



# Constitution and Rules

of

# Cirencester Chamber of Commerce

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## **Constitution and Rules of Cirencester Chamber of Commerce**

1. **Name:** The name of the association is "The Cirencester Chamber of Commerce" ("the Chamber")
2. **Objects:** The objects of the Chamber are:
  - 2.1 To promote, advance and protect the interests of those carrying out business in Cirencester and its surrounding area ("the Area")
  - 2.2 To represent the best interests of its members and to make representations on their behalf on issues relevant to those conducting businesses within the Area
  - 2.3 To co-operate with any body or association in the United Kingdom whose objects are similar to those of the Chamber
  - 2.4 To do anything lawful which may be conducive to the improvement of the prosperity of its members' businesses in the Area and the development of the Area incidental to the attainment of the above objects
3. **Membership:**
  - 3.1 Membership of the Chamber shall be open to individuals, firms, bodies corporate or unincorporated and public bodies engaged in any business or professional activity in the Area
  - 3.2 The name and address of every candidate for membership shall be sent to the Secretary and submitted to the Executive Committee
  - 3.3 Upon the applicant being approved as a member by the Executive Committee and on payment of the annual subscription, the applicant shall become a member of the Chamber
  - 3.4 The Executive Committee may refuse any application for membership without being obliged to give any reason
  - 3.5 The Member of Parliament for the Area, the Chairman of Cotswold District Council, the Mayor of Cirencester and Gloucestershire County Council representatives shall be ex officio members of the Chamber but shall not be entitled to vote at meetings of the Chamber.
4. **Subscriptions:**
  - 4.1 Each member shall pay an annual subscription of such amount as may from time to time be proposed by the Executive Committee and approved at the Annual General Meeting of the Chamber.

- 4.2 The annual subscription shall be payable on the 1<sup>st</sup> day of April in each year.
- 4.3 The Executive Committee may terminate the membership of any member of the Chamber if that member's subscription has not been paid within 28 days after the due date.

**5. Bank Account:**

- 5.1 The Bank Account must be opened in the name of the Chamber
- 5.2 The President, the Treasurer and one other member of the Executive Committee is to be authorised by a resolution of the Executive Committee to sign cheques; all cheques are to be signed by two of the authorised signatories and a mandate is to be given to the Bank accordingly
- 5.3 A copy of the authorising resolution signed by the person who is the President at the time the resolution is passed is sufficient authority to the Bank.

**6. Annual and General Meetings:**

- 6.1 The Annual General Meeting of the Chamber shall be held once in each year, and not more than 15 months shall elapse between the date of one Annual General Meeting and the next
- 6.2 Notice of the Annual General Meeting shall be posted by the Secretary or other person on behalf of the Executive Committee to each member of the Chamber at that member's address in the Register of Members not less than 15 days before the date of the Meeting
- 6.3 With such notice the Secretary will send to each member a statement showing the number of attendances of each member of the Executive Committee at meetings of the Executive Committee during the period since the previous Annual General Meeting.
- 6.4 The Secretary shall, on a written request from at least five members, convene a General Meeting of the Chamber to consider matters raised in the request
- 6.5 A General Meeting shall be convened in the same manner as the Annual General Meeting.

**7. Conduct of the Annual General Meeting:**

- 7.1 The Annual General Meeting shall:
  - 7.1.1 Receive from the Treasurer a report and verified statement of accounts for the preceding financial year
  - 7.1.2 Elect the President, Vice President and Treasurer

- 7.1.3 Elect not more than 13 other members of the Executive Committee
  - 7.1.4 Approve the annual subscription for the following year
  - 7.1.5 Appoint a suitably qualified person to examine and verify the accounts for the ensuing year, and
  - 7.1.6 Decide on any resolution duly submitted to the Meeting
- 7.2 Any member who wishes to move a resolution at the Annual General Meeting must give written notice of the resolution to the Secretary not less than 20 days preceding the Meeting

## **8. Executive Committee:**

- 8.1 The management of the Chamber shall be vested in an Executive Committee ("the Committee") consisting of the President, Vice President, Treasurer and not more than 13 elected members
- 8.2 The Committee shall appoint a Secretary to the Chamber, who need not be a member of the Chamber, and may at the discretion of the Committee be paid for his or her services
- 8.3 The President, Vice President, Treasurer and other members of the Committee must be elected at the Annual General Meeting in each year (and subject to paragraph 8.4 hereof)
- 8.4 The post of President may be held for no longer than 2 consecutive years.
- 8.5 Each member of the Committee is eligible for re-election, but in order to qualify for re-election to the Committee, the member must have attended not less than 50% of the meetings of the Committee in the period since the previous Annual General Meeting
- 8.6 In the event of a vacancy on the Committee, the Committee may appoint any member of the Chamber to fill the vacancy
- 8.7 Unless otherwise agreed by the Committee, the Committee shall meet not less than eight times in each year
- 8.8 The quorum for meetings of the Committee shall be five.

## **9. Conduct of General Meetings:**

- 9.1 At all General Meetings the President or, in his absence, the Vice President or a member selected by the Meeting, shall take the chair
- 9.2 Every member present who is entitled to vote may have one vote upon every motion
- 9.3 The quorum at all General Meetings of the Chamber shall be ten

- 9.4 Unless a ballot is determined, the votes at all Meetings shall be taken by a show of hands. In the event of equality of votes, the President shall have an additional or casting vote.

10. **Amendment of Rules:**

- 10.1 These Rules may be added to, repealed or amended by resolution at any General Meeting of the Chamber
- 10.2 A resolution to alter the Rules must be passed by a majority of at least two-thirds of the members present and voting on it
- 10.3 Any reference in the Rules to "these Rules" or "the Rules of the Chamber" includes a reference to the Rules of the Chamber as altered from time to time in accordance with this Rule.

11. **Dissolution:**

- 11.1 If at any General Meeting a resolution for the dissolution of the Chamber is passed by a majority of the members present and entitled to vote, and if that resolution is confirmed by a resolution passed by a majority of not less than two-thirds of the members present and entitled to vote at a Special General Meeting held not less than one month after that meeting, at which not less than one half of the members entitled to vote are present, the Committee must immediately, or at such future date as is specified in the resolution, proceed to realise the property of the Chamber
- 11.2 After discharge of all liabilities, the remainder of the property of the Chamber shall be transferred to such other body or organisation in the Area having objects similar to the Chamber as shall be decided by resolution at the Special General Meeting referred to in paragraph 11.1 or, if no such resolution is passed, be divided equally amongst all members of the Chamber at the date of that Meeting
- 11.3 On completion of the disposal of all the assets of the Chamber in accordance with this Rule, the Chamber will be dissolved.