

LUDLOW & DISTRICT CHAMBER OF TRADE & COMMERCE
CONSTITUTION

(Approved.....15/04/96.)

1.0 NAME

The name of the Association is the Ludlow & District Chamber of Trade & Commerce, hereinafter referred to as the Chamber.

2.0 OBJECTS

The objects for which the Chamber is established are:

- a) For the association of traders, merchants, professional persons, manufacturers and others; to consider and promote all such lawful measures, plans and schemes as may be calculated to further, improve and secure the trading and commercial interests of Ludlow and neighbouring district.
- b) To collect, collate and circulate statistical and other information relating to trade, commerce and manufacturers for members as will assist them in their commercial or professional pursuits and to print, publish and distribute circulars, bulletins, journals and such other papers as may be necessary to disseminate such information.
- c) To advance commercial and technical education.
- d) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property, and any rights and privileges which the Chamber may think necessary or convenient for the purpose of its business.
- e) To support and to diffuse information and fair principles of trading, and to discourage indiscriminate price cutting and any other forms of unfair competition as being opposed to individual interests and to the general well being of traders.
- f) To create and foster a spirit of goodwill, friendship and unity among the traders of the town and by meetings, discussions, lectures, debates, conferences and other functions to provide facilities for social studies on a friendly basis between all members of the Chamber.
- g) To subscribe to and support from the funds of the Chamber such local charitable institutions and objects as may be deemed worthy. Local branches of national charities to be excluded.
- h) The purpose of the Chamber is not only to benefit its members, but to advantage the interests of the trade and industry of the town as a whole, to the ultimate advantage of the commercial prosperity of the district.
- i) The Chamber shall take no part in party politics.
- j) To do all such lawful things as are incidental or conducive to the attainment of the above.
- k) The Chamber shall carry on profitable activities such as publishing.

3.0 MEMBERSHIP

Membership of the Chamber shall be open to all individual persons, companies and firms interested or actively engaged in business in Ludlow and neighbouring district upon

being duly proposed and seconded by existing Committee members and receiving the votes of a majority of those present at a Committee meeting.

The committee shall have power to refuse an application for membership without assigning a reason.

Any member who shall do any act or conduct calculated to injure or discredit the Chamber may be expelled from the Chamber by a resolution of the majority of the Committee. Such member shall be allowed to appeal against his expulsion by requesting an EGM in the prescribed manner.

4.0 MEETINGS, QUORUMS AND RESOLUTIONS

The Annual General Meeting (AGM) shall be held in April of each year. Notice of the AGM together with the agenda will be sent each member not less than 14 days before the AGM.

The Chairman shall, at each AGM, make a report on behalf of the committee, covering all matters which they have dealt with during the previous year.

An Extraordinary General Meeting (EGM) may be convened by the committee upon receipt of a resolution in writing, specifying the subject matter to be discussed, by five or more members. Notice of the EGM shall be sent to all members within 28 days of the date of the committee meeting convening the EGM and the EGM shall be held not less than 14 days after the date of the notice.

If a quorum is not present at the AGM or an EGM the meeting cannot proceed. A quorum is 10 members.

Committee meetings shall be held monthly and shall be open to all members to attend and observe, but not vote. Any member may submit an item for the agenda for discussion by the committee by notifying an officer at least 10 days prior to the meeting. Members may address the committee at the discretion of the chairman. Notice of committee meetings together with the agenda will be sent to all committee members no less than seven days before a meeting.

If a quorum is not present the meeting cannot proceed. A quorum for committee meetings is 50% of committee members.

In the absence of the chairman and vice-chairman from any meeting the members present shall elect a chairman to preside at that meeting.

All resolutions at all meetings shall be passed by a simple majority exercised by a show of hands. In addition to his or her normal vote, the chairman of a meeting will also have a casting vote at an AGM or EGM.

In the event of a dispute at any meeting the chairman may cause a vote to be taken to resolve the matter.

The only exception to resolutions being carried by a simple majority relates to an alteration to the constitution, where no alteration shall be made except by a resolution duly passed by two-thirds of the members present and voting at an AGM or EGM.

The committee may appoint sub-committees as it deems necessary and shall prescribe their function provided that all acts and proceedings of any sub-committee shall be

reported to the committee as soon as possible and provided that no such sub-committee shall expend funds of the Chamber otherwise than in accordance with a budget agreed by the committee.

Model agendas for AGM's and Committee meetings are appended to the Constitution.

5.0 SUBSCRIPTIONS

Every member shall pay an annual subscription, such fee to be determined at the AGM. All subscriptions become due on the first day of January in each year and no member shall be entitled to vote at any meeting unless his subscription shall have been previously paid. Any subscription remaining unpaid as at 31 March, despite one written reminder, shall be deemed void. One subscription entitles one vote.

6.0 OFFICERS

The officers of the Chamber shall be:

- President
- Chairman
- Vice-chairman
- Treasurer
- Press Officer
- Membership Officer
- Secretary

Or as agreed from time to time by the committee, and a committee of ten members, which shall include a nominated representative of:-

- a) the town Council
- b) the South Shropshire Tourism Association
- c) the Licensed Victualler's Association
- d) the Market Trader's Association

The officers are members of the committee.

At the AGM all the officers and one third of the committee, other than the nominated representatives referred to at a) to d) above, shall retire and be eligible for re-election.

All nominations for officers shall be made via email by the nominee consenting to serve and sent to the chairman at least seven days prior to the AGM.

Officers and members shall be appointed by a majority vote of the members present and voting at the AGM,

The attendance of members of the committee shall be recorded and made available for inspection by members at monthly committee meetings.

Any committee member who fails to maintain 75% attendance at committee meetings during each year shall cease to be a member thereof.

In the event of a vacancy occurring in the officers during the year the committee may coopt a member until the next AGM, such appointment to be agreed by the committee by a majority vote.

The treasurer shall keep account of all monies received and paid, for and on behalf of the Chamber. Any amounts over £10 shall be approved by the treasurer prior to payment. No member shall incur expenditure on behalf of the Chamber of amounts of

over £100 without prior approval of the committee.

The treasurer shall present to the members at the AGM an independently examined statement of accounts made up to the 31 December in each year.

All monies are deemed to be the property of the Ludlow & District Chamber of Trade & Commerce. Access to funds can only be gained by two of three authorised signatures, which shall be the Chairman, Vice-Chairman and Treasurer.

An officer shall keep a record of the proceedings of the Chamber, a complete set of such minutes for the last twelve meetings to be available by prior request.

Any committee member with a pecuniary interest in the subject under discussion must declare such interest at the outset. The said member may join in the discussion but will not be allowed to cast a vote on the subject under discussion.

Any enquiry from the press should be immediately referred to the Press Officer and/or the Chairman for appropriate action.

7.0 Honorary Vice-President

The committee may nominate any member/officer as Honorary Vice-President for services to the Chamber and its members at their discretion. All Honorary Vice-Presidents shall be invited to attend the monthly committee meetings on the understanding that they will not be eligible to cast a vote at such meetings.

8.0

Any matter not provided for in the constitution and concerning the organisation and activities of the Chamber shall be dealt with by the committee whose decision shall be final.

9.0

The Chamber may be dissolved by a resolution presented at an AGM or EGM called for the purpose. The resolution must have the assent of two thirds of those present and voting. Such resolution may give instructions for the disposal of any assets remaining after satisfying any outstanding debts and liabilities.

REQUIREMENTS FOR ANNUAL GENERAL MEETING

- Notice plus agenda to all members not less than 14 days before AGM.
- Chairman to report on behalf of the committee at AGM.
- Quorum is 10 members.
- All resolutions passed by simple majority (Chairman has casting vote).
- All officers and 1/3 of committee (other than nominated representatives) to retire and be eligible for re-election.

Officers are:

President

Chairman

Vice-Chairman

Treasurer

Press Officer

Membership Officer

Secretary

Or as agreed from time to time by the committee.

- All nominations for officers to be made in writing, signed by 1 member and by the nominee consenting to serve and sent to the chairman at least 7 days prior to the AGM.
- Treasurer to present accounts.