

Penrith Chamber of Trade and Commerce Constitution



1. NAME

The name of the association is Penrith Chamber of Trade and Commerce (referred to as "The Chamber").

2. ADDRESS

The address of The Chamber will be that of one of the members of the Executive Committee, as agreed. Please refer to The Chamber website for details.

3. OBJECTIVES

The objectives for which The Chamber is established are to:

- a) Promote and protect the commercial, professional and general interests of Penrith and the local economy
- b) Promote goodwill, friendship and unity amongst the members and other local businesses by looking for ways to maximise business opportunities within the area of The Chamber.
- c) Provide information on local and national issues to the members.
- d) Be the strong voice of the Business Community and work alongside local government and other agencies for the betterment of the area.
- e) Provide a business support functions for member businesses such as the provision of training and business advice.
- f) Arrange meetings, discussions, networking events, conferences, events and other functions whether of a business or social nature.
- g) Act as an information point for all businesses operating in the area. Providing useful information and contacts.
- h) Support charitable fund-raising activities where considered appropriate to the intent of The Chamber interests and the well-being of Penrith and its inhabitants.
- i) Discuss and deal with all matters arising relative to local affairs.
- j) Maintain financial and political independence.

4. MEMBERSHIP

Membership shall be open to all individual persons, partnerships, companies and others interested in or actively engaged in business within The Chamber's area upon application, and payment of the appropriate annual subscription, subject to the following:

- a) The Executive Committee shall have the power to terminate the membership of any member whose conduct or actions are regarded by a majority of the Executive Committee as undesirable and likely to bring discredit to The Chamber, the said member has the right of appeal to the Executive Committee.
- b) A member may resign from The Chamber by giving written notice of such intention to the Executive Committee or Administrator within thirty days after his or her subscription renewal date;
- c) Any member in arrears of their subscription will be unable to vote at any meeting of The Chamber, and if three months in arrears is automatically disqualified from membership.
- d) A register of all members will be held by the Administrator, in the event of changes to member's business name, address or contact details, the Administrator must be informed in writing within thirty days of the change.
- e) The Committee may nominate, for approval at a General Meeting, an Honorary Member, who shall be entitled to all benefits and privileges of members, any person whose membership it considers to be beneficial to The Chamber
- f) The Committee may offer limited membership of The Chamber, by way of affiliation, to the members of any organisation having objects similar to or conducive with those of The Chamber upon such terms

as it may deem appropriate in individual cases.

There will be three categories of membership.

a) Full membership: for businesses and business people based in or who operate in Penrith and the Chamber area. Full membership will provide a range of benefits (described below); full voting rights and the right to stand for a position on the Executive Committee.

b) Affiliate membership: This is open to individuals or members of professions who have an interest in commerce, industry, trade and ancillary services in the public sector. They will receive full benefits of membership but will not be eligible to hold a position on the Executive Committee or vote in an election.

c) Honorary membership: from time to time individuals who have in the opinion of the Executive Committee provided service to the benefit of Penrith may be asked to become Honorary members.

Benefits

The central benefit of Chamber membership will be the opportunity to network and share business ideas and experiences with like-minded business men and women. On first joining The Chamber the member will

- Receive a Welcome Pack with full details of membership
- Be added to The Chamber 'e-newsletter' database and receive regular updates
- Receive a listing in the 'members directory' and web link on The Chamber's website
- Members will also receive from time to time special offers from other member businesses or external support agencies that are deemed to be beneficial to the membership by the Executive Committee or the Administrator.

5. SUBSCRIPTIONS

Every member, whether a full member (not being an Honorary Member) or an affiliated member shall pay an annual subscription which shall be decided by the Executive Committee and ratified at the Annual General Meeting. Subscriptions become due and payable annually in February after the Annual General Meeting. Any member who fails to pay the required membership fee within three months of the renewal date will automatically be disqualified from membership.

If a new member joins part way through the subscription year they pay a pro rata subscription. From the following February they will then be invoiced the full subscription rate. Any change is at the discretion of the Executive Committee.

Payment of fees can be by cash, cheque, Bank Transfer or by Standing Order in equal monthly instalments.

6. EXECUTIVE COMMITTEE

The business of The Chamber shall be managed by the Executive Committee who may exercise all the powers of The Chamber, save for those which require approval of the members at a meeting. The Executive Committee may convene its own meetings and manage its own proceedings.

The officers of The Chamber shall be:

- a) The President
- b) Vice-President
- c) Treasurer

The President, Vice Presidents and Treasurer are to be elected at the Annual General Meeting (having been duly proposed and seconded and having personally signified a willingness to stand for election). If more than one member is proposed and seconded then it will go to a vote.

The Executive Committee is responsible for the management of The Chamber's affairs and must meet at least eight times in each year to deal with its business. The day to day management shall be the responsibility of the President, the Vice President and the Administrator. The President shall take the chair at all meetings of the

Chamber at which he/she is present and in his/her absence the Vice President shall preside, and in the absence of both the meeting shall elect a chairman from the members present. A record of the attendance at and proceedings of all meetings shall be maintained and be available for the inspection of members.

If any member of the Executive Committee shall, in the opinion of the Executive Committee be unreasonably absent for more than THREE meetings expressly convened for Executive Committee matters, they shall be considered as having resigned from that position.

Any member of the Executive Committee can invite 'Ordinary' Chamber members to attend Executive Committee meetings.

7. TREASURER AND ACCOUNTS

The funds of The Chamber shall be administered by the Treasurer in accordance with the decisions of the Executive Committee. He/she is responsible for maintaining proper books of account in which he/she must record details of all monies received and paid by him/her as approved by the Committee. The Treasurer is responsible for the preparation of the accounts of The Chamber made up to 31st December in each year, or to such other date as the Committee may determine, and for the presentation of those independently examined accounts to the Annual General Meeting. The funds of The Chamber may be invested at the discretion of the Committee.

Accounts

- a) The Chamber shall have the power to raise funds as necessary to achieve its objectives
- b) The Chamber shall have a bank account in its own name and shall have four signatories: President, Treasurer, Administrator and an Executive Committee member.
- c) A minimum of two of the above are required to validate a cheque/transaction
- d) The financial year of The Chamber to be agreed by the Executive Committee
- e) The subscriptions due date is to be agreed by the Executive Committee
- f) The Chamber shall nominate the Chair to form any ad hoc subcommittee to deal with a specific activity
- g) The Chamber reserves the right to be able to donate funds as it seems appropriate to local good causes as agreed upon at the AGM, although not to leave the organisation without enough funds to continue its stated aims

8. THE ADMINISTRATOR

The Chamber shall have the power to engage the services of and pay an Administrator who shall work on a self-employed basis. The Executive Committee will be responsible for interviewing and appointing the Administrator. The Executive Committee will also be responsible for over-seeing the work of the Administrator.

The Administrator shall conduct correspondence of The Chamber in conjunction with the President and shall have custody of all documents belonging to The Chamber. The Administrator shall keep full and correct minutes of all proceedings at all meetings both of The Chamber and of the Executive Committee. In addition, the Administrator shall be responsible for the promotion and marketing of The Chamber, management of the membership and organisation of the meetings.

9. MEETINGS

The Chamber will from time to time organise general meetings, seminars and talks designed to bring benefits to The Chamber and its members.

9.1 Annual General Meetings

The Chamber shall hold an Annual General Meeting at a time and place to be determined by the Committee – not more than 15 months to elapse between two successive Annual General Meetings.

The Annual General Meeting is undertaken for the following purposes:

- a) To receive and consider the report of the President on all aspects of The Chamber's activities during the past year

- b) To receive and adopt the Treasurer's Report and Accounts for the preceding financial year
- c) To elect the President, Vice-President and Treasurer for the ensuing year. At each Annual General Meeting, the elected Committee shall retire from office by rotation, but each shall be eligible for re-election.
- d) To appoint an independent examiner to examine the accounts for the ensuing year;
- e) To consider any other business of which notice must be given to the Administrator not less than seven days before the meeting specifying its nature and the names of the proposer and seconder.

At least fourteen day's notice must be given by the Administrator on behalf of the Committee to every member of any Annual General Meeting specifying the nature of the business to be transacted, subject to the notification of any additional business to be brought before a General Meeting not less than seven days prior to the meeting.

Each member present in person shall have one vote and in the event of an equality of votes the chairman shall have a second or casting vote. No member shall vote at any General meeting unless all monies payable by that member to The Chamber in respect of subscriptions have been paid.

9.2 Executive General Meetings

No business shall be conducted at a General Meeting unless a quorum is present. Five persons entitled to vote upon the Business being transacted, shall constitute a quorum.

Resolutions shall be proposed and seconded by show of hands. The President shall have a second or casting vote in the case of deadlock.

Each member of the Executive Committee present in person shall have one vote and in the event of an equality of votes the chairman shall have a second or casting vote. No member shall vote at any General meeting unless all monies payable by that member to The Chamber in respect of subscriptions have been paid.

The Agenda for any Executive Committee meeting shall be circulated at least 7 days before any meeting to the Executive Committee except in the case of an urgent meeting being convened. Should any member wish to add an item they can under AOB and if time permits this will be dealt with at that meeting. Unless agreed by the President or Vice President in the President's absence all requests must be circulated to all members along with any documents requiring consideration at least 5 days before the meeting.

In the absence of the above taking place the Chair of the Executive Committee meeting shall have the final decision as to whether or not that item of business is dealt with.

Members present at General meetings shall treat all those present with dignity and respect at all times. Any Member who's conduct or actions are regarded by a majority of those present as unacceptable will be excluded from the meeting. The Executive Committee may then convene an Extraordinary Executive committee meeting to decide whether or not that member be removed from the Executive Committee or have some other sanction imposed. The said member shall have the right of Appeal to a panel of 3 members of the Executive Committee one of whom shall be the President or Vice President of the Chamber.

10. AMENDMENT OF CONSTITUTION

This Constitution may only be amended or revised in any way by resolution of the members in General Meeting of which proper notice has been given provided that it is carried by a majority of at least two thirds of those members present and eligible to vote at the meeting.

11. DISSOLUTION OF THE CHAMBER

Any resolution for the dissolution of The Chamber passed by a majority of the members present at an Annual General Meeting must be ratified by a resolution passed by not less than two thirds of the members present at an Extraordinary General Meeting called for the purpose not less than six nor more than ten weeks thereafter and at which not less than half of the then present members attend.