

# The Gillingham (Dorset) Chamber of Commerce and Industry

## Constitution of the Gillingham (Dorset) Chamber of Commerce and Industry

### 1. Name

The name of the Association is The Gillingham (Dorset) Chamber of Commerce and Industry (hereinafter called “the Chamber”)

### 2. Objects

The Chamber is established:

- a) To promote the chamber of traders, merchants, manufacturers, professional persons 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 the town of Gillingham and its Neighbourhood
- b) To collect, collate and circulate statistical and other information relating to trade, commerce and manufacture, for members as will assist them in their commercial and 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 and promote commercial and technical education
- d) To support and to diffuse information and fair principles of trading, and discourage unfair competition as being opposed to individual interests and to the general well-being of traders
- e) 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 intercourse on a friendly basis between all members of the Chamber
- f) To do all such lawful things as are incidental or conducive to the attainment of the above objects provided that the Chamber shall not support with its funds or endeavour to procure the observance by its members or others of any restriction or regulation which if an object of the Chamber would make it a Trade Union
- g) To represent, express and give effect to the opinions of interested traders and manufacturers in Gillingham on commercial or mercantile matters of all kinds

- h) To promote or oppose Bills in Parliament or other measures affecting such traders and manufacturers
- i) To enter into agreements with other Chambers of Commerce and other bodies for the advancement of trade and manufacture and the protection of traders and manufactures
- j) To subscribe to and promote the aims and objectives to all or any of the objects of the association and to encourage and support any society, association or movement for the improvement of commercial law

### 3. Powers

In furtherance of such objects but not otherwise the Chamber may:

- a) Employ and pay and person or persons to supervise, organise and carry on the work of the Chamber and make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependents
- b) Bring together in conference representatives of voluntary organisations, Government departments, statutory bodies and individuals
- c) Promote and carry out or assist in promoting and carrying out research, surveys and investigations and publish the useful results of such research, surveys and investigations
- d) Arrange and provide for, or join in arranging and providing for, the holding of exhibitions, meetings, lectures, classes, seminars and training courses
- e) Collect and disseminate information on all matters affecting such objects and exchange such information with other bodies having similar objects wither in this country or overseas
- f) Undertake, execute, manage or assist any charitable trusts which may lawfully be undertaken, executed, managed or assisted by the Chamber
- g) Procure to be written and print, publish, issue and circulate gratuitously or otherwise such papers, books periodicals, pamphlets or other documents or films or recorded tapes as shall further such objects
- h) Purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of such objects and construct, maintain and alter any buildings or erections necessary for the work of the Chamber
- i) Make regulations for any property which may be so acquired
- j) Accept gifts and borrow or raise month for such objects on such terms and on such security as shall be thought fit
- k) Procure contributions to the Chamber by personal or written appeals, public meetings or otherwise
- l) Invest the money of the Chamber not immediately required for such objects in or on such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law

- m) Do all such other lawful things as are necessary for the attainment of such objects
- n) To sell, improve, manage, develop, lease, mortgage, dispose of or otherwise deal with all or any part of the Chamber
- o) To subscribe to and support from the funds of the Chamber such local charitable institutions and objects as may be deemed worthy

#### 4. Membership

Membership of the Chamber shall be open to all individual persons, companies and firms interested or actively engaged in business in Gillingham & District upon being duly proposed and seconded by existing members and receiving the votes of a majority of those present at a Committee Meeting

The Executive 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 members. Such member shall be allowed to appeal against his expulsion to a special meeting of the Chamber

Prospective members may attend one General Meeting prior to their Membership being ratified

- a) Each member organisation shall appoint one individual person to represent it and vote on its behalf at general meetings of the Chamber. In the event of such individual person resigning or otherwise leaving an organisation he or she shall immediately cease to be a representative of such organisation
- b) Each member organisation may appoint:
  - a. A deputy to replace its appointed representative if the appointed representative is unable to attend any particular meeting of the Chamber and
  - b. Observers (who shall not be entitled to vote) to attend any such meeting
- c) Junior membership shall be open to those under the age of 18 years who are interested in furthering the work of the Chamber. Junior member shall not be entitled to vote
- d) Honorary members may be appointed at the discretion of the Executive Committee. Honorary member shall not be entitled to vote

#### 5. Honorary Officers

- a) At the Annual General Meeting mentioned below the Chamber shall elect a President, a Vice-President and such other honorary officers as the Chamber shall from time to time decide and fourteen member to sit on the Executive Committee

- b) The President and the honorary officers of the Chamber shall hold office until the conclusion of the Annual General Meeting of the Chamber next after their election but shall be eligible for re-election provided that no honorary officer shall hold office for more than three consecutive years. On expiration of such period two further years must elapse before any honorary officer shall be eligible for re-election
- c) The President and the honorary officers shall be ex officio members of the Chamber and Executive Committee and any other committee
- d) The Chamber shall appoint one or more qualified auditors and may determine their remuneration (if any)

## 6. Executive Committee

- a) Subject as mentioned below the policy and general management of the affairs of the Chamber shall be directed by an Executive Committee (the “Committee”) which shall meet not less than ten times a year and when complete shall consist of not less than eight members
- b) The members of the Committee shall be elected at the Annual General Meeting of the Chamber in accordance with clause 7
- c) Election to the Committee shall be for one year
- d) In addition to the members so elected and to those serving by virtue of clause 4.d the Committee may co-opt up to two further members who shall be full members of the Chamber whether individual or representative or a combination of both and who shall serve until the conclusion of the next Annual General Meeting after individual co-option provided that the number of the co-opted members shall not exceed one-third of the total number of members of the Committee in accordance with clause 5.a co-opted members shall be entitled to vote at meetings of the Committee
- e) Any casual vacancy in the Committee may be filled by the Committee and any person appointed to fill such a casual vacancy shall hold office until the conclusion of the next Annual General Meeting of the Chamber and shall be eligible for election at that meeting
- f) The proceedings of the Committee shall not be invalidated by any failure to elect, or defect in the election, appointment, co-option or qualification of , any member
- g) The committee shall appoint and fix the remuneration of a Secretary and Treasurer of all such other staff as may in its opinion by necessary
- h) The committee may appoint such special or standing committees as may be deemed necessary by the Committee and shall determine their terms of reference, powers, duration and composition. All acts and proceedings of such special or standing committees shall be reported back to the Committee as soon as possible
- i) The officers of the Chamber shall be a President, Vice-President, Treasurer, Secretary, Membership Secretary and a Committee of fourteen members

- j) Committee members must attend at least three meetings a year or provide a written report. This Committee is empowered to deal with the day to day running of the Chamber and make such decision as seem desirable in the interests of the Chamber. It shall report its actions to the next Annual Meeting or, if time permits, agree on a recommended course of action to put to the next Annual Meeting for consideration
- k) The Committee shall have the power to appoint such sub-Committees as may be deemed desirable
- l) All nominations for Officers shall be made in writing signed by two members and by the nominee consenting to serve, and send to the Secretary not later than the First day of March in every year. The Committee shall then meet and make such other recommendations as they may think fit
- m) The attendance of members of the Committee shall be duly recorded by the Secretary and a report thereon presented at the Annual Meeting. Any member of the Committee who does not make at least three attendances during the year shall cease to be a member thereof and his seat on the Committee shall be filled at the Annual meeting
- n) In the event of a vacancy occurring in the Officers during the year is shall, if necessary, be filled by the Committee
- o) The Treasurer shall keep an account of all moneys received and paid by him for and on behalf of the Chamber, and shall pay all accounts approved by the Committee. He shall present to the members at the Annual Meeting a duly audited statement of accounts showing all financial transactions of the Chamber made up to the 31 day of December in each year
- p) The Membership Secretary shall keep a correct roll of members. The records of the Chamber shall be open on due notice for inspection of members at reasonable hours

## 7. Meetings of the Chamber

- a) Once in each year an Annual General Meeting of the Chamber shall be held at such time (not being more than 15 months after the holding of the preceding Annual General Meeting) and place as the Committee shall determine. At least 21 clear days' notice shall be given in writing by the Secretary to each member. At such Annual General Meeting the business shall include the election of honorary officers; the election of full members to serve on the Committee; the appointment of an auditor or auditors; the consideration of an annual report of the work done by or under the auspices of the Committee and of the audited accounts; and the transaction of such other matters as may from time to time be necessary
- b) The President may at any time at his discretion, and the Secretary shall within 21 days of receiving a written request so to do signed by not less than ten full members whether individual or representative and giving reasons for the request, call a special general meeting of the Chamber

## 8. Nomination of Honorary Officers and Committee Members

- a) Only full members of the Chamber whether individual or representative shall be eligible to serve as honorary officers or members of the Chamber
- b) Nominations for honorary officers or members of the Chamber must be made by full members of the Chamber in writing and must be in the hands of the Secretary at least seven days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot or a system of postal voting (the arrangements for which shall be made by the Committee)

## 9. Rules of Procedure at all Meetings

### a) Quorum

The quorum at a meeting of the Chamber or the Committee or of any committee appointed under clause 7.a shall be one-third of the total membership of the Chamber, the Committee or committee (as the case may be) or such other number as the Chamber may in general meeting from time to time determine

### b) Voting

Save as otherwise provided, all questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote.

Arrangements for proxy voting may from time to time be made by the Committee provided that no such arrangements shall be made with regard to clauses 5.a and 8.b. No person shall exercise more than one vote notwithstanding that he or she may have been appointed to represent 2 or more interests, but in case of an equality of votes the chairman of the meeting shall have a second or casting vote

### c) Minutes

Minute books shall be kept by the Committee and all other committees, and the appropriate secretary shall enter in the minute book a record of all proceedings and resolutions

### d) Standing Order and Rules

The Committee shall have power to adopt and issue standing orders and / or rules for the Chamber. Such standing orders and/or rules shall come into operation immediately provided that they shall be subject to review by the Chamber in general meeting and shall not be inconsistent with the provisions of this Constitution

## 10. Finance

- a) All money raised by or on behalf of the Chamber shall be applied to further the objects of the Chamber and for no other purpose provided that nothing contained in this constitution shall prevent the payment in good

- faith of reasonable and proper remuneration to any employee of the Chamber or the repayment of reasonable out-of-pocket expenses
- b) The Treasurer shall keep proper accounts of the finances of the Chamber
  - c) The accounts shall be audited at least once a year by the auditor or auditors appointed at the Annual General Meeting
  - d) An audited statement of the accounts for the last financial year shall be submitted by the Committee to the Annual General Meeting
  - e) A bank account shall be maintained in the name of the Chamber with Lloyds Bank Plc of Gillingham Dorset or wish such other bank as the Committee shall from time to time decide. The Committee shall authorise in writing the Treasurer, and the President of the Chamber to sign cheques on behalf of the Chamber. All cheques must be signed by both of them

### 11. Trust Property

The title to all real or personal property which may be acquired by or on behalf of the Chamber shall be vested in a corporation lawfully entitled to act as custodian trustee or in not less than 2 or more than 4 individual persons (not being member of the Committee)

### 12. Alterations to the Constitution

Any alterations of this Constitution shall receive the assent of not less than two-thirds of the full members of the Chamber whether individual or representative present and voting at a meeting specifically called for the purpose provided that notice of any such alteration shall have been received by the Secretary in writing not less than 21 clear days before the meeting at which the alteration is to be brought forward. At least 14 clear days' notice in writing of such a meeting setting forth the terms of the alteration to be proposed shall be sent by the Secretary to each member of the Chamber

### 13. Dissolution

If the Committee by a simple majority decides at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the Chamber, it shall call a meeting of all members of the Chamber who have the power to vote of which meeting not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If such decision shall be confirmed by a simple two-thirds majority of those present and voting at such meeting the Committee shall have power to dispose of any assets held by or on behalf of the Chamber. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institution or institutions having objects similar to the objects of the Chamber as the Committee may determine

### 14. Notices

Any notice may be served by the Secretary on any member either personally or on its appointed representative as the case may be or by sending it through the post in a prepaid letter, Document Exchange or Fax addressed to such member at his, her or

its last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within ten days of posting

### 15. Interpretation

For the interpretation of this Constitution, the Interpretation Act 1978 shall apply as it applies to the interpretation of an Act of Parliament