

UK Real Time Information Group

Constitution

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Price:

Foundation Members:	Free
Full Members:	Free
Associate Members:	Free
Non-members:	Free

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1 Name

1.1 The Association shall be known as The Real Time Information Group, hereinafter called "RTIG".

2 Aims of RTIG

2.1 RTIG is an independent, non-political organisation. The aims and objectives of RTIG shall be:

- a) to enable technology to deliver better public transport services, cost-effectively;
- b) to enable technology to deliver better information to the public about such services, at an affordable price;
- c) to promote the role of technology in achieving these goals;
- d) to support the production of specifications and guidelines for systems with a view to unifying the public transport real time information industry, facilitating the interoperability of RTI systems, and promoting innovation and competition in the supply market;
- e) to promote professional liaison and exchange of knowledge relating to the design, implementation and use of such technology;
- f) to provide a representative body of opinion for the public transport real time information community;
- g) to co-operate with other bodies as necessary in the fulfilment of its goals.

3 Membership

3.1 Eligibility

3.1.1 Membership of RTIG is open to any bona fide organisation or individual with an interest in RTIG's activities.

3.1.2 Membership of RTIG shall be conferred upon any organisation or individual upon:

- a) payment of a subscription fee to RTIG Limited explicitly for the purpose of RTIG membership ("Subscription Members");
- b) invitation by the Executive Committee ("Affiliates").

3.1.3 Membership of Subscription Members is subject to the terms defined from time to time by RTIG Limited. Members are liable for all subscriptions relevant to the period in which their Membership has been effective.

3.2 Termination

3.2.1 Any organisation or individual shall cease to be a Member of RTIG in any one of the following events:

- a) a written resignation addressed to the Chair;
- b) death or dissolution;
- c) receipt of a formal notice from RTIG Limited that a Subscribing Member is in default of subscription due, under 3.1.2 a);
- d) minuted determination by the Executive Committee to withdraw its invitation to an Affiliate Member, under 3.1.2 b).

4 Management

4.1 Constitution of the Executive Committee

4.1.1 RTIG shall appoint an Executive Committee to manage its activities on behalf of Members. The Executive Committee shall be appointed annually at Annual General Meeting, and shall be constituted as follows:

- a) The Executive Committee will be headed by a Chair who is directly elected by all Subscription Members of RTIG. Other members of the Executive Committee will be elected according to the prevailing rules of election determined as in 5.2.6 b).
- b) The Executive Committee shall contain between five and fifteen individuals ("Executive Committee Members") that are able to represent effectively the range of RTIG's Members.
- c) The Executive Committee shall have the power to co-opt such additional Executive Committee Members as it may consider necessary for such periods as it may specify, provided that such periods shall be less than a period of office of an Executive Committee.
- d) RTIG Limited shall be represented on the Executive Committee.

4.1.2 The Executive Committee may, at its discretion, elect from its number a Deputy Chair. The Deputy Chair shall fulfil the function of the Chair where the Chair is unavailable.

4.1.3 An Executive Committee Member shall cease to be a member of the Executive Committee forthwith upon:

- a) a written resignation addressed to the Chair;
- b) ceasing to hold the status or possess other qualifications which formed the basis for his/her election or appointment to the Executive Committee;
- c) minuted determination by the Executive Committee to remove him/her for other good reason.

- 4.1.4 RTIG Members shall be advised as soon as practical of any change in the membership of the Executive Committee, and of the reasons for the change.

4.2 Powers and duties of the Executive Committee

- 4.2.1 The Executive Committee shall meet not less than four times a year and shall have full delegated power to act on behalf of RTIG except in such cases where it is determined otherwise at an Annual General Meeting, provided that all such decisions are reported to the Members.
- 4.2.2 The duties of individual Executive Committee Members shall be:
- a) to attend and contribute to Executive Committee meetings;
 - b) to assist RTIG Limited in its work, as tasked by the Executive Committee and agreed with RTIG Limited;
 - c) to undertake other work on behalf of the Executive Committee as tasked.

5 Conduct of Meetings

5.1 General Meetings

- 5.1.1 The Chair, if present, shall preside over all General Meetings. In the absence of the Chair an individual shall be appointed by the meeting to preside.
- 5.1.2 Members may propose Resolutions for consideration at General Meetings. A procedure and timescales for doing so shall be circulated in a preliminary notice circulated at least thirty-five days before each General Meeting.
- 5.1.3 RTIG shall hold an Annual General Meeting (AGM) within fifteen calendar months of the previous Annual General Meeting.
- 5.1.4 An Extraordinary General Meeting (EGM) may be called at any time by the Chair, Executive Committee or upon request in writing and signed by not less than ten Members, together with the details of the reason for the meeting which shall be specified on the Agenda for the EGM.

5.2 Annual General Meeting

- 5.2.1 The Chair shall act as, or shall appoint, a Secretary for each AGM. The role of the Secretary shall be to ensure the AGM is prepared, conducted and reported properly.
- 5.2.2 Members may propose Resolutions for consideration at General Meetings. A procedure and timescales for doing so shall be circulated with the notice calling each General Meeting.

- 5.2.3 Proposed Resolutions for the RTIG AGM shall be received by the Secretary at least twenty-one days before the AGM. The agenda for the AGM shall be circulated at least fourteen days prior to the meeting. The Secretary shall receive proposals for amendment at least seven days prior to the AGM, except that proposals may be received from the floor on the day of the AGM at the discretion of the meeting.
- 5.2.4 Resolutions for the AGM shall include, as a minimum, the following:
- a) to receive and accept the annual report from the Chair;
 - b) to appoint the Executive Committee for the coming financial year.
- 5.2.5 Ten percent of RTIG Members shall constitute a quorum for the AGM.
- 5.2.6 For AGM resolutions, each Member has a single vote, whether the member is represented by one person or more than one. Each resolution shall be decided by a majority of votes of Members present, except that:
- a) amendments to the Constitution shall be decided by a two-thirds majority of Members present. In the case of an equal division of votes the Chair of the meeting shall have the casting vote;
 - b) election of Executive Committee Members shall be governed by special rules in order to ensure the appropriate balance of Member representation. The rules for Executive Committee Member elections shall be announced in the AGM Calling Notice and shall prevail unless there is an objection which, put to the AGM as a prior motion, is sustained by a simple majority of votes of Members present. In the event of such a motion being carried, the further business AGM shall be suspended forthwith until the meeting has agreed rules for the election of Executive Committee Members.
- 5.2.7 In the case that any vote is inconclusive the Chair of the meeting shall have a casting vote.

5.3 Extraordinary General Meetings

- 5.3.1 Extraordinary General Meetings may be called by the Executive, or required by the members. The latter case shall be fulfilled when a quorum of members submits a petition to the RTIG Chair formally requesting an EGM. The EGM will then be called within the following 28 days, to be held not later than 56 days after the petition has been received. For this purpose a quorum of members shall be 4 or more Foundation members.

5.4 Executive Committee Meetings

- 5.4.1 The Chair, if present, shall preside over all Executive Committee Meetings. In the absence of the Chair an individual shall be appointed by the meeting to preside.
- 5.4.2 Every motion shall be decided by a majority of votes of Members present. In the case of an equal division of votes, the Chair of the meeting shall have a casting vote.

- 5.4.3 Executive Committee meetings shall be quorate if they are attended by at least half of the Executive Committee Members currently in post. The Executive Committee may from time to time impose stricter conditions to ensure that Executive Committee meetings take place only when there is a suitable balance of Executive Committee Members attending from different RTIG stakeholder communities.

6 Dissolution

- 6.1 RTIG can only be dissolved following a decision taken, by a General Meeting convened for this purpose. The resolution to dissolve requires a two-thirds majority.