



# Constitution

## 1. Name

- 1.1. The association is known as "Peacehaven & District Chamber of Commerce" (hereinafter referred to as "the Chamber").

## 2. Place of Meeting

- 2.1 Meetings may be held at any place approved by the Committee.

## 3. Aims and Objectives

- 3.1. 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 towns of Peacehaven and Telscombe Cliffs in East Sussex.
- 3.2. To be and remain politically independent.

## 4. Membership

- 4.1. There will be two classes of membership.
- 4.2. *Full Membership* is open to any person representing a business located in Peacehaven, Telscombe Cliffs or surrounding areas subject to the right of the Committee to refuse an application for membership without disclosing any reason.
- 4.3. *Affiliate membership* is open to any person representing a charity, not-for-profit organisation, Social Enterprise, School or College located in Peacehaven, Telscombe Cliffs or surrounding areas subject to the right of the Committee to refuse an application for membership without disclosing any reason.

## 5. Subscriptions

- 5.1. The annual subscription shall be set by the Committee and be due on the first day of February each year.
- 5.2. The annual subscription fee for members joining during the financial year shall be calculated on a pro-rata basis.
- 5.3. There shall be no reduction or refund in subscription for members leaving mid-year.
- 5.4. Those members in arrears after the 28<sup>th</sup> February each year will have their membership terminated automatically.
- 5.5. Members who submit a payment for their subscription that is subsequently dishonoured will be charged a fee set by the Committee and any repetition may result in termination of membership.

## 6. Financial Year

- 6.1. The Chamber's financial and administrative year shall run from 1<sup>st</sup> February to 31<sup>st</sup> January.

## 7. Committee

- 7.1. The Committee shall meet monthly throughout the year except for the month of December at a venue agreed by members of the Committee.
- 7.2. The Committee shall total eight fully paid-up members of the Chamber to include four Executive Officers; the Chair, Vice Chair, Secretary and Treasurer. Only full



members that have served as a Committee member for a minimum of one year may serve as Executive Officers.

7.3. Executive officers are drawn from Committee and appointed by the Committee.

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

## 8. Sub committees

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

## 9. Elections

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

9.2. Nomination papers will be distributed to the membership ahead of the Annual General Meeting.

9.3. 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.

9.4. 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.

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

9.6. No committee member or Officer may remain in their position for more than three years without standing for re-election.

## 10. Meetings and Notice

10.1. There shall be an Annual General Meeting which shall be held no later than 18 months from the date of the preceeding AGM.

10.2. Notice of the Annual General Meeting shall given no later than 28 days prior to the meeting.

10.3. Any member may submit a motion to be heard at an AGM provided that 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.

10.4. Agendas shall be circulated no later than 14 days prior to the meeting.

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

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

10.7. An Extraordinary Meeting may be called at 21 days notice by the Officers or by no less than 15% of the membership signing a requisition.

10.8. No business shall be transacted at any meeting unless a quorum of members is present at the time that the meeting proceeds to business. Ten percent of the membership present in person shall be a quorum for a General Meeting. 5 members present in person shall be a quorum for a Committee Meeting.

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

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

## 11. Voting

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



- 11.2. No member in subscription arrears shall be entitled to vote at any General Meeting.
12. CONDUCT
- 12.1. No member shall use the name of the Chamber of claim to represent the Chamber without proper authority.
- 12.2. 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.
13. DISSOLUTION
- 13.1. 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.
- 13.2. After payment of liabilities, any assets shall be divided among the members in equal shares.
- 14. Interpretation**
- 14.1. 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.
15. Constitutional Changes
- 15.1. The provisions of the Constitution may be altered by resolution of the Chamber at an Annual General Meeting provided details of the proposed alterations have been notified to the membership in writing by the Secretary at least 21 days before the AGM.