

**CONSTITUTION of**  
**The UK Chapter of the**  
**USER EXPERIENCE PROFESSIONALS' ASSOCIATION**

**DEFINITIONS:**

**Association** refers to the UXPA International body

**Chapter** refers to the UK Chapter of the UXPA

**Committee** refers to the elected Management Committee of the Chapter

**Board of Directors** refers to the directors of the Chapter

## **1. Name**

- a. The full and official name of the Chapter shall be “The UK Chapter of the User Experience Professionals’ Association.”
- b. The Chapter will be referred to as “UXPA UK” for brevity.
- c. This name replaces all previous names including “The UK Chapter of the Usability Professionals Association”, by which The Chapter was formerly known.
- d. The Chapter Management Committee with the agreement of Association’s Board of Directors, or the Associations Board of Directors with agreement from the Chapter Management Committee, may change a Chapter’s name at any time if deemed to be in the best interest of the Association.
- e. Any other proposed change to the name for this Chapter shall first be approved by a two-thirds vote at a Chapter Annual General Meeting, a quorum being present, and then submitted to the Association for approval.
- f. Written notification of the motion to change the name must be given to all Chapter members at least four (4) weeks before the vote.
- g. Any changes to the Chapter name shall be submitted to the Association’s Board of Directors for approval.

## **2. Chapter Status and Boundaries**

- a. This Chapter is composed of paid UXPA ("Association") members who live or work in the UK and surrounding areas (the Boundary).
- b. The Chapter Management Committee shall reside in the UK.
- c. The Chapter shall engage only in activities that conform to the Association's overall goals and policies.

- d. The Chapter will operate under the operational policies and procedures of the Association detailed on the Association's website and the local governing bylaws of the Chapter detailed here in this "Constitution."
- e. The Chapter Management Committee, with the agreement of the Association's Board of Directors, or the Association's Board of Directors, with the agreement of the Chapter Management Committee, may change a Chapter's boundaries if deemed in the best interest of the Association.
- f. Any other proposed change to the boundaries for this Chapter shall first be approved by a two-thirds vote at a Chapter Annual General Meeting (AGM), or an Extraordinary General Meeting (EGM), a quorum being present, and then submitted to the Association for approval.
- g. Written notification of the motion to change the boundary must be given to all Chapter members at least four (4) weeks before the vote.

### **3. Mission**

- a. The Association supports UX and usability specialists from all aspects of human-centred design, and the broad family of disciplines that create the user experience in promoting the design and development of usable products.
- b. The Chapter provides a friendly local network where UX and usability professionals and interested people from throughout the UK can share information about techniques and methodologies with like-minded people.

### **4. Aims**

- a. To support the UX and Usability community in the UK.
- b. To support the Association in its wider objectives.

### **5. Objectives**

The UXPA UK will fulfil the aims by:

- a. Providing **quality monthly events** where members can learn, share and network.
  - i. Involving local people in presenting information to the community.
  - ii. Including an annual Careers Event, and an event to mark World Usability Day.
  - iii. At least one event per year held outside of London.
- b. Providing supplementary information about events wherever possible to broaden the reach of events to members outside of London (e.g. video footage, photographs, social media streams and sketch notes).

- c. Organising **additional ad hoc training courses and events**, as and when resources are available.
- d. Providing a **mentoring programme** that helps further the professional and personal development of both mentors and mentees.
- e. Providing an online, up-to-date **jobs board**, promoting jobs across UX and usability design and research.
- f. Providing advice and guidance for continuing professional development including an annual **Salary Survey**.
- g. Promoting **knowledge sharing** across the industry.
- h. **Working with related groups**
  - i. Exchanging information and advice.
  - ii. Cross promoting activities.
  - iii. Sharing contact lists for potential speakers.
- i. **Publicising and promoting the profession** across the UK.
- j. **Raising funds and receiving contributions** where appropriate to finance the activities of the Chapter.
- k. Taking responsibility to **encourage Chapter members to become Association members**.

## 6. Responsibility to The Association

As part of the Association, this Chapter shall:

- a. Advise the Association's Chapter Committee and the European Regional Director promptly of the names of any newly elected Management Committee officers.
- b. Furnish progress information on a quarterly basis to the Association's Chapter Committee and the European Regional Director.
- c. Furnish an annual activities report to the Association's Chapter Committee and the European Regional Director.
- d. Submit an annual financial report to Association's Chapter Committee and the European Regional Director and Association Treasurer.
- e. Notify the Association office of new local Chapter members so that the Association database can reflect Chapter affiliation.
- f. Not obligating the Chapter or the Association to any financial or other commitment outside the means of the Chapter.

- g. Using the UXPA name and logo only within the guidelines outlined by the Association.

## **7. Membership**

- a. All Association members residing or working within the boundaries of the Chapter may voluntarily assign themselves to this Chapter.
- b. An Association member may be affiliated with only one Chapter at a time.
- c. Chapter membership shall be open to all those who support the objectives of the Chapter and are interested in helping the Chapter to achieve its aim and willing to abide by the rules of the Chapter.
- d. Chapter membership requires full financial registration as a member of the Association.
- e. The Association shall determine the annual membership fee for all classes of Association membership.
- f. The Chapter shall determine the annual membership dues for all classes of Chapter membership.
- g. Every Chapter member shall have one vote at Annual General Meetings.
- h. Members must be a minimum of 18 years of age.
- i. A properly constituted Annual General Meeting may appoint any person (irrespective of point 7.d) as an associate member, an honorary member or an honorary life member in recognition of services rendered in promoting the interests and objects of the Chapter.
- j. An associate member, an honorary member or an honorary life member shall be entitled to all the privileges of a member under this constitution including the right to vote and stand for election.
- k. The Management Committee shall have the power to refuse membership to an applicant, where it is considered such membership would be detrimental to the aims, purposes or activities of the Chapter.
- l. Only Association members in good standing may be Chapter members.

## **8. Termination of Membership**

- a. A person shall cease to be a member of the Chapter if they have not paid their membership fee to the Association and any dues to the Chapter.

- b. Any member may resign his/her membership and any representative of a member organisation or section may resign such position, by giving to the Secretary of the Association written notice to that effect.
- c. The Committee may, by resolution passed at a meeting thereof, terminate or suspend the membership of any member, if in its opinion his/her conduct is prejudicial to the interests and objects of the association, PROVIDED THAT the individual member shall have the right to be heard by the Management Committee before the final decision is made.
- d. There shall be a right of appeal to an independent arbitrator appointed by mutual agreement.
- e. Upon any person ceasing to be a member for any reason whatsoever that person shall not be entitled to the return of their membership fee or any portion thereof, except as otherwise provided for in this constitution.

## **9. Services to Non-Members**

- a. The Chapter will provide services to Non-Members that fit within the aims and objectives of the Chapter and Association.
- b. This Chapter may charge additional fees to Non-Members for Chapter events, which fees may be more than those charged to members.
- c. The amount charged must be reasonable in relation to the benefit derived.

## **10. Code of Conduct**

- a. Members are expected to behave in the best interests of the Chapter, fellow members, hosts and the Association at any of the Chapter's events.
- b. The Committee reserves the right to refuse any member or paying guest admittance to an event if it is evident that the member has failed to behave in the best interests of the Association. Any Committee member attending the event concerned may exercise this right.
- c. In the event of a member persistently failing to meet these expectations, the Committee has the right, after an appropriate investigation, to suspend that member's attendance at any of its events for a period at its discretion.
- d. The Committee may resolve to cancel or refuse to renew the Chapter membership and recommend a refusal to renew Association membership, of any member whose actions, after an appropriate investigation, have been found to be detrimental to the Association or its members.
- e. In these circumstances, the member may, if they wish, request an attendance before the Chapter Committee or Association Board of Directors

within one month of the notification from the Secretary of that resolution.

- f. The Committee can only revoke the resolution or accept a further application from the member by vote

## 11. Management of the Chapter

- a. The Chapter shall be administered by a Board of Directors and a Committee making up a “Management Committee”.
- b. The Management Committee shall be made up of not less than five (5) and not more than fifteen (15) elected members.
- c. The Board of Directors shall include a:
  - i. President
  - ii. Vice-President
  - iii. Treasurer
  - iv. Secretary
  - v. and such other officers the Management Committee shall deem necessary.
- d. The Board of Directors can only be elected from existing or past Management Committee members who have served a minimum of six months as part of the Management Committee for this or other Association chapters.
- e. Should no suitable candidate come forward to stand for a position on the Board of Directors then the committee will reopen the nominations and extend this to all members, as per the positions of the management committee. If no suitable candidate is found within the UXPA members, the management committee have the power to appoint a person to the role.
- f. The roles covered by the Committee may include:
  - i. Membership Secretary
  - ii. Professional Development
  - iii. Personal Development (Academic)
  - iv. Accessibility
  - v. Public Relations
  - vi. UK Liaison
  - vii. International Liaison
  - viii. Website
  - ix. Events
  - x. Sponsorship
  - xi. and such other roles the Management Committee shall deem necessary at the Annual General meeting.
- g. Individuals on the Management Committee, except the President, can undertake up to two (2) of the roles simultaneously.
- h. The Management Committee members are elected for fixed 2 year terms.

- i. When a Management Committee member relinquishes their position the position will become vacant and nominations will be called at the annual elections. Any member can be appointed in the interim at the discretion of the Management Committee.
- j. The Management Committee has powers to take whatever legal and proper actions are necessary for the fulfilment of the Association's aims and objectives.
- k. The Management Committee members are specifically appointed following an election process detailed below, upon the approval of the Association.
- l. The Management Committee members must be at least 18 years old.
- m. The Management Committee members must be current members of the Association.
- n. The Management Committee shall meet at least six times a year.
- o. Each committee member is required to attend at least half of all meetings held in a year. If they fail to attend they will be deemed to no longer be actively involved and their position will be opened for nominations at the next elections.
- p. Voting at Management Committee meetings shall be by show of hands on a majority basis. If there is a tied vote then the President shall have a second vote.
- q. The Management Committee has the power to set up sub-groups and working parties as deemed necessary that shall be accountable to the Management Committee.
- r. The Management Committee may do all things necessary in accordance with this constitution to achieve the Chapter's objectives.
- s. Unless otherwise determined, the members of the Management Committee shall be deemed to be the trustees of the association and to hold any property, real and personal, which belongs to the Association.
- t. The Management Committee is responsible for compliance with UK regulations regarding non-profit organisations.
- u. The Management Committee is responsible for fiscal controls by means of approved budgets and expenditures, and fiscal operations.
- v. The Chapter President, as head of the Management Committee, is responsible for all operations. The Chapter President delegates duties to the Management Committee members in accordance to the role descriptions as advertised at the previous elections.

- w. Any members of the Management Committee can be removed by the passing of a vote of no confidence by the management committee.
- x. The intention for a vote of no confidence must be publicised 14 days prior to the Committee meeting at which it will be called.

## **12. Elections**

- a. Elections will be held annually with the call for nominations announced on World Usability Day.
- b. Only current Chapter members are eligible to vote, and have one vote only and cannot vote by proxy.
- c. It is the Chapter President's duty to ensure that procedures for Chapter elections are carried out properly.
- d. The Chapter President and Secretary will review all nominations and election results.
- e. The Association President will have final jurisdiction if any disputes result.
- f. The results of the election will be announced to all Chapter members and Non-Members either at the Annual General Meeting or via the usual communications channels if the AGM is more than two months away.
- g. The results of any election shall be reported to the Association and European Regional Director as early as possible so the new President and other Chapter officers can be invited to attend the annual Chapters workshop, held in conjunction with the annual Association conference.
- h. Voting will typically be conducted electronically by an appropriate polling mechanism. Any Members wishing to vote by post or by e-mail shall contact the Chapter President directly within the time frames of the election process.
- i. All information contained within a nomination or a vote shall remain confidential to the Chapter President and Secretary, and the Association President if required.
- j. The successful candidate will be the candidate with the simple majority of eligible votes.
- k. The final election vote count will not be made public due to the close-knit community.
- l. If there is only one nomination for the election of any Management Committee member, then the nominee shall be deemed to be elected only if they have received at least 50% of the total number of eligible votes submitted during the election.

- m. If there is no successful election to the position then the newly elected committee may, by simple majority vote, appoint any member of the Chapter to the vacant post.
- n. Position descriptions will be publicised via the Chapter communications channels (e.g. website, newsletter, Twitter,) at least three (3) weeks prior to elections beginning.
- o. The Committee will publicise the timeline and activities for the elections on the website and in all communications regarding the elections.
- p. Election of the Management Committee shall be in accordance with the following procedure:
  - i. Nominations for any post shall be proposed by a member of the Chapter and seconded by at least 2 members.
  - ii. Nominations must include the nominee, proposer and seconders' full names and membership numbers and shall be accompanied by a written manifesto from the nominee.
  - iii. Any nomination which does not comply with the provisions of this clause in all respects shall be invalid.
  - iv. Call for nominations will run for three (3) weeks from publication date to closing date.
  - v. Once the Management Committee confirms the candidates, their manifesto will be publicised to Chapter members.
  - vi. Chapter members will then have three (3) weeks to vote.
  - vii. Candidates will be informed of the outcome as soon as the President and Secretary have come to a conclusion.
  - viii. Successful candidates will be invited to attend their first committee meeting and welcome drinks.
  - ix. Unsuccessful candidates will be invited to get involved in other ways.
  - x. Successful candidates will be announced to Chapter members and Non-Members.

## **13. Finances**

- a. The Local Chapter financial year runs from April 1<sup>st</sup> to March 31<sup>st</sup>.
- b. Any money obtained by the Chapter shall be used only for Chapter activities.
- c. Any bank accounts opened for the Chapter shall be in the name of the Chapter, or any past names of the Chapter during a change over period of no more than six months.
- d. Any cheque issued shall be signed by the Treasurer, or other named signatory.
- e. The Management Committee will ensure that the Chapter stays within the budget.

- f. Bankcards will be held by the President and Treasurer, or any other Management Committee members, as the Board of Directors see fit
- g. Chapter funds shall be deposited in a banking institution as determined by the Chapter Management Committee.
- h. The Chapter shall operate under a financial budget approved by its Chapter Management Committee.
- i. The Chapter Treasurer is responsible for all disbursements which must be authorised by the Treasurer and/or the President.

## **14. Management Committee Meetings**

- a. The quorum for a meeting shall be a minimum of 40% of the Management Committee members, with at least one from the Board of Directors.
- b. The President of the Chapter shall normally chair these meetings, or appoint another member of the Management Committee when unavailable.
- c. The Management Committee shall be accountable to the members at all times.
- d. All meetings must be minuted and available to any interested party upon written request.
- e. All Management Committee members shall be given at least seven (7) days' notice of a meeting unless it is deemed an emergency meeting.

## **15. Annual General Meeting**

- a. The Chapter shall hold an Annual General Meeting (AGM) at not more than 15 month intervals.
- b. The purpose of these meetings is for the Chapter to:
  - i. Account for its actions and consider the regeneration and development of the Chapter according to the Chapter's objectives.
  - ii. Receive reports on the work and activities of the Association during the preceding financial year.
  - iii. Receive from the Management Committee a report, balance sheet and statements of account for the preceding financial year.
  - iv. Appoint officers and ordinary committee members of the Chapter, if required.
  - v. Decide on any resolution of which notice in writing shall be given to the secretary not later than 5 weeks before the date of the

## Annual General Meeting.

- c. The Chapter President shall normally chair these meetings, or appoint another member of the Management Committee when unavailable..
- d. At least fourteen (14) days' notice of such a meeting must be given and advertised via digital channels included the Chapter's website, Twitter and monthly newsletter.
- f. All AGMs must be minuted and available to any interested party upon written request.
- e. The quorum for an Annual General Meeting is 25 percent of the voting members, or fifteen voting members, whichever is fewer. This must include at least 50 percent of members of the Management Committee with at least two (2) of these being current members of the Board of Directors.
- f. Each member has one vote, and voting may not be done by proxy.
- g. The business of the AGM shall include:
  - i. Receiving a report from the President of the Chapter's activities over the year.
  - ii. Receiving a report from the Treasurer of Chapter's financial accounts from the previous financial year.
  - iii. Electing a new Management Committee, if required
  - iv. Considering any other matter as may be appropriate at such a meeting.

## **16. Addendums of the Constitutions**

- a. These additional documents will include:
  - i. Job Descriptions
  - ii. Code of Conduct
  - iii. Policies

## **17. Dissolution of the Association**

### **1. By the Association Board**

- a. The Association Board may by a two-thirds vote dissolve this Chapter when it is satisfied that the Chapter is inactive and that there is no reasonable hope of its immediate revival, or when it is satisfied that such action is in the best interests of the Association.
- b. Chapter dissolution shall not affect Association membership status of the members assigned to this Chapter.

- c. Members of this Chapter, if dissolved, shall be assigned unaffiliated status or reassigned to another Chapter if such exists in this general region and if they so choose.
- d. Upon dissolution, all Chapter funds shall revert to the Association treasury, and use of the UXPA name as a Chapter shall cease.

## **2. By the Local Chapter Annual General Meeting**

- a. The Chapter may be dissolved by a two-third vote at two consecutive Management Committee meetings, with at least three weeks between them.
- b. The Chapter's papers and finances will be handed over to the Association upon termination.
- c. The Chapter may be wound up at any time if agreed by two thirds of those members present and voting at any Management Committee meeting.
- d. Any assets shall be returned to their providers, if they require it, or shall be passed to another group with similar aims.

## **18. Alteration of the Constitution**

- a. Changes to this Chapter constitution must be approved by a Management Committee Meeting and submitted to the Association's Chapter Committee for approval.
- b. Proposals for amendments to this constitution, must be delivered to the Chapter Secretary in writing.
- c. The Chapter Secretary in conjunction with the Management Committee shall then decide on the date of a meeting to discuss such proposals, giving at least four weeks (28 days) clear notice.
- d. The constitution may then be altered, amended or repealed by special resolution at any meeting of the association provided that:
  - i. 3 weeks' notice setting out the proposed change to the constitution has been given to all members and
  - ii. Members are able to attend the meeting to vote.
  - iii. Any changes to this constitution must be agreed by at least two thirds of those members present and voting at this meeting.

## 19. Adoption of the Constitution

This constitution was adopted by the Management Committee members present at the meeting held on:

July 4<sup>th</sup> 2013

Signed:

Stavros Garzonis ..... (President)

Dave Grayson..... (Vice-President)

Polly Shelton..... (Secretary)

Caleb Tang ..... (Treasurer)

Paul Coombs ..... (Member)

Lisa Moore ..... (Member)

Monica Ferraro ..... (Member)