

CONSTITUTION OF THE PRIVATE PROSECUTORS' ASSOCIATION

A. NAME OF THE ASSOCIATION

1. The name of the association is the Private Prosecutors' Association ("the PPA").

B. OBJECTS OF THE PPA

2. The broad objectives of the PPA ("the Objectives") are to:
 - i) develop best practice and a code of conduct (or similar) for the conduct of private prosecutions;
 - ii) advance the education and training of its Members ("the Members") in this area of specialism;
 - iii) raise public awareness as to the appropriate use of private prosecutions;
 - iv) identify lacunae in relevant legislation, policy and legal frameworks and contribute to the development of new law and policy in this field;
 - v) respond to consultation papers relevant to this area of law; and
 - vi) promote social and networking opportunities for the Members.
3. In furtherance of the Objectives, the PPA may:
 - i) Employ and pay any person or persons;
 - ii) Promote and carry out research and publish the results to the Members or to any wider audience that the PPA see fit;
 - iii) Arrange and provide for meetings, lectures, seminars and training courses;
 - iv) Collect and disseminate information on all matters affecting the Objectives;
 - v) Acquire any property and any rights and privileges necessary for the promotion of the Objectives;
 - vi) Subject to such consents as may be required by law, borrow or raise money;
 - vii) Raise funds and invite and receive contributions from any person or persons, provided that the PPA shall not undertake trading activities in raising such funds;
 - viii) Invest the monies of the PPA not immediately required for the Objectives as may be thought fit, subject to such conditions (if any) as may for the time being be required by law; and
 - ix) Undertake such other activities as are thought appropriate and desirable.
4. Responsibility for furtherance of the Objectives shall lie with the Executive Committee of the PPA ("the Executive Committee"). Details on the composition and functions of the Executive Committee are set out later in this document.

C. MEMBERSHIP OF THE PPA

Eligibility

5. Subject to the provisions set out below, membership of the PPA shall be open to any solicitor, barrister, member of the Institute of Legal Executives, accountant or other professional, provided that such individual has sufficient expertise in the field of private prosecutions law and practice, specifically to include experience in bringing private prosecutions. Membership shall also be open to academics with an interest in the field of private prosecutions.

Applications

6. Membership will be by application.
7. Members will be required to demonstrate one or more of the following:
 - a. that they have experience in investigating, advising on or bringing private prosecutions;
 - b. that they are an academic or expert able to demonstrate an understanding of and interest in private prosecutions;
 - c. that they have other experience relevant to the investigation of, advice on or proceedings relating to private prosecutions which is sufficient to demonstrate that their membership is likely to be of benefit to the PPA.
8. Applications will be considered in the first instance by the Executive Secretary. If it is not clear that the applicant meets the criteria for membership, the Executive Secretary will consult such other Executive Committee Members as they deem appropriate. If the Executive Committee Members do not agree on whether an applicant should be granted membership, their application will be determined by Executive Committee vote on the basis of a simple majority. In the event of a tie, the Chair will have the deciding vote.
9. Membership is at the sole discretion of the Executive Committee.
10. All members will be bound by the terms of this constitution and will abide by the Code for Private Prosecutors.
11. Members will be required to pay an annual subscription.

Subscriptions

12. The annual membership subscription rates shall be determined by the Executive Committee and notified to the Members accordingly.
13. The PPA's membership year shall be from 1 March each year. In the event that a Member resigns part way through the year, the full membership fee shall be due, and no partial refund shall be paid.

Benefits of membership

14. All Members of the PPA are entitled to:
 - i) Receive all PPA mailings;
 - ii) Attend training days, educational events and social events organised by the PPA (subject to any charge levied and the availability of places);
 - iii) Attend and vote at any Annual General Meeting or Extraordinary General Meeting of the PPA;
 - iv) Apply for membership of the General Committee; and
 - v) Receive a copy of the minutes of any meeting of the Executive Committee, of the Joint Executive and General Committee, of the General Committee, or of any Annual or Extraordinary General Meeting (on 21 days' written notice to the Executive Secretary).
15. The Executive Secretary shall keep an up-to-date list of all Members.
16. The Executive Committee shall have the power to expel any Member or to suspend his or her membership (for a maximum of 12 months) if in all the circumstances it would be appropriate to do so. There shall be no appeal from any such decision, whether to the Executive Committee or otherwise.

D. THE EXECUTIVE COMMITTEE OF THE PPA

Composition

17. The day to day running of the PPA shall be delegated to the Executive Committee, which shall comprise:
 - a. individual members of the PPA elected to the following posts:
 - i) Chair
 - ii) Vice Chair
 - iii) Treasurer
 - iv) Educational Secretary
 - v) Social Secretary
 - b. Such other posts as the PPA Executive Committee shall from time-to-time create.
 - c. The Immediate Past Chair.
18. The Executive Committee shall appoint an Executive Secretary to assist the Executive Committee. This shall be an administrative role and will not be subject to the election processes set out below. The Executive Secretary shall not have any voting rights pursuant to this Constitution.

Powers and duties of the Executive Committee

19. The Executive Committee shall meet at least 3 times a year in order to discuss the affairs of the PPA.

20. Meetings of the Executive Committee will be quorate provided that not less than 3 members of it are in attendance (whether in person or by telephone/video link). The meetings will be chaired by the Chair. In the event that the Chair cannot attend, the Vice Chair will undertake this role. If neither Chair nor Vice Chair can attend, the meeting will nominate an individual to fulfil this role.
21. Whether at its meetings or otherwise (for example, in email correspondence), the Executive Committee shall be authorised to make decisions on any aspect of the PPA's business, including (but not limited to) the following:
 - i) Membership;
 - ii) Events to be arranged (whether educational or social);
 - iii) The expenditure of funds, the raising of additional monies and the certification of the annual accounts;
 - iv) The response to be given on behalf of the PPA to consultation papers (whether issued by the Government or otherwise);
 - v) The response to be given on behalf of the PPA to any other matters (whether by way of press release or otherwise);
 - vi) The composition of the Executive Committee;
 - vii) The composition, purpose and scope of any General Committee and any Sub Committees (see below), and the frequency with which such Sub Committees should report back to the Committee;
 - viii) The delegation of any of the matters set out above.
22. All decisions at meetings of the Executive Committee shall be made by a simple show of hands (to include those not present but who have previously indicated their views in writing to the Executive Secretary). In the event of a tie, the Chair shall have a casting vote. The same principles apply in relation to decisions taken other than in meetings (for example, in email correspondence, as above).
23. In making decisions on individual issues, the Executive Committee shall take into account (but not be bound by) any prior views expressed in writing by members of the General Committee (be that collectively, individually or as part of a Sub Committee). Such members may be invited to attend and further address meetings of the Executive Committee in the event that the Executive Committee would find this to be of assistance.
24. Members of the Executive Committee shall be *ex officio* members of the General Committee and free to attend such meetings of the General Committee (or any Sub Committees thereof) as they see fit.
25. In making decisions on individual issues, the Executive Committee shall take into account (but not be bound by) any prior views expressed in writing by members of the PPA. Such members may be invited to attend and further address meetings of the

Executive Committee in the event that the Executive Committee would find this to be of assistance.

Notice of meetings

26. Not less than 14 days' notice of Executive Committee meetings shall be given to all members of that Executive Committee. Such notice shall be accompanied by an agenda of items for discussion at the meeting and draft minutes for approval from the previous meeting.
27. Such notice and attachments shall also be provided to all members of the General Committee. If they wish to contribute to any of the items on the agenda, they shall communicate their views in writing to the Executive Secretary not less than 24 hours before the date and time fixed for the Executive Committee Meeting.

Election to the Executive Committee

28. The first members of the Executive Committee will be those individuals holding the posts outlined at paragraph 17 above at the date that this constitution is approved by the PPA in its General Meeting (whether Annual or Extraordinary). A list of the names of such individuals, and the posts which they hold, is attached at Annex A.
29. The composition of the Executive Committee thereafter will be determined by reference to the election procedures set out later in this document, save for the post of Immediate Past Chair.

E. THE GENERAL COMMITTEE OF THE PPA

Powers and duties of the General Committee

30. The Executive Committee will be assisted in the discharge of its functions by the members of the General Committee.
31. It will be the responsibility of the members of the General Committee to further the aims and objectives of the PPA. This is primarily to be achieved in the following ways:
 - i. By attending joint meetings of the Executive Committee and the General Committee (which will be quorate provided that they are attended by at least 3 members of the Executive Committee and by 5 members of the General Committee;
 - ii. By attending meetings of the General Committee (which will be quorate provided that they are attended by at least 5 elected (i.e. not *ex officio*, per paragraph 23)

- members of the General Committee), which meetings will also be attended by the Executive Secretary.
- iii. By agreeing to sit on such Sub Committees as the Executive Committee may reasonably require of them, such Sub Committees (a) undertaking such tasks as the Executive Committee may identify and (b) submitting such reports as may thereafter be requested;
 - iv. By making informal written representations to the Executive Committee on such topics as may be appropriate, in order that such representations may be taken into account by the Executive Committee whilst making decisions on behalf of the PPA as a whole;
 - v. By attending whenever possible educational and social events organised by the Executive Committee and by encouraging both members and (where appropriate) non-members of the PPA also to attend; and
 - vi. By participating in the election of new members of the Executive Committee, as set out below.

Notice of meetings

32. Not less than 14 days' notice of joint Executive Committee/General Committee meetings shall be given in writing to members of both committees.
33. Such notice shall be accompanied by an agenda of items for discussion at the meeting and draft minutes for approval from the previous joint meeting.

Election to the General Committee

34. The first members of the General Committee will be those individuals elected as a result of the first election to the General Committee, which should take place within 10 weeks of the date of approval of this revised constitution. That election and all subsequent elections to the General Committee will be determined by reference to the procedures set out below.

F. ELECTION PROCEDURES FOR THE EXECUTIVE COMMITTEE

Initial elections to the Executive Committee

35. Subject to resignation, incapacitation, re-election to a different Executive Committee office, suspension or expulsion, the individuals listed at Annex A will continue to serve in their present capacities until the End of Term Date set out in that Annex.
36. Not less than 42 days before the End of Term Date, the Executive Secretary must invite all members of the Executive and General Committees who wish to stand for election to the Executive Committee to put forward their names in writing and to identify

(subject to paragraph 37) the post they wish to hold (such indication to be given within 5 working days of the invitation from the Executive Secretary being issued).

37. Members of the General Committee may stand for election to any Executive Committee post, save for the posts of Chair and Vice Chair, for which only current and former Executive Committee members may stand for election.
38. In the event that there is subsequently only 1 candidate for any given post on the Executive Committee, that candidate will be deemed elected to it. If there is more than 1 candidate, there shall be an election for the position in question. In the event that there is no candidate for a vacant position on the Executive Committee, the previous incumbent, if they do not now hold another position, will be invited to continue in post as if re-elected. In the event that the post remains unfilled, the Executive Committee may resolve to co-opt a person to the post for a prescribed period or to continue with the post unfilled.
39. That election shall be conducted by way of secret ballot, as follows:
 - i) Not less than 21 days before the End of Term Date, the Executive Secretary shall distribute to all members of the Executive and General Committees a ballot paper in the form attached (Annex B).
 - ii) The Executive Secretary shall act as Returning Officer or nominate a member of the Executive Committee, or other suitable person, to act as Returning Officer in the ballot (provided that such member is not standing for election).
 - iii) Within 7 days of receipt of his or her ballot paper, each member of the Executive and General Committees shall vote for his or her preferred candidate for each position under consideration and return the ballot paper by email to the Returning Officer. For the avoidance of doubt candidates may vote for themselves and members of the Executive and General Committees may vote for candidates who work at the same firm, set of chambers or other organisation as themselves.
 - iv) The Returning Officer will then count the votes cast for each candidate in relation to each position under consideration and inform the incumbent Chair of the results. In the event that two or more candidates are tied, the Chair shall have a casting vote (unless the position under consideration is that of Chair, in which case the casting vote shall vest in the Vice Chair instead).
 - v) The results will be announced by the Chair not less than 7 days before the End of Term Date. The new appointments will take effect on the expiry of that period.

Subsequent elections to the Executive Committee

40. In relation to subsequent elections to the Executive Committee, the same procedure will be followed as above, save that:
 - i) The period between each such election will be 2 years; and
 - ii) No member of the Executive Committee shall be permitted to serve more than three consecutive terms in post (such period to include the initial term referred to in Annex A (i.e. from the Effective Date to the End of Term Date)).

Resignations from the Executive Committee

41. Members of the Executive Committee may resign their position at any time on 14 days' written notice to the Executive Secretary.
42. In such circumstances, or if there are vacancies on the Executive Committee for any other reason, the Executive Committee may at his or her sole discretion appoint individuals from the Executive Committee or the General Committee to fulfil such roles, pending the next scheduled Executive Committee election.
43. For the avoidance of doubt, the Executive Committee is empowered to conduct business as usual even if from time to time some of the posts on it are subject to a vacancy.
44. A member of the Executive Committee who resigns or leaves their post on the Executive Committee may continue as a member of the General Committee subject to approval by the Executive Committee for the time being.

Creation of new Executive Committee posts

45. The Executive Committee may from time-to-time agree to create new or additional posts. Such posts may be permanent or temporary (i.e. for a fixed term of less than 2 years).
46. The Executive Committee may co-opt existing members of the General Committee to fill such new or additional posts at their discretion. Any Executive Committee member may nominate a candidate or candidate(s) for a post and the Executive Committee will vote on their appointment. If the vote is tied, the Chair shall have the deciding vote.
47. Any permanent posts shall be subject to standard election processes as set out at section F above.

Elections to the General Committee

48. The first election to the General Committee will take place within 10 weeks of the date upon which this constitution is approved by the PPA and will follow the procedure set out below.
49. Not less than 42 days before the expiry of that 10 week period:
 - i) Such individuals must inform the Executive Secretary in writing whether they intend to resign from the General Committee, or whether they wish to stand for re-election to it; and
 - ii) The Executive Secretary must notify all members of the PPA of a forthcoming election and invite those who wish to stand to put forward their names in writing (such indication to be given within 7 days of the invitation from the Executive Secretary being issued).
50. A maximum of 10 places will be available on the General Committee (excluding Executive Committee members, who are members *ex officio* and who are permitted to sit, in accordance with paragraph 24, but subject to paragraph 44). In the event that there are fewer applicants than places, and providing that the Executive Committee is satisfied of their fitness to serve, and subject to the proviso at paragraph 51, all such applicants will be deemed to have been elected on to the General Committee, such appointment taking effect on the expiry of the 10 week period referred to above.
51. A maximum of two individuals from the same firm, set of chambers or organisation may be elected to serve as members of the General Committee or Executive Committee at the same time (i.e. cumulatively, across both Committees); for the avoidance of doubt, this does not preclude a duly elected Committee member retaining their post in the event that, during the period between elections, they move to a different firm, set of chambers or other organisation, the effect of which is to increase the number of Committee members from the same firm, set of chambers or other organisation, to more than two.
52. In the event that there are more applicants than places available, the following procedure will be adopted:
 - i) Not less than 28 days before the expiry of the 10 week period referred to in paragraph 48 above, the Executive Secretary shall distribute to all prospective candidates an application form in the form set out at Annex C.
 - ii) Within 7 days thereafter, each candidate will complete and return such form, giving brief reasons for his/her suitability for a position on the General Committee.
 - iii) Not less than 21 days before the expiry of the 10 week period referred to in paragraph 48 above, the Executive Secretary shall distribute to all members of the PPA a ballot paper in the form attached (Annex D).

- iv) The Executive Secretary shall act as Returning Officer or shall nominate such other suitable person to act as Returning Officer, in the ballot (provided that such member is not standing for election).
- v) Within 7 days of receipt of his or her ballot paper, each member of the PPA shall vote for his or her preferred candidates for membership of the General Committee and return the ballot paper by email to the Returning Officer. For the avoidance of doubt candidates may vote for themselves and members may vote for candidates who work at the same firm, set of chambers or organisation as themselves.
- vi) The Returning Officer will then count the votes cast for each candidate and inform the incumbent Chair of the results. In the event that two or more candidates receive the same number of votes and in consequence it is not possible to declare the 10 candidates who have received the highest number of votes, the Chair shall have a casting vote.
- vii) The proviso at paragraph 51 will apply.
- viii) The results will be announced by the Chair not less than 7 days before the expiry of the 10 week period referred to in paragraph 48 above. The new appointments will take effect on the expiry of that period.

Subsequent elections to the General Committee

53. In relation to subsequent elections to the General Committee, the same procedure will be followed as above, save that:
- iii) The period between each such election will be 2 years; and
 - iv) No member of the General Committee shall be permitted to serve more than three consecutive terms of office.

Resignations from the General Committee

54. Members of the General Committee may resign their position at any time on 14 days' written notice to the Executive Secretary.
55. In such circumstances, or if there are vacancies on the General Committee for any other reason, the Chair may at his or her sole discretion invite another member of the PPA to fill that vacancy pending the next scheduled General Committee election.
56. For the avoidance of doubt, the General Committee is empowered to conduct business as usual even if from time to time some of the posts on it are subject to a vacancy.

Notice periods and technicalities

57. Provided that reasonable notice is always given, the Executive Committee may shorten or lengthen any of the notice periods referred to in section F.
58. None of the following matters shall invalidate an election:
- i) The accidental omission to give notice of the election to any Member entitled to receive it;
 - ii) The non-receipt by a Member of the same; or
 - iii) The failure of a Member to vote when he would otherwise have been obliged or entitled to do so.
59. It is important that the PPA is free to undertake its business with the minimum amount of bureaucracy. In the event, therefore, that additional unforeseen technicalities arise in due course with the election procedures, the Executive Committee is empowered to resolve such issues as it sees fit, applying basic principles of fairness and common sense.

G. ANNUAL GENERAL MEETINGS AND EXTRAORDINARY GENERAL MEETINGS

60. The Annual General Meeting (the "AGM") of the PPA shall be held within 3 months of the end of the PPA's financial year. At least 21 days' notice of it shall be given in writing to all Members.
61. The business to be conducted at the AGM shall be determined by the Executive Committee and shall be notified to the Members accordingly.
62. Notice of any resolution to be proposed at the AGM shall be submitted in writing to the Executive Secretary at least 14 days before the AGM and shall be distributed to all Members at least 7 days before the AGM.
63. An Extraordinary General Meeting (an "EGM") of the PPA may be called at any time by the Executive Committee, and in any event shall be called within 21 days of receiving a written request for such a meeting from at least 15 Members.
64. The Chair of the Executive Committee shall officiate at any General Meeting of the PPA (or the Vice Chair in his or her absence). In the absence of both the Chair and the Vice Chair, any member of the Executive Committee may chair the meeting.
65. General meetings of the PPA will be quorate provided they are attended (whether in person or by telephone/video link) by at least 5 Members (to include members of the Executive Committees).
66. Save as set out in paragraph 67 below, all resolutions at a General Meeting shall be determined on a simple show of hands (both from those present and also from those

who have indicated their views in writing to the Executive Secretary in advance). In the event of a tie, the Chair shall have a casting vote.

67. The exceptions to this rule arise in the event of resolutions:
 - i) To remove from office a member of the Executive Committee;
 - ii) To amend the constitution; or
 - iii) To dissolve the PPA, in which case the resolution must be passed by two thirds of those either present or who have indicated their views in advance, as above.
68. If deemed necessary, the Executive Committee may in its discretion shorten or lengthen the notice periods outlined above in relation to General Meetings, provided that reasonable notice is always given.
69. The accidental omission to give notice to any Member of a General Meeting, or the non-receipt by a Member of the same, shall not invalidate any proceedings undertaken at that meeting. For the avoidance of doubt, it shall be the responsibility of Members to ensure that any changes in their contact details are notified promptly to the Executive Secretary.

H. NOTICES

70. Any notice may be served on Members by sending it via the post, DX, fax or by email.
71. Any notice served by post or DX shall be deemed to have been received within 2 days following that on which it was sent. Any notice served by fax or email shall be deemed received 2 hours after sending it.

I. ACCOUNTS & FINANCES

72. All monies raised by the PPA shall be used to further its Objectives, as set out above. This shall include the purchase of minor gifts for those who have assisted the PPA (for example, guest speakers), and the reimbursement of out of pocket expenses incurred by Members on behalf of the PPA, provided that such expenditure has been approved by the Executive Committee.
73. The Treasurer of the PPA shall keep an account of all sums of money received or owing to it, and sums expended or owed by it. He or she shall arrange for the accounts to be submitted once a year for certification to an accountant appointed for that purpose by the Executive Committee. The certified accounts shall thereafter be approved by the Members at the AGM and subsequently made available to any Member on request (on 21 days' written notice to the Executive Secretary).

- 74. The underlying books of account shall be kept by the Treasurer and made available for inspection by Members on prior written notice of at least 21 days, at a time and place convenient to the Treasurer.
- 75. The funds of the PPA shall be held in a bank account in its name. The Chair, the Vice Chair and the Treasurer of the PPA shall be the authorised signatories on the account.
- 76. The Chair, the Vice Chair and the Treasurer shall be authorised to sign cheques, make payments by debit card and arrange bank transfers on behalf of the PPA, provided that transactions in excess of £200 must be authorised by two such individuals. Appropriate arrangements to that effect must be made with the bank at which the PPA holds its account.

J. DISSOLUTION OF THE PPA

- 77. In accordance with the voting procedures set out above, the Members may vote to dissolve the PPA.
- 78. In the event that they choose to do so, the net funds in the PPA bank account (i.e. net of any debts which may be due and owing) shall be transferred to a charity of the Executive Committee's choice.
- 79. Within 7 days of all the debts being paid, any surplus funds being transferred as set out above and the bank account being closed, the PPA shall automatically be dissolved.

Approved this day by the PPA and signed by the Chair on its behalf

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[DATE]

Annex A – PPA Executive Committee Members

Role	Member	Effective Date	End of Term Date
Chair	Hannah Laming	18.09.17	26.02.21
Vice Chair	Annabel Kerley	18.09.17	26.02.21
Educational Secretary	Rachna Gokani	18.09.17	27.05.21
Social Secretary	Melinka Berridge	18.09.17	27.05.21
Treasurer	Stuart Biggs	18.09.17	27.05.21
Executive Committee Member 1	Alison Levitt QC	06.12.17	27.05.21
Executive Committee Member 2	Gareth Minty	03.05.19	27.05.21

Annex B – Example PPA Ballot Paper for Executive Committee



Ballot Paper – INSERT DATE

Instructions – You may vote for ONE candidate per position by checking the box next to the name of the individual you are voting for.

Do not vote for more than ONE candidate per position, or the entire ballot paper will be considered invalid.

EXECUTIVE COMMITTEE POSITION	CANDIDATES
Chair	JOHN SMITH <input type="checkbox"/> HARRY JONES <input type="checkbox"/>
Vice Chair	JOHN SMITH <input type="checkbox"/> HARRY JONES <input type="checkbox"/>
Treasurer	JOHN SMITH <input type="checkbox"/> HARRY JONES <input type="checkbox"/>
Executive Secretary	JOHN SMITH <input type="checkbox"/> HARRY JONES <input type="checkbox"/>
Educational Secretary	JOHN SMITH <input type="checkbox"/> HARRY JONES <input type="checkbox"/>
Social Secretary	JOHN SMITH <input type="checkbox"/> HARRY JONES <input type="checkbox"/>

Annex C – PPA General Committee Application Form



Name:	
Organisation:	
Email address:	
Committee applying for:	

Please tell us briefly why you wish to be part of this committee (including experience, skills, education, or knowledge you possess that would bring benefit to the committee if you were a member):

Are you willing and able to commit to the time required for this committee (estimated at one meeting per quarter with some work in between)?

Signed: _____

Date: _____

Thank you for your application. Please note that your reasons for wanting to join this committee will be shared on the ballot paper as part of the election process.

We will be in touch once voting is complete and a decision has been made.

