



KIRKLEY BUSINESS ASSOCIATION CONSTITUTION

1. Name of the Association:

The Association shall be known as the Kirkley Business Association. It was established in 1961 as the Council of South Lowestoft Traders.

2. Objects of the Association:

- (a) To maximise the prosperity of Kirkley by making it a desirable place to live, work and trade.
- (b) To work with all Kirkley based businesses and organisations in a spirit of goodwill, unity and friendship.

3. Membership and Voting Rights:

- (a) Membership of the Association is open to all Kirkley based business owners (or their nominated representatives).
- (b) New members must be proposed and seconded by existing members and receive the votes of a majority of those present at a General Meeting.
- (c) Voting rights shall be at the rate of one vote per Full or Associate Member business, with, if necessary, the casting vote being held by the Chairperson. Except for amendments to the Constitution, and expulsions, all votes shall be passed on a simple majority. There shall be no provision for postal votes, but proxy votes may be arranged by agreement at a General Meeting.
- (d) Any member whose conduct or action discredits the Association may be expelled by a resolution carried by a two-thirds majority of votes of the membership.
- (e) Prospective members may attend up to three meetings of the Association within a six-month period without becoming members.
- (f) Every member shall be under a continuing duty to notify the Secretary of their up-to-date address and, where applicable, the details of his/her telephone number and e-mail address.
- (g) Declaration of Interest - A member must disclose to the Chair of a General Meeting or the Committee or any Sub-Committee on which he/she sits any interest which may conflict with the proper consideration of a matter under discussion. If the disclosing member is the Chair of the meeting, he/she shall disclose his/her interest to the next most senior person. A member disclosing an

interest shall not be entitled to vote on the matter under discussion and the other members at the meeting shall decide whether the disclosing member may participate in discussion thereof.

4. Membership Categories:

The membership shall consist of:

- (a) Full Members - These members shall have the full privileges of membership and full voting rights.
- (b) Associate Members – members who cease to be Kirkley-based business owners but wish to continue active links to the Association, or companies offering professional services to Kirkley businesses. These members shall have the full privileges of membership and full voting rights, with an annual subscription.
- (c) Honorary Members - The Committee may elect as Honorary Members those persons, who in the opinion of the Committee have, for good or sufficient reason, merited this status. Honorary Members shall be exempt from paying a subscription and shall be entitled to all the privileges of membership, save that they shall have no voting rights nor may they be appointed to any Office or the Committee of the Association.
- (d) Affiliate Members - Any person not trading in the Kirkley area but with will and skill to complement and contribute to the aspirations of the Association. All such membership applications will be dealt with on a case by case basis by the Committee, following which to be agreed by a two-thirds majority at a General Meeting on the Committee's recommendation. The ratio of Affiliate Members to Full Members may not exceed the ratio of 1:3. Affiliate Members shall be exempt from paying a subscription but have no voting rights nor may they be appointed to any Office or the Committee of the Association.
- (e) Prospective Members - Prospective Members have no voting rights nor may they be appointed to any Office or the Committee of the Association.

5. Subscriptions:

- (a) Each Full or Associate Member shall pay an annual subscription as determined by a majority vote at a General Meeting.
- (b) Subscriptions shall become due on the first day of June each year and no member will be entitled to vote at any meeting unless the subscription has been paid.
- (c) Members whose subscriptions are six months in arrears shall forfeit their membership of the Association.
- (d) Members who join the Association other than in June may pay a pro-rata subscription to cover membership until the next 31st May.
- (e) A registered charity, with premises in Kirkley, can claim a fifty percent reduction of the normal annual subscription. This concession is at the discretion of the Committee and can be reviewed at an Annual General Meeting. The nominated business representative will have full membership rights.

6. Officers and Committee:

- (a) The Officers of the Association are Chairperson, Vice-Chairperson, Secretary, Treasurer, and any variant posts which are subject to Association elections.
- (b) The Committee will consist of an odd number of no more than nine persons selected from the elected Officers, enhanced if necessary by the election of Committee Members.
- (c) Nominations for Officers for election at the Annual General Meeting shall be proposed and seconded by members and given to the Secretary before or at the Annual General Meeting.
- (d) The Committee may co-opt other members as per Paragraph 6(b), or temporarily into a vacant or new role until such time as an election can be arranged or until the next Annual General Meeting, whichever is sooner (at the Chairperson's discretion).
- (e) Sub-Committees may be formed as required for specific activities as decided upon at a General Meeting.
- (f) The Secretary shall, as instructed, call meetings, take minutes and deal with correspondence.
- (g) The Treasurer shall keep an account of monies received and paid by him/her on behalf of the Association and shall present, to the Annual General Meeting, a Statement of Accounts to the last day of May in each year. The Statement of Accounts will be examined by a person agreed by a majority of members at a General Meeting and any issues will be reported to the Committee.

7. Meetings:

- (a) General Meetings shall be held each calendar month excepting January and August, or as considered necessary by the Committee. Five members being either Full or Associate Members shall constitute a quorum.
- (b) Any proposal can be made by a Full or Associate Member at an appropriate point in a General Meeting. The Chairperson will use his/her discretion as to whether the proposal can proceed to be seconded and voted upon or whether it should be dealt with differently i.e. referred to the Committee or put to the full membership etc.
- (c) Any six members shall be entitled to demand an Extraordinary General Meeting on giving one month's written notice to the Secretary.
- (d) Revisions to the Constitution require a Resolution passed by a two-thirds majority at a General Meeting. The Resolution will be notified to all members in advance of the Meeting, having been discussed at a previous Meeting.
- (e) The Committee shall meet when considered necessary by the Chairperson, Vice-Chairperson or Secretary. Three members shall constitute a quorum. The Committee shall have powers to take such steps and make such decisions as its members feel desirable to further the objects of the Association.

- (f) The Annual General Meeting shall be held as soon as convenient following the last day of May in each year.
- (g) Notice of all Resolutions to be put to the Annual General Meeting shall be given to the Secretary no later than the General Meeting preceding the Annual General Meeting.

8. Distribution:

A copy of the Constitution shall be available to each Member.

Constitution adopted by Members in General Meeting
dated 1 October 2014