Constitution

British Accounting and Finance Association Special Interest Group on Corporate Governance Constitution

Name: British Accounting and Finance Association Special Interest Group on Corporate Governance (BAFASIGCG).

Purposes: The main purposes of the BAFASIGCG established in 1998 are to further the objects of the British Accounting and Finance Association and for that purpose to encourage research and scholarship in corporate governance research. The BAFASIGCG acts as a forum for research and dialogue on corporate governance issues. The group brings together researchers from the professional and academic spheres to discuss the latest developments in international corporate governance. BAFASIGCG events provide ample opportunity for debate between delegates and speakers. Both practitioners and academics working in the corporate governance area benefit from hearing and engaging in discussion with speakers involved at the heart of corporate governance.

BAFASIGCG contributes to scholarship development through the establishment of a network of researchers and teachers in the area of research; enhance the teaching of corporate governance with the accounting and finance academia; provide support for doctoral students in corporate governance research; develop close links with the accounting and finance profession so as to inform policy; publish a newsletter and organise targeted workshops; develop and maintain relationships with the British Accounting and Finance Association and the Professional Accountancy Institutes; provide a forum for interaction of ideas among accounting academics.

Management Structure: The activities of the BAFASIGCG shall be the responsibility of an Executive Board consisting of: a chairperson; a secretary; a treasurer; case study writing & development; newsletter editor and external relations, ex-officio; other members can be elected where necessary.

The Executive board shall have the power to delegate as it sees fit. The members of the Executive Board (with the exception of ex-officio members) shall be elected by the BAFASIGCG at its annual general meeting.

In addition, the Executive Board may co-opt up to two members.

All members of the Executive Board, including co-opted members but excluding ex-officio members, shall serve for three years from 1 May following the annual general meeting at which they are elected to 30 April but may be re-elected or re-co-opted.

All members of the Executive Board shall be eligible to vote at meetings. Decisions of the Executive board shall be by simple majority of those attending or in the event of a tie, the Chairperson shall have the casting vote.

Meetings of the Executive Board shall be held not less than once per annum.

Reasonable expenses of the Executive Board members in attending meetings can be met from the BAFASIGCG funds where available.

Annual financial accounts of the BAFASIGCG , covering the financial year 1 January to 31 December, independently examined according to the requirements of the Independent Examiner of the British Accounting Association's Annual Accounts and approved by the BAFASIGCG Executive Board, shall be delivered to the Treasurer of the British Accounting Association by 31 January next following the end of the financial year. These annual financial accounts should comprise a balance sheet in cases where the BAFASIGCG has any assets and/or liabilities, and in all cases an income statement covering all of the income and expenditure of the BAFASIGCG (including conference-related gross income and expenditure) during the year.

The BAFASIGCG shall hold an Annual General Meeting at which the annual financial accounts shall be presented for noting by members of the BAFASIGCG .

Resolutions put to the Annual General Meeting and other meetings will require a proposer and seconder and can be passed by a simple majority of those attending. Such resolutions shall be binding on the Executive Board, who otherwise have the power to conduct the affairs of the BAFASIGCG in line with its aims and objectives. However, the BAFASIGCG is not empowered to enter into any form of contract that binds the British Accounting Association, or that may result in the incurring of liabilities by or for the British Accounting Association, without the written approval of the Trustees of the British Accounting Association. Such written approval should be sought via the General Secretary of the British Accounting Association.

The BAFASIGCG has the power to raise money through sponsorship or other means in pursuit of its objectives.

Membership of the BAFASIGCG will be open only to members of the British Accounting Association. All members of the British Accounting Association are eligible for BAFASIGCG membership.

The proceedings of the Executive Board and of the Annual General Meeting shall be reported to the Executive Committee of the British Accounting Association at the earliest available opportunity.

Amendments to this constitution may be made by a simple majority of members voting in the Annual General Meeting but are then subject to the approval of the Executive Committee of the British Accounting and Finance Association.