

TECSA CONSTITUTION

NAME

1. The name of the Association shall be “Technology and Construction Solicitors’ Association” and may be abbreviated by “TECSA”.

OBJECTS

2. The object of the Association is to promote the interests of solicitors and their clients undertaking:

(i) proceedings in the Technology and Construction Court; and/or

(ii) comparable proceedings, including adjudication and arbitration;

and/or

(iii) non-contentious legal activity related to the procurement of technological, engineering or construction works.

MEMBERSHIP

3. The membership of the Association shall comprise Solicitors who are eligible for membership of the Association and who have been elected members of the Association and who have not ceased to be members of the Association.

4. Solicitors eligible for membership shall be those:-

(i) who are eligible to hold a current Practising Certificate;

(ii) Solicitors practising in Scotland, Northern Ireland or the Republic of Ireland;

(iii) Solicitors licensed to practise in the jurisdictions of Australia, New Zealand, Canada, South Africa, Hong Kong, Malaysia or Singapore or any federal or provincial jurisdiction of those countries and in the case of those of fused professions, who are admitted as Solicitors and Barristers, and who hold an official certificate or licence to practise in

those jurisdictions or any federal or provincial jurisdiction of those countries recognised by TECSA and are practising in the United Kingdom;

(iv) at the Committee's discretion those qualified in any other English law based jurisdictions who are practising in the United Kingdom;

(v) those qualified as a solicitor, or exceptionally as a barrister who in each case once held judicial office or who held a senior legal academic post may in the Committee's absolute discretion be granted an honorary membership;

(vi) who have applied for membership in the form prescribed by the Membership Committee from time to time;

(vii) who have satisfied the Membership Committee of a sufficiently close connection with proceedings in the Technology and Construction Court, comparable proceedings or related non-contentious legal activity; and

(viii) who, following such approval, have been elected by the Committee.

5. The Membership Committee shall have full discretion in each case to determine whether each applicant has a sufficiently close such connection as is described in paragraph 4 above.

6. Neither the Membership Committee nor the Committee shall be obliged to give any reasons for their decisions.

7. A member of the Association shall cease to be a member if:-

(i) he resigns in writing, or

(ii) he ceases to be eligible to hold a current Practising Certificate; or

(iii) having failed to pay any subscription that is due, the Committee directs that he should cease to be a member; or

(iv) if he shall, in the judgment of not less than three fourths of the Committee present and voting have been guilty of any unprofessional or improper conduct or breach of these rules likely to bring discredit on the Association, and if such majority has therefore resolved that he should be expelled from membership for such time as they shall decide. Such decision shall be final.



OFFICERS

8. The officers of the Association shall be:-

- (i) The Chairman
- (ii) The Secretary
- (iii) The Treasurer

9. In the event of any office becoming vacant the Committee may appoint one of its number to fill the vacancy for the remainder of the unexpired term of office.

THE COMMITTEE

10. The Committee shall be:-

- (i) the officers, and
- (ii) not more than 12 elected members, and
- (iii) such other persons as the Committee may from time to time co-opt to serve until the next Annual General Meeting.

11. In each Annual General Meeting one third (or as near one third as may be) of the elected members shall retire, but with the right to offer themselves for re-election. The members to retire shall be those who have been longest on the Committee since election or re-election, ties (unless otherwise agreed) to be determined by lot.

12. The Committee shall manage the affairs of the Association.

13. The Quorum of the Committee shall be five.

14. Temporary vacancies within the officers, the elected members or the Membership Committee shall be filled by the Committee, pending the next relevant election.

THE MEMBERSHIP COMMITTEE

15. The Membership Committee shall consist of two members of the Committee elected by the Committee in the next Committee Meeting following every second Annual General Meeting, and shall have power to co-opt further members.



ELECTIONS

16. The Secretary shall be responsible for supervising an election of the elected members of the Committee such election to be within the 30 days preceding the date fixed for the Annual General Meeting in that year. The election shall be by a secret postal ballot; each member shall have as many votes as there are vacancies to be filled, and votes may be validly cast for members who have offered themselves for election prior to preparation of the ballot papers (the names of such members to appear on the ballot papers) or in favour of any other member who becomes willing to be elected. The Secretary shall give at least 14 days notice of the election before preparing the ballot papers and shall allow at least 14 days for the return of ballot.

17. Every second year, the officers of the Association shall also be elected in like fashion.

18. It shall be a requirement insofar as there are willing candidates that there should following each election, be at least one member elected whose practising address is in Greater London and at least one member whose practising address is outside Greater London and further that there should at no time be any more than two elected members from any one firm on the Committee. Votes shall be discounted to the minimum extent necessary to achieve these requirements.

SUBSCRIPTIONS

19. Members shall pay annual subscriptions in advance on 1st April at such rate as is determined from time to time by the Committee.

20. Annual subscriptions shall be payable in full in respect of each year or any part thereof in which a person is a member.

ACCOUNTS

21. The Treasurer shall ensure that all subscriptions and other income are placed to the credit of a banking account in the name of the



Association and that proper books of account are maintained and shall produce at each Annual General Meeting the accounts of the Association. Such accounts shall be audited by an auditor to be nominated from time to time by the Committee.

GENERAL MEETINGS

22. The Secretary shall call the Annual General Meeting, which shall take place in November or December in each calendar year.

23. The Committee may, whenever it thinks fit, and shall within 21 days of receipt of a requisition in writing and signed by not less than 20 members, convene an Extraordinary General Meeting. Any requisition shall express the object of the meeting proposed to be called and shall be delivered to the Secretary.

24. At least fourteen days' notice of every General Meeting specifying the place, the day and hour of the meeting shall be given to each member of the Association.

25. Sixteen members present shall form a quorum. Resolutions shall be decided by simple majority except resolutions to change these rules which will require at least three quarters of those present. The Chairman, alternatively the Treasurer, alternatively the Secretary alternatively a member of the Committee, shall preside as Chairman at each General Meeting and shall have a casting vote.

26. In fixing the time and place of the General Meetings, the Secretary shall have regard to the convenience of members generally.

NOTICE

27. Notice to a member shall be deemed duly given the next following day after posting, delivery to an appropriate document exchange or faxing to his last notified practising address or address for communication if different and in the case of email to the email address held by TECSA for that member and shall be deemed served on the day sent.



DISSOLUTION

28. If at any general meeting a resolution for the dissolution of the Association shall be passed by a majority of the members present, and such resolution shall, at an Extraordinary General Meeting held not less than one calendar month thereafter, at which not less than one quarter of the members shall be present, be confirmed by a resolution passed by a majority of two thirds of the members present and voting thereon, the Committee shall thereupon, or at such future date as shall be specified in such resolution, proceed to realise the property of the Association and, after the discharge of all liabilities of the Association, the net proceeds shall be paid over to the Treasurer for the time being of the Solicitors' Charity for its general purposes.

[Amended 11 November 2021]