



# Constitution

wotton-under-edge  
chamber of trade  
[www.wotton.biz](http://www.wotton.biz)

## Wotton-under-Edge Chamber of Trade and Commerce

### 1. Name

1.1 The association is known as Wotton-under-Edge Chamber of Trade and Commerce (hereinafter referred to as “the Chamber”).

### 2. Aims and Objectives

2.1 To provide a medium through which members can trade, communicate, confer and lobby for the mutual benefit of the membership and the advancement, promotion and protection of the general commercial and professional interests of the town of Wotton-under-Edge.

2.2 To be independent of other town organisations and political parties and to remain so.

### 3. Membership

3.1 Membership is for 12 months.

3.2 Membership is open to any business which operates within the counties of Gloucestershire and South Gloucestershire

3.3 The Committee shall be empowered to award Life Memberships to any qualifying member.

### 4. Subscriptions

4.1 The annual subscription shall be set by the Committee and be due on the anniversary of a member's original date of joining the Chamber.

4.2 There shall be no reduction or refund in subscription for members leaving mid-year.

4.3 Those members in arrears after the anniversary of their joining date will have their membership terminated automatically.

4.4 Members who submit a payment for their subscription which is subsequently dishonoured will be charged a fee set by the Committee and any repetition may result in termination of membership.

### 5. Committee

5.1 The Committee shall consist of at least eight fully paid-up members or Life Members of the Chamber to include four Executive Officers; the President, Vice President, Secretary and Treasurer.

5.2 Executive Officers are drawn from Committee and appointed by the Committee.

5.3 The Committee may co-opt additional members as necessary.

## **6. Sub committees**

6.1 From time to time the Committee may create sub-committees and co-opt members as necessary.

## **7. Elections**

7.1 All fully paid-up members are eligible to stand for election to the Committee.

7.2 Nominations for President and Vice President should be submitted to the current President prior to the Annual General Meeting for discussion by relevant parties.

7.3 Nominations for election must be proposed and seconded by fully paid-up members of the Chamber. The nominee must confirm their acceptance of the nomination.

7.4 If more nominations are received than posts being contested, a secret ballot shall be held and the result(s) declared at the Annual General Meeting.

7.5 If the ballot does not produce a clear winner, the outcome of the election will be decided by simple majority.

7.6 No Committee Member or Officer may remain in their position for more than two years without standing for re-election.

## **8. Meetings and Notice**

### **8.1 Annual General Meetings**

8.1.1 There shall be an Annual General Meeting (AGM) which shall be held no later than 18 months from the date of the preceding AGM.

8.1.2 Notice of the AGM shall be given no later than 14 days prior to the AGM.

8.1.3 Meetings may be held at any place approved of by the Committee.

8.1.4 Any member may submit a motion to be heard at an AGM, provided it is proposed, seconded and supported by 6 other fully paid up members. Such motions must be received no later than 21 days prior to the AGM.

8.1.5 Agendas shall be circulated no later than 14 days prior to the AGM.

8.1.6 Amendments to the agenda must be submitted no later than 7 days prior to the meeting.

8.1.7 Motions and amendments from the floor are not permitted at an AGM.

8.1.8 No business shall be transacted at any meeting unless a quorum of members, in addition to the Executive Officers (President, Vice President, Secretary and Treasurer) is present at the time that the meeting proceeds to business. Six members present (including Executive Officers) shall be a quorum for an AGM.

8.1.9 In the event of there not being a quorum for any meeting, the Executive Officers may transact business alone.

8.1.10 The quorum necessary for the transaction of business by the Executive Officers alone shall be three but all the Executive Officers available shall be consulted. The decision of the Executive Officers shall be final and binding.

## 8.2 Extraordinary General Meetings

8.2.1 An Extraordinary General Meeting (EGM) may be called at 21 days' notice by the Executive Officers or by no less than 15% of the membership signing a requisition.

8.2.2 No business shall be transacted at any meeting unless a quorum of members, in addition to the Executive Officers (President, Vice President, Secretary and Treasurer) is present at the time that the meeting proceeds to business. Five percent of the membership present in person shall be a quorum for an EGM.

8.2.3 In the event of there not being a quorum for any meeting, the Executive Officers may transact business alone.

8.2.4 The quorum necessary for the transaction of business by the Executive Officers alone shall be three but all the Executive Officers available shall be consulted. The decision of the Executive Officers shall be final and binding.

## 8.3 Ordinary Meetings

8.3.1 The Committee shall meet bi-monthly throughout the year except for the summer months and during school holidays at a venue agreed by members of the Committee.

8.3.2 Agendas shall be circulated no later than 14 days prior to the AGM.

8.3.3 Amendments to the agenda must be submitted no later than 7 days prior to the meeting.

8.3.4 Five members present (including Executive Officers) shall be a quorum for a Committee Meeting.

8.3.5 In the event of there not being a quorum for any meeting, the Executive Officers may transact business alone.

## 9. **Voting**

9.1. At General Meetings, each member shall have one vote. A simple majority shall apply and in the event of a tied ballot, the President shall have the casting vote.

9.2. No member in subscription arrears shall be entitled to vote at any General Meeting.

## **10. Conduct**

10.1. No member shall use the name of the Chamber or claim to represent the Chamber without proper authority.

10.2. The Committee may terminate a membership providing that it is proven that the Member has not adhered to the constitution or decisions of the Committee or by his actions, has brought the name of the Chamber into disrepute.

## **11. Remuneration**

11.1 Executive Officers shall be entitled to claim mileage and certain other out of pocket expenses as are defined in the Chamber's Remuneration Policy

## **12. Dissolution**

12.1. If, on a ballot vote, a resolution to dissolve the Chamber shall be passed by 20% of the membership, or if the numbers be reduced to 10 or less, any fully paid-up member shall be entitled to call a meeting to appoint a committee to wind up the affairs of the Chamber.

12.2. After payment of liabilities, any assets shall be divided among the members in equal shares.

## **13. Interpretation**

13.1. Any question of interpretation of the provisions of this Constitution shall be referred to the Executive Committee for determination. The ruling of the Committee shall be final and binding.

## **14. Constitutional Changes**

14.1. The provisions of the Constitution may be altered by resolution of the Chamber at an AGM provided details of the proposed alterations have been notified to the membership in writing by the Secretary at least 21 days before the AGM.