

# PEMBROKESHIRE BUSINESS NETWORK - CONSTITUTION draft 3.0

## AS AN ASSOCIATION

(First published 7th April 2008 -pw)

### 1. NAME

The name of the Association is the Pembrokeshire Business Network.

### 2. OBJECTS

(1) To improve the effectiveness of local chambers of trade and local business groups by sharing best practice across the membership of the Association.

(2) Actively to support such chambers and groups.

(3) To develop and to collaborate with the development of initiatives which support local business and enterprise.

(4) To represent the interests of the Association to all other parties and at all levels.

### 3. MEMBERSHIP

a) Membership will be open to any constituted business group in Pembrokeshire ( either thematic or area based ) upon being proposed by a member of the Association and seconded by another, such proposal receiving the endorsement of a majority at a subsequent meeting of the Committee. Every member group shall sign a membership application, appointing an individual and an alternate who will represent the views of the group in all meetings.

b) Individual businesses may join as Associate members but will not have any voting rights.

c) Any member whose conduct is, in the opinion of a majority of the Committee, of injury or discredit to the Association may be expelled from the Association. Such a member may appeal against expulsion at the next general meeting of the Association.

### 4. OFFICERS, COMMITTEE, SECRETARY

a) The Officers of the Association shall consist of the Chairman, Secretary and Treasurer.

b) The management of the Association shall be under the control of the Committee which shall consist of the full members of the Association.

c) The Secretary shall minute the proceedings of the Committee meetings, and General meetings. These records shall be open for inspection by any member of the Association upon request at any reasonable time. The Secretary shall also keep a roll of members of the Association.

d) The Committee may appoint one or more members of the Association as a sub-committee to have only such authority to commit the Association as the Committee shall authorise.

e) The Committee may appoint representative(s) to act on their behalf in consultations with outside bodies.

f) The Officers shall be elected annually at the Annual General Meeting of the Association. Officers may stand for re-election.

g) All nominations for Officers shall be made in writing with the prior consent of the nominees, and shall be sent to the Secretary not later than seven days before an Annual General Meeting of the Association.

h) In the event of an Officer of the Committee failing to attend five consecutive meetings of the Committee without a satisfactory reason being given, the Committee shall have the power to declare the post vacant.

i) In the event of a vacancy occurring for an Officer during the year, it shall if necessary be filled by the Committee co-opting a volunteer member who will stand until the next Annual General Meeting of the Association.

j) The HONORARY TREASURER shall keep an account of all monies received and paid by him/her on behalf of the Association and shall pay all accounts approved by the Committee. Cheques drawn shall bear the signatures of any two of the Officers. He/she will present to the members at the Annual General Meeting a Statement of Accounts made up to December 31st of the previous year.

## 5. MEETINGS

a) The Annual General Meeting of the Association shall be held within 14 months of the previous AGM each year. The Officers shall present a Report of the working of the Association since the last Annual General Meeting.

b) The Committee may convene a general meeting of members whenever it deems it to be necessary, in addition to the Annual General Meeting.

c) Members shall receive no less than fourteen days notice of any general meeting.

d) The Chairman will chair all general meetings. In his/her absence one of the other Officers will preside. In any other circumstance the meeting shall elect the Chair to preside at that meeting.

e) Committee meetings will be quorate when the larger of one third of the full members or five full members are present.

## 6. SUBSCRIPTIONS

The annual subscription of members and associate members shall become due and payable on May 1st each year. The amount to be subscribed shall be determined at each AGM. A member whose subscription remains outstanding after six months from May 1st shall be deemed not to be in good standing and their name shall be removed from the roll of members of the Association.

## 7. MEMBERS' VOTING POWERS

a) Full members have voting rights at General Meetings and Committee meetings, this vote will be cast by the nominated individual or the alternate appointed by each group to represent the views of the group. Associate members have no voting rights.

b) Each full member of the Association shall have only one vote which may be exercised by a show of hands of those present. It shall be permissible before such a vote is taken for any member present to require the vote to be taken by ballot. When a ballot is taken two persons shall be appointed scrutineers by a majority of those members present. The scrutineers need not be members of the Association. The scrutineers shall count the ballot and report the result to the Chair who will declare the result to the meeting.

c) In the event of a tie, the Chair will have the casting vote.

## 8. NOTICES OF MOTION

Every full member in good standing may submit a notice of motion in writing to the Secretary not less than ten days prior to a general meeting of the Association, which motion shall be placed on the agenda for this meeting and communicated to the membership prior to the general meeting.

## 9. AMENDMENT OF CONSTITUTION

No alteration to this Constitution may be made except by a resolution passed by two-thirds of the full members present and voting at the Annual General Meeting of the Association. Fourteen days notice in writing of any proposed alteration shall be given to all members.

## 10. DISSOLUTION

A motion to dissolve the Association (for which due notice has been given to all members) may be passed at a general meeting of the Association by a majority of not less than four-fifths of those full members present at the meeting. If passed, the dissolution motion shall be implemented as follows: the Honorary Treasurer will realise all assets belonging to the Association, settle all liabilities and produce a closing account to be presented at a general meeting called for this purpose. Any surplus remaining shall be given to a registered charity nominated by the meeting. Upon completion in this manner the Association shall stand dissolved.

## 11. GENERAL PROCEDURES

a) The order of business for general meetings other than Annual General Meetings shall be as specified in the agenda.

b) No business shall be transacted at general meetings unless it appears on the agenda. Matters not appearing on the agenda may be discussed at the discretion of the Chair of the meetings but such discussion shall not commit the Association.

c) No motion shall be discussed at a meeting until it has been proposed and seconded.

d) No motion to rescind a Minute of any Association meeting may be made unless notice of such a motion has been given at a previous meeting.

PEMBROKESHIRE BUSINESS NETWORK

7th April 2008 as ConstitutionPBNasAssociationv3.0