



ITACS CONSTITUTION

Introduction

1. This trade association shall be known as the Independent Trade Association of Computing Specialists referred to in this constitution as "ITACS".
2. ITACS operational terrain shall comprise the independent computer retail and information technology services sectors.
3. ITACS was established on 12th August 2006.
4. ITACS has the following mission statement:

Mission

5. ITACS provides a service to independent computer retail and related support services businesses by helping to establish a favourable and fair operating environment, by providing a forum for discussion on non-competitive issues, and providing information to assist them in their business.

Objectives

6. ITACS shall pursue the following objectives:
 - a. To be a central representative body to put the views of independent computer retail and information technology businesses to Government departments and agencies, UK Parliament, the European Commission and Parliament and other relevant organisations.
 - b. To promote and secure the adoption and maintenance of fair and honest dealings within the information technology goods supply chain environment.
 - c. To maintain good relations and work with the industry lead trade body in advancing the overall interests of the Computing sector.
 - d. To promote best practice in member customer service and relationships.
 - e. To promote and seek to facilitate member skills enhancement.
 - f. To assist the industry lead trade body disseminate commentary, guidance and advice on all legal and regulatory developments of specific relevance to computer retailing.
 - g. To provide a forum for the exchange of non-competitive information.
 - h. To promote the independent computer retail and information technology services industry

Membership

7. The membership of ITACS is available to independent companies retailing computers, computer accessories, peripherals, consumables, programs and associated support services to the public, businesses and other organisations. Admission to membership is at the discretion of the Executive Committee. Fully paid up standard membership confers voting rights at annual general and extraordinary meetings of the association.

Associate Membership

8. The Executive Committee shall, at its discretion, admit as an associate of ITACS any organisation that does not satisfy full membership requirement but which is otherwise interested in the business. Associates shall be entitled to receive most publications and other literature prepared under the auspices of ITACS and otherwise be entitled to participate in the affairs of ITACS but shall not hold office nor be entitled to vote on any matter or hold any office within ITACS.

Administration and Finance

9. The financial year of ITACS shall be the calendar year but this may be changed by resolution of the Executive Committee.
10. The registered office of ITACS is based at 50 Broad Street, Leek. Staffordshire. ST13 5NS.
11. ITACS shall operate on a self-funding, non profit-making basis with all running costs met from subscription and/or commercial services outside the scope of a buying group.
12. In the event of ITACS ceasing to operate, any accumulated surplus will be returned to current paid-up members pro-rata.
13. The subscription scale shall be set by the Executive Committee.
14. Associates shall pay an annual subscription fixed by the Executive Committee.

Meetings of ITACS

15. Elected and co-opted members of the Executive Committee shall receive no payment for services and time supplied. Subsistence and travel expenses within the limits laid down by H.M. Revenue and Customs shall be reimbursed.
16. ITACS shall hold an annual general meeting not later than four months after the end of each financial year. At least 20 members of ITACS, or the Executive Committee by unanimous resolution of all of the Committee, may at any time require the Secretary to convene a general meeting of ITACS. In convening such a meeting the Secretary shall give not less than 21 days notice to members.

Executive Committee

17. The affairs of ITACS shall be directed by an Executive Committee comprising:
- (a) Five members elected on a [one member one vote] basis, each member serving for a two year term. Half the elected Committee shall retire each year.
 - (b) No more than two members co-opted by the executive Committee, each member serving for a two year term.
 - (c) The Chairman of ITACS.
18. The Executive Committee shall comprise no more than Nine and no less than five persons.
19. The Executive Committee shall normally meet four times per year to discuss and agree strategic issues and to monitor the activities of ITACS including the Business Plan, Activities and Recruitment and Retention.
20. Ad hoc meetings may be called if required. A meeting of the Committee will be considered a quorum when at least 4 members are present, on condition at least one of those present includes the Chairman, Secretary or Vicechair.
21. A member of the Executive Committee shall cease to be a member if he resigns from, or if he ceases to hold office in, the institution in which he has hitherto held office.
22. Each member of the Executive Committee shall have one vote. The Chairman shall have a second, or casting, vote in the eventuality of equality.

Chairman and Vice Chairman

23. The Executive Committee shall, at its first meeting in each financial year, elect a Chairman to hold office until the first meeting in the following financial year. The Executive Committee shall also elect a Vice Chairman. No person may hold the office of Chairman or Vice Chairman, for more than two consecutive years. In the event of the Chairman or Vice Chairman resigning or ceasing to be a member of the Executive Committee, the Committee shall have the power to elect a replacement to serve for the remainder of the term, this period of office not counting for the purpose of the requirement in the previous sentence.

Publicity

24. ITACS shall publish an annual report on its activities and a list of subscribing members. Both these documents will be published on the ITACS website with the membership list being always up to date.

Committees and Panels

25. The Executive Committee may establish and maintain sub-committees and project groups, and may delegate matters to them.
26. The Executive Committee may appoint technical panels to advise and assist it.

Director General

27. The Executive Committee may appoint a Director General who shall be responsible to it for the management of the Association and who shall also be the principal representative of ITACS and the principal policy adviser to the Executive Committee.

Delegation

28. The Executive Committee and the Director General may delegate any of their powers.

Revision of the Constitution.

29. The Executive Committee, by unanimous resolution, shall publish, to all members, its proposal for amendment to the constitution. Each member shall be given the means to place its vote without attendance. No proxy voting shall be permitted. The constitution shall be amended by ITACS, provided that at least 50% of all members vote in favour of such amendments. Such amendment to the constitution shall be ratified at the next Annual General Meeting.

Transitional Arrangements

30. The following transitional arrangements shall apply:

- A. The interim committee shall all resign at the next AGM and may stand for re- election
- B. All paid up non Associate members of ITACS shall have the right to vote or stand for the committee