

BY-LAWS OF THE WATT CLUB

Version: 0.6 [28/11/2024]

Author: Kieran Robson Renner, President of The Watt Club

ARTICLE I: NAME AND AUTHORITY

1.1 The name of this organization shall be "The Watt Club," the official alumni association of Heriot-Watt University.

1.2 The Watt Club operates under the authority of the Heriot-Watt University Charter, Statutes, Ordinances, and Regulations, as well as the Constitution of The Watt Club.

ARTICLE II: PURPOSE

The purpose of The Watt Club is to:

1. Foster lifelong relationships between Heriot-Watt University and its alumni.
 2. Support the University's mission through alumni engagement and advocacy.
 3. Facilitate opportunities for alumni to network, connect, and support the University.
 4. Recognize achievements of alumni, students, and staff through awards and prizes.
 5. Honor the legacy of James Watt and Heriot-Watt University's founders.
-

ARTICLE III: MEMBERSHIP

Section 1: Membership Eligibility

Membership of The Watt Club is automatic and granted for life to:

1. Graduates of Heriot-Watt University.
2. Honorary graduates of Heriot-Watt University.
3. Holders of Fellowships or Associateships of Heriot-Watt College.
4. Diploma or certificate recipients awarded by Heriot-Watt University.
5. Staff, former students, or individuals associated with the University admitted upon Council approval.

Section 2: Membership Rights

1. Members may participate in General Meetings, vote in elections, and access alumni resources.
2. Membership is non-transferable and ceases upon death.

Section 3: Membership Opt-Out

1. Members may opt out by notifying the Development and Alumni Office in writing.
2. Opt-out is effective from the first day of the month following notification.

Section 4: Membership Removal

1. Members may be removed for conduct deemed detrimental to the Club or University, requiring a two-thirds Council vote.
 2. The member in question must be given an opportunity to respond before removal.
-

ARTICLE IV: GOVERNANCE

Section 1: The Council

1. The Council governs The Watt Club and is responsible for:
 - a) Ensuring the Club operates in alignment with its mission and Constitution.
 - b) Administering the Club's resources and finances responsibly.
 - c) Engaging alumni and promoting their active involvement with the University.
 - d) Presenting annual reports and financial accounts at the AGM.
 - e) Acting as an Alumni Advisory Board to the University.
 - f) Supporting the creation and development of global Branches of the Watt Club.

Section 2: Council Composition

1. The Council shall consist of:
 - a) President.
 - b) Vice-President.
 - c) The Alumni Member of University Court.
 - d) Immediate Past President (for 12 months post-term).
 - e) Branch Chairs (or their nominated Deputy).
 - f) Co-opted Members.
 - g) Representatives from the Development & Alumni Office.
 - h) Representatives from our Global Representative Bodies.
 - i) A representative of the University Executive.
2. A quorum for meetings is five members, including the President or Vice-President.

Section 3: Terms and Elections

1. The President should be elected for single, non-renewable term of three years.

2. The Vice President should be an already-sitting member of Council and be elected by a majority vote of Council at the first full meeting of a new President's term. They can hold this post for a term of three years, renewable once.
 3. The Alumni Member of University Court is appointed for a term of three years using a process set out in collaboration with the University. This term is non-renewable by default, but the post-holder can interview for the role again for a second term.
 4. Co-Opted members of Council may be appointed at any time at the discretion of Council, dependent on business need.
 5. The number of Co-Opted members may not exceed the number of Branch Chairs.
 6. Co-opted members may serve up to two consecutive three-year terms.
 7. No one person may sit on Council for more than ten years in every twenty year period, except the Representatives of the Development & Alumni Office and the University Executive.
-

ARTICLE V: GENERAL MEETINGS

Section 1: Annual General Meeting (AGM)

1. The AGM shall be held annually, as near to January 19 as possible.
2. The agenda shall include approval of minutes, updates from Council, updates from Branches, finances, and other business.
3. The agenda should be disseminated to members no less than 30 working days prior to the meeting.
4. Any papers should be disseminated to members no less than 5 working days prior to the meeting.
5. Quorum for the AGM is 25 members.
6. The format of the meeting should be digital-first to maximise engagement from our global communities.
7. The meeting should be recorded for record-keeping purposes, and to allow non-attendees to engage.

Section 2: Extraordinary General Meetings (EGM)

1. EGMs may be called by the Council or by a written request of 25 members.
2. Quorum and voting procedures shall follow those of the AGM.

Section 3: Voting

1. Voting rights are limited to members listed in Article III, Section 1.
 2. A simple majority decides most matters, except where the Constitution specifies otherwise.
-

ARTICLE VI: OFFICERS

Section 1: Officers of the Council

1. The Officers of the Council shall include the President and Vice President.
2. Officers shall perform duties as defined in the Constitution and these Bye-Laws.

Section 2: Responsibilities

1. **President:** Chairs Council and General Meetings, represents the Club at official events, and ensures the Club fulfils its mission.
2. **Vice-President:** Assists the President, and assumes their duties if the President is unavailable, and takes ownership of discrete projects in line with business needs.
3. **Alumni Member of University Court:** Acts as the lead representative of the Alumni voice on University Court and any subsidiary committees.

Section 4: Removal of an Officer

1. Members may be removed for conduct deemed detrimental to the Club or University, or if they are felt to not be fulfilling the role appropriately. This requires a two-thirds Council vote, with a vote from all members of Council.
 2. The Officer in question must be given an opportunity to respond before removal.
 3. Removal from Office does not affect their rights to membership, unless the process in Article 3 Section 4 is deemed appropriate and followed correctly.
-

ARTICLE VII: FINANCIAL MANAGEMENT

Section 1: Budget and Funding

1. The Club's funding is governed by a Financial Memorandum with the University.
2. Funding covers awards, meetings, elections, events, and other approved expenses.

Section 2: Financial Reporting

1. The Treasurer shall present an annual budget and financial report to the Council and AGM.
2. Financial management shall adhere to University policies and UK regulatory requirements.

Section 3: Use of Funds

1. Funds may be used for:
 - a) Production of Watt Club Medals and awards.
 - b) Support for alumni events and initiatives.
 - c) Administrative expenses related to Club activities.
 - d) Anything actively deemed to further the aims and objectives by Council.

Section 4: Approval of Spending

1. The President and Vice President may approve funding. up to an amount agreed by Council. without consultation of Council.
 2. This upper limit should be agreed by Council on an annual basis.
 3. Council Approval can be sought between meetings via correspondence.
-

ARTICLE VIII: AWARDS

Section 1: Watt Club Medals

1. Watt Club Medals shall be awarded to recognize outstanding academic achievements and contributions to the University.
2. Criteria for awards shall be determined by the Council and approved annually.

Section 2: Other Prizes

1. Additional prizes may be established at the Council's discretion to honour alumni, students, or staff achievements.
-

ARTICLE IX: REPORTING

Section 1: Reporting to the University

1. The Council shall submit an annual report the Court of the University, on behalf of Council and all Branches.

Section 2: Reporting to Members

1. The annual Court Report should be shared with Members once approved by Court.

ARTICLE X: RECORDS MANAGEMENT

1. The Development and Alumni Office, or their appropriate Business Partners, shall maintain accurate records of:
 - a) Council and General Meeting minutes.
 - b) Financial accounts and annual budgets.
 - c) Membership records.
 2. Records are submitted annually to the University's Heritage and Information Governance team by February 28.
 3. Permissions for use of photographs or videos from Club events must be obtained in accordance with local and University regulations.
-

ARTICLE X: AMENDMENTS

1. These Bye-Laws may be amended by a two-thirds vote of the Council.
 2. Amendments must align with the Constitution, or required changes to the Constitution must also be made, agreed by the membership either at a General Meeting or by an online poll, and be ratified by the University if required.
-

ARTICLE XI: STRATEGIC WORKING GROUPS

Section 1: Establishment of Strategic Working Groups (SWGs)

1. The Council may establish standing or ad hoc SWGs to address specific needs, such as events, awards, or membership engagement.
2. SWGs must operate within the scope defined by the Council and report regularly.

Section 2: SWG Membership

1. Committees may include Council members, alumni volunteers, University representatives, or external experts.
2. The Council shall appoint a Strategic Lead for each SWG.

Section 3: SWG Responsibilities

1. The remit and scope of each SWG may be decided by Officers of The Watt Club.
 2. Committees must provide written reports to the Council prior to each quarterly meeting.
-

ARTICLE XII: CONFLICT OF INTEREST

1. Council members must disclose any potential conflicts of interest involving Club business or financial matters.
 2. A member with a conflict may not participate in discussions or votes related to the matter.
 3. The Development and Alumni Office shall maintain a conflict-of-interest register.
-

ARTICLE XIII: CODE OF CONDUCT

1. All members of The Watt Club, including the Council, must uphold the values of Heriot-Watt University.
 2. Members are expected to behave respectfully in all interactions, whether online, in person, or at events.
 3. The Council reserves the right to address breaches of this code as outlined in Article III, Section 4 (Membership Removal).
-

ARTICLE XIV: DATA PROTECTION AND PRIVACY

1. The Watt Club and its representatives shall comply with applicable data protection laws, including the UK GDPR and Data Protection Act.
 2. The Development and Alumni Office shall oversee the secure handling of member data, ensuring it is used solely for Club-related purposes.
 3. Members may request access to their data or its removal in accordance with legal guidelines.
-

ARTICLE XI: DIGITAL PARTICIPATION

1. The Watt Club shall strive to accommodate remote participation in meetings and events to engage the global alumni community.
 2. The Council may use secure online platforms for voting, discussions, and General Meetings.
-

ARTICLE XVI: FUNDRAISING

1. Fundraising initiatives shall align with Heriot-Watt University's overall development strategy.
 2. The Council may approve fundraising projects that benefit alumni, students, or the broader University community.
 3. All fundraising activities must be conducted in accordance with UK charity and fundraising regulations.
-

ARTICLE XVII: DIVERSITY, EQUITY, AND INCLUSION

1. The Watt Club is committed to fostering an inclusive environment that values diversity across all alumni activities.
2. Efforts shall be made to ensure that leadership roles, committees, and events reflect the diversity of the alumni community.
3. The Council shall review its practices annually to promote equitable representation.