Constructing Excellence
Kent Club

Our Constitution

Re-adopted on the **14th** day of **January** (month) **2026** (year).

A Name

(1) The name of the Club is Constructing Excellence Kent Club ("the Club").

B Administration

(1) Subject to the matters set out below the Club and its property shall be administered and managed in accordance with this constitution by the Club Officers, constituted by Clause G of this constitution ("the Club Officers").

C Objectives

(1) The Club's objectives ("the objectives") are to learn about construction best practice issues from each other and the wider construction community and to share this knowledge so that the performance of local construction organisations improves.

D Powers

(1) In furtherance of the objectives but not otherwise, the Club Officers may exercise the following powers:

(i) Power to raise funds and to invite and receive contributions provided that in raising funds the Club Officers shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law

(ii) Power to buy, take on or lease any property necessary for the achievement of the objectives and to maintain and equip it for use.

(iii) Power subject to any consents required by law to sell, lease or dispose of all or part of the property of the Club.

(iv) Power to employ such staff (who shall not be Club Officers) as are necessary for the proper pursuit of the objectives and to make sure all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants.

(v) Power to cooperate with other voluntary bodies and statutory authorities operating in furtherance of the objectives or of similar purposes and to exchange information and advice with them.

(vi) Power to establish or support any charities, associations or institutions formed for all or any of the objectives.

(vii) Power to appoint and constitute such advisory committees as the Club Officers may think fit.

(viii) Power to do all such other lawful things as are necessary for the achievement of the objectives.

E Membership

(1) Membership of the Club shall be open primarily to individuals (over the age of 18) and organisations who are interested in furthering the work of the Club and who have paid the annual subscription as laid down by the Club Officers every April.

(2) Every member shall have one vote.

(3) The Club Officers may unanimously and for good reason terminate the membership of any individual or organisation provided that the individual or organisation concerned shall have the right to be heard by the Club Officers, accompanied by a representative, before a final decision is made.

F Honorary Officers

(1) At the Annual General Meeting of the Club, the members shall elect among themselves a Chairperson, a Secretary, and a Treasurer, who shall hold office from the conclusion of that meeting.

(2) The appointed Honorary Officers will hold office for a three-year term. In the event certain circumstances prevent this, the Club Officers shall appoint a suitable replacement in the best interests of the Club.

G Club Officers

(1) The Club Officers shall consist of not less than three members nor more than twelve members being:

(a) The Honorary Officers specified in the preceding clause.

(b) Not less than three and not more than twelve members elected at the Annual General Meeting who shall hold office from the conclusion of that meeting.

The nominated Club Officers are appointed as follows:

- Ellie Farlow, Woodley Coles LLP (Chairperson)
- Matthew Barker, Baxall Construction (Secretary)
- Paul Hooker, ECO MEP (Treasurer)
- Ella Sandall, Jenner (Contractors) Ltd (Vice Chairperson)
- Charlotte Longman, The University of Kent
- Connor Styche, The Digital Lookout
- David Smith, South East Consortium
- Elouise Mitchell, Lee Evans Partnership
- Lara Day, Marshalls
- Matthew Samways, AIMIS
- Stuart Beardwell, Evans Langford
- Stuart Bonnage, Clague Architects

The Past Chair will also remain involved in the committee. The Past Chair is:

- Cheryl Causebrook (Past Chair)

(2) The Club Officers may in addition appoint not more than three co-opted members but so that no-one may be appointed as co-opted member if, as a result, more than one third of the Club Officers would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Club Officers called under Clause J and shall take effect from the end of that meeting unless the appointment is to fill a place which has not been vacated in which case the appointment shall run from the date when the post becomes vacant.

(3) All Club Officers shall retire from office together at the end of the Annual General Meeting after the date on which they came into office, but they may be re-elected or re-appointed.

(4) Nobody shall be appointed as a Club Officer who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause.

(5) The Past Chairperson is permitted to remain involved following their retirement as a Club Officer until the current Chairperson retires as a Club Officer. The Past Chairperson role is not counted as part of the ten members limit.

H Determination of Club Officers

(1) A Club Officer shall cease to hold office if they:

(i) Become incapable due to illness or not being able to manage their own affairs.

(ii) Are absent without the permission of the Club Officers from all meetings held within a six-month period and the Club Officers resolve that their office be vacated.

(iii) Notify to the Club Officers their wish to resign (but only if at least three of the Club Officers will remain in office when the notice of resignation is to take effect).

(iv) Have failed to comply with a statutory demand within the meaning of the Insolvency Act 1986 or have entered a voluntary arrangement generally.

I Personal Interests of Club Officers

(1) Subject to the provisions of sub-clause (2) of this clause, no Club Officers shall acquire any interest in property belonging to the Club (otherwise than as a trustee for the Club) or receive remuneration or be interested (otherwise than as Club Officers) in any contract entered into by Club Officers.

(2) Any Club Officers for the time being who is a solicitor, accountant, or other person engaged in a profession may charge and be paid all the usual professional charges for business done by them or their firm when instructed by the Club Officers to act in a professional capacity on behalf of the Club. This is on the provision that at no time shall a majority of Club Officers benefit under this provision and that Club Officers shall withdraw from any meeting at which their instruction or remuneration, or that of their firm, is under discussion.

J Meetings and Proceedings of Club Officers

(1) The Club Officers shall hold at least six committee meetings each year and all Club Officers are expected to attend these meetings. Should a Club Officer be unavailable to attend one of the committee meetings, they must advise the Chairperson in writing.

(2) A special meeting may be called by the Chairperson at any time and if deemed necessary upon not less than 5 days' notice to the Club Officers.

(3) The Chairperson will chair all meetings. If the Chairperson is absent, the Vice Chairperson will deputise, or another Club Officer will be selected to chair prior to the meeting.

(4) It is the responsibility of the appointed Secretary to keep minutes for every meeting, including the Annual General Meeting.

(5) Every matter shall be determined by a majority of votes of the Club Officers present and voting on the question but in the case of equality of votes the Chairperson shall have the casting vote.

(6) The Club Officers may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings, and the custody of documents. No rule may be made which is inconsistent with this constitution.

(7) The Club Officers may appoint one or more sub-committees consisting of three or more members of the Club Officers for the purpose of making any inquiry, supervising, or performing any function or duty which in the opinion of the Club Officers would be more effectively undertaken by a sub-committee. This is on the provision that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Club Officers.

K Receipts and Expenditure

(1) The funds of the Club, including all membership fees, sponsorships, donations, and other contributions, shall be paid into an account operated by the Club's Treasurer in the name of the Club at such bank as the Club Officers shall decide.

(2) The funds belonging to the Club shall be applied only in furthering the objectives.

L Accounts

(1) The Club Officers shall comply with their obligations with regard to:

(i) The keeping of accounting records for the Club.

(ii) The preparation of annual statements of account for the Club.

(iii) The auditing or independent examination of the statements of account of the Club.

(iv) The transmission of the statements of account of the national Constructing Excellence Club's central support team.

(2) The Treasurer will be responsible for leading the activities detailed in the clause above.

M Annual Report

(1) The Chairperson shall be responsible for preparing an annual report and make this available on the website to all Members. A copy shall also be sent to Constructing Excellence, Warwick House, 25 Buckingham Palace Road, London, SW1W 0PP.

N Annual General Meeting

(1) There shall be an Annual General Meeting (AGM) of the Club held every January, with at least 21 days' notice provided to all Members.

(2) All Members shall be entitled to attend and vote at the meeting.

(3) Prior to the meeting, a chairperson is to be appointed. This can be the Chairperson of the Club.

(4) The Club Officers shall present the Annual Report and accounts of the Club for the preceding year.

(5) Nominations for election to the Club Officers must be made by members of the Club in writing and must be in the hands of the Secretary at least 14 days prior to the AGM. Should nominations exceed vacancies, election shall be by ballot.

O Special General Meetings

(1) The Club Officers may call a Special General Meeting of the Club at any time. If at least ten members request such a meeting in writing stating the business to be considered, the Secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

(2) The Secretary shall keep a full record of proceedings at every Special General Meeting.

P Notices

(1) Any notice required to be served on any member of the Club shall be in writing and shall be served by the Secretary of the Club either personally or by sending it through the post in a prepaid letter addressed to such member. Any letter sent shall be deemed to have been received within 10 days of posting.

Q Alterations to the Constitution

(1) Subject to the following provisions of this clause, the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a Special General Meeting. The notice of this Special General Meeting must include notice of the resolution, setting out the terms of the alterations proposed.

(2) No amendment may be made to clause A, clause C, clause I, and clause R or this clause without prior consent in writing of the Constructing Excellence central support team.

(3) No amendment may be made which would have the effect of making the Club cease to conform to any relevant requirement by law.

(4) The Club Officers should promptly send to the Constructing Excellence central support team a copy of any amendment made under this clause.

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R Dissolution

(1) If the Club Officers decide that it is necessary or advisable to dissolve the Club, it shall call a meeting of all members of the Club, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting, the Club Officers shall have power to realise any assets held by or on behalf of the Club. Any assets remaining after the satisfaction of any proper debts or liabilities shall be given or transferred to the Constructing Excellence central support team. A copy of the statement of accounts for the final accounting period of the Club must be sent to the Constructing Excellence central support team.

S Signatories to the Constitution

(1) This Constitution was adopted on the date mentioned above by the persons who signatures appear at the bottom of this document.

Signed 14th January 2026

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Signature *Date*

Ellie Farlow

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Name (Printed)

Chairperson

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Position

14th January 2026

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Signature *Date*

Matthew Barker

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Name (Printed)

Secretary

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Position

14th January 2026

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Signature *Date*

Paul Hooker

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Name (Printed)

Treasurer

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Position