conclusive.

8.12 Notice of any General Meeting and of the business to be conducted at that meeting, including any resolutions to be put to the meeting, will usually be given, and will be sufficiently given, by such notice(s) being posted on the College website 21 days before the date of the meeting.

Resignation

9.1 A Member may resign from the Association at any time by giving notice in writing or by email to the Secretary, without prejudice to any liability on the Member's part to pay any sums due to the Association. Any resignation will have immediate effect unless specifically agreed otherwise between the

Member and the President. The Secretary will inform the College of the Member's resignation.

9.2 A Member who has resigned from the Association may subsequently apply to the Secretary in writing for readmission. The readmission of a former Member shall be in the absolute discretion of the Committee whose decision will be final and binding on all parties.

Expulsion

10.1 The Committee may, by a majority of not less than two-thirds of the Committee Members present and voting, with that majority being at least 50% of the whole Committee, expel any Member in relation to whom, in the Committee's opinion and in its absolute discretion, it considers that:

10.1.1 it is or would be detrimental to, or inconsistent with, the welfare, interests or character of the Association for that person to remain a Member; or

10.1.2 the circumstances are such as to render that person unfit or unsuitable to be a Member.

Any expulsion under this Rule will take effect immediately.

10.2 Any proposal for the expulsion of a Member will be considered at a meeting of the Committee (which may be wholly or partly in person or electronic, as the President may decide).

10.3 The Member who is the subject of the proposed expulsion must –

10.3.1 be given not less than 28 clear calendar days' notice of the meeting at which the proposal is to be considered, the notice stating the general nature of the grounds for the proposed expulsion; and

10.3.2 be given a reasonable opportunity to make oral and/or written representations to the Committee on the proposal, provided that any written representations are received by the Secretary not less than 72 hours before the time fixed for the beginning of the meeting at which the proposed expulsion is to be considered. All such oral or written representations must be of a reasonable length and must not contain abusive or defamatory material or language. If any representations (in the President's opinion) contain abusive or defamatory material or language,

or are excessive in length, the President has a right to decide that the giving of the relevant evidence be terminated or, in the case of written representations, may ignore all or any part of those representations and the Committee will consider other aspects of the hearing.

10.4 No postponement of the hearing will be permitted unless the Member has an excuse which the Committee, in its absolute discretion, considers reasonable, and which has been notified to and received by the Secretary 48 hours in advance of the meeting. For these purposes, no postponement of the hearing on medical grounds will be granted unless accompanied by a certificate signed by a qualified medical practitioner and received by the Secretary 48 hours before the time of the meeting (except in the case of a medical emergency arising in the 48 hours prior to the meeting, in which case a medical certificate must be lodged with the Secretary within 72 hours of the emergency occurring). In that event, the Secretary will set a date for a further meeting but if the Member does not attend that meeting for whatever reason, the Committee may proceed in the Member's absence.

10.5 Subject to the above, if the Member does not attend the meeting and/or does not make oral representations, the Committee may proceed in the Member's absence, with any written representations then being considered.

10.6 Within 30 days of the meeting, the Secretary will inform the Member of the Committee's decision by way of 1st class recorded delivery at the last postal address for the Member retained by the College, and/or by email to the last email address held by the College and will inform the College of the expulsion.

Effect of resignation or expulsion

11.1 A former Member who has resigned under Rule 9 or been expelled under Rule 10 will –

11.1.1 immediately cease to be entitled to the rights and privileges of a Member; and

11.1.2 cease to have any claim or right to any assets of the Association on winding up, dissolution or otherwise; and

11.1.3 not be entitled to attend or vote at any General Meeting or any other meeting of the Association; and

11.1.4 not be entitled to receive notice of any meeting, nor to attend any meeting or event held by the Association, including (but not limited to) the Annual Dinner held by the Association, whether as a former Member of the Association or as a guest of a Member, or in any other capacity.

Correspondence and Communications

12. The Committee may refuse to enter into or continue any correspondence or communication with any Member which, in its absolute discretion, it considers to be undesirable, burdensome, repetitive, unreasonable, vexatious or frivolous.

Indemnity

13. Any person who is, or who has been, a Member of the Committee or an Officer of the Association will, in the absence of fraud on his/her part, be indemnified out of the assets of the Association against any expense, loss or liability incurred in the performance of the duties of the said Membership or Office, or otherwise in relation to the Membership or Office, including expense, loss or liability arising from their own negligence.

14. The Committee is entitled to purchase such insurances as it sees fit.

Agency

15. Except to the extent authorised by the Committee or acting within the scope of their ostensible authority as an Officer or expressly provided for in these Rules, no member of the Committee or other Member has authority to do anything on behalf of the Association. No Member is, by reason of being a Member, the agent of any other Member.

Dissolution of the Association

16. If at any General Meeting a resolution proposed by the Committee for the dissolution of the Association is passed by a 60% majority of the Members present and voting, the Committee will immediately, or at such date to be decided by the Committee, dispose of the assets of or held for, or on behalf of, the Association, after discharging all liabilities to the College.

Unenforceability

17. If any provision (or part thereof) of these Rules is unenforceable in whole or in part, the validity or enforceability of the remaining provisions will not be

affected. To the extent that any provision (or part thereof) of these Rules is determined to be unenforceable, the remaining provisions of these Rules will be read as far as possible to ensure that the Rules are enforceable and the Rules will, where possible, be interpreted to sustain their legality and enforceability.

Notices

18. Any notice or communication required or permitted to be given to a Member under these Rules will, when given in writing, be deemed to be properly given if it is sent by post or email to the postal or email address last notified to the College, or (excluding a notice required to be given under Rule 10) if posted on the College's website.

Date: Approved at 109th AGM, 28th September 2024